



# Kimia Biosciences Limited

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**Ref:** KIMIABL/COMP/BSE/20-21/060

**March 25, 2021**

To

**Department of Corporate Affairs- Listing  
BSE Limited**

PhirozJeeJeebhoy Towers,  
Dalal Street, Fort Mumbai-400001  
**Scrip Code:** 530313 [KIMIABL]

**Sub: Outcome of Board Meeting held on Thursday, 25<sup>th</sup> March, 2021**

In compliance with Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and based on the recommendations of the Nomination & Remuneration Committee, the Board of Directors at their meeting held on Thursday, 25<sup>th</sup> March, 2021 have inter-alia approved following;

1. Re-appointment of Mr. Sameer Goel (DIN: 00161786), Chairman cum Executive Managing Director of the company (whose current tenure will come to an end on March 28, 2021) for the further period of five years w.e.f. 29.03.2021 to 28<sup>th</sup> March 2026, subject to approval of members at ensuing general meeting, pursuant to applicable provisions of Companies Act, 2013 read with the Rules made there-under and applicable SEBI Regulations. Further, remuneration payable to Mr. Sameer Goel shall be on existing terms as recommended by the board and approved by the members in general meeting of the company until new terms approved by the company in ensuing general meeting subject to schedule V of the Companies Act, 2013 and Rules made thereunder.

2. Re-appointment of Mr. Jagdeep Dhawan (DIN: 00778235), Independent Director of the company (whose current tenure will come to an end on March 28, 2021) for a second term upto March 28, 2026, subject to approval of members at ensuing general meeting, pursuant to applicable provisions of Companies Act, 2013 read with the Rules issued there-under and SEBI Regulations.

3. Re-appointment of Mrs. Richa Gupta (DIN: 07481646), Independent woman Director of the company (whose current tenure will come to an end on April 14, 2021) for a second term upto April 14, 2026, subject to approval of members at ensuing general meeting, pursuant to applicable provisions of Companies Act, 2013 read with the Rules issued there-under and SEBI Regulations.

4. Re-constitution of the Committees of the Board of Directors, effective from the conclusion of this Board Meeting. (**Annexure-B**)

Further, in compliance with circular no. LIST/COMP/14/2018-19 issued by BSE Limited, we wish to confirm that Mr. Sameer Goel, Mr. Jagdeep Dhawan and Mrs. Richa Gupta has not been debarred from holding the office of Director by virtue of any SEBI order or any other authority. Pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, brief profile of above directors is enclosed herewith (**Annexure-A**).

The Board Meeting commenced at 03:00 p.m. and concluded at 03:45 p.m.

Kindly take the above information on your records.

Thanking You,

For **KIMIA BIOSCIENCES LIMITED**

  
**Abhishek Kumar Pandey**  
(Company Secretary & Compliance Officer)

**PLACE:** New Delhi

**Encl.:** a/a



**Annexure-A**

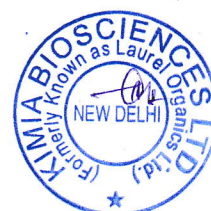
**The details required under Regulation 30 of Listing regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015 is given below:**

**1. Re-Appointment of Mr. Sameer Goel (DIN: 00161786), as a Chairman cum Executive Managing Director on the Board of Kimia Biosciences Limited.**

Sr. No	Details of Events that need to be provided	Information of such events
1	Reason for change viz. appointment, resignation, removal, death and otherwise.	The Board of Directors at its meeting held on 25 <sup>th</sup> March 2021, approved the re-appointment of Mr. Sameer Goel as Managing Director (MD) of the Company for a further term of Five (5) years with effect from 29th March 2021. This re-appointment is subject to approval of shareholders at the ensuing General Meeting of the Company.
2	Date of Re- appointment  Term of the appointment	w.e.f. 29.03.2021 vide Board Meeting dated 25.03.2021  With effect from 29.03.2021 for a further term of Five (5) years with effect from 29th March 2021 subject to approval of shareholders at the ensuing General Meeting of the Company.
3	Brief Profile	As per Annexure -1
4	Disclosure of relationship between directors	Mr. Vipul Goel and Mr. Sameer Goel are the Brothers.

**Annexure-1****Brief Profile of Mr. Sameer Goel:**

Mr. Sameer Goel, (DIN: 00161786), aged 46 years, a Delhi University Commerce graduate, holds a stature in the Indian API market and has strong multi-dimensional capabilities in the areas of Business Development, Product Development, Strategic Marketing and Operations Management. As a co-founder of Biotavia Group, a group which deals in Pharmaceutical products, he had run the organization for 19 years and played a key leadership role in acquiring and aligning the strong support of professional networks, business partners and executive teams to accomplish expertise in manufacture, sales, marketing and trading of various APIs and its Intermediates. Mr. Goel Diverting away from the family partnership business, started Kimia Biosciences Pvt Ltd in 2012, a company based at Pitampura, New Delhi. Kimia is engaged in dealing of bulk drugs addressing to various high potential therapeutic segments. Kimia get its products manufactured on job work basis from facilities at Derabassi, Punjab and few other locations in the country that enables it to produce wide range of APIs. He holds nerves of pharmaceutical APIs business and having in-depth knowledge about Industry, Market and products. He is well known face in amongst the APIs industries. He is great visionary with good sense of business. Keeping in view his qualification and his leadership qualities supported by experience, the Board of Directors in their meeting held on 29th March 2016 had appointed Mr. Sameer Goel, as Additional Director & thereafter Chairman cum Managing Director for a period of five (5) years w.e.f. 29th March, 2016 with the approval of the shareholders.





