

# Kimia Biosciences Limited

Regd. Office/Works: Village-Bhondsi, Tehsil-Sohna, Distt. Gurugram (Haryana)

E-mail: compliance.kimia gmail.com & info@kimiabiosciences.com Web | www.kimiabiosciences.com | CIN NO.