**2. Re-appointment of Mr. Jagdeep Dhawan (DIN: 00778235) as an Independent Director of the company**

Sr. No	Details of Events that need to be provided	Information of such events
1	Reason for change viz. appointment, resignation, removal, death and otherwise.	Reappointment as an Independent Non-Executive Director of the Company after completion of the first term. This re-appointment is subject to approval of shareholders at the ensuing General Meeting of the Company.
2	Date of Re- appointment  Term of the appointment	w.e.f. 29.03.2021 vide Board Meeting dated 25.03.2021  With effect from 29.03.2021 for a further term of Five(5) years with effect from 29th March 2021 subject to approval of shareholders at the ensuing General Meeting of the Company.
3	Brief Profile	As per Annexure -2
4	Disclosure of relationship between directors	Mr. Jagdeep Dhawan is not related to any of the Directors or Promoters of the Company

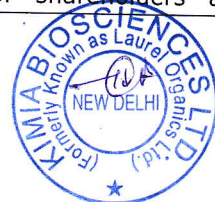
**Annexure-2**

**Brief Profile of Mr. Jagdeep Dhawan:**

Mr. Jagdeep Dhawan, is having rich experience in marketing of API& Pharmaceutical products and wide range of experience of pharmaceutical industry and is a successful entrepreneur. Mr. Dhawan has been associated with various renowned pharma companies in the country & is having experience of more than 23 years in the industry keeping in view his vast expertise and knowledge; it will be in the interest of the Company that, Mr. Jagdeep Dhawan is appointed as an Independent Director. Further in the opinion of the Board, the independent directors proposed to be appointed fulfill the conditions specified in the Act and the rules made there under and that the proposed directors are independent of management.

**3. Re-appointment of Mrs. Richa Gupta (DIN: 07481646) as an Independent women Director of the company**

Sr. No	Details of Events that need to be provided	Information of such events
1	Reason for change viz. appointment, resignation, removal, death and otherwise.	Re-appointment as an Independent Non-Executive Director of the Company after completion of the first term. This re-appointment is subject to approval of shareholders at the ensuing General Meeting of the Company.
2	Date of Re-appointment  Term of the appointment	w.e.f. 15.04.2021 vide Board Meeting dated 25.03.2021  With effect from 15.04.2021 for a further term of Five (5) years with effect from 15th April 2021 subject to approval of shareholders at the

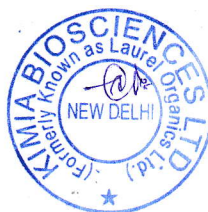


		ensuing General Meeting of the Company.
3	Brief Profile	As per Annexure -3
4	Disclosure of relationship between directors	Mrs. Richa Gupta is not related to any of the Directors or Promoters of the Company

### **Annexure -3**

#### **Brief Profile of Mrs. Richa Gupta:**

Keeping in view vast expertise and knowledge of Mrs. Richa Gupta, it will be in the interest of the Company to reappoint Mrs. Richa Gupta as an Independent Director. Further in the opinion of the Board, the independent directors proposed to be appointed fulfill the conditions specified in the Act and the rules made there under and that the proposed directors are independent of management.



**Annexure B****Composition of Board of Directors**

S.No.	Name of Directors	Category
1	Sameer Goel	Managing Director(ED) cum Chairman*
2	Vipul Goel	Director(NED)
3	Jagdeep Dhawan	Independent Director*
4	Richa Gupta	Independent woman Director*

**Composition of Audit Committee**

S.No.	Name of Members/Directors	Category
1	Sameer Goel	Director(ED)*
2	Jagdeep Dhawan	Independent Director*
3	Richa Gupta	Independent woman Director*

**Composition of Nomination and Remuneration Committee**

S.No.	Name of Members/Directors	Category
1	Vipul Goel	Director(NED)
2	Jagdeep Dhawan	Independent Director*
3	Richa Gupta	Independent woman Director*

**Composition of Stakeholders Relationship Committee**

S.No.	Name of Members/Directors	Category
1	Vipul Goel	Director(NED)
2	Jagdeep Dhawan	Independent Director*
3	Richa Gupta	Independent woman Director*

**Composition of Share Allotment Committee**

S.No.	Name of Members/Directors	Category
1	Sameer Goel	Director(ED)*
2	Jagdeep Dhawan	Independent Director*
3	Richa Gupta	Independent woman Director*

\*Re-appointed in committees w.e.f. 25.03.2021.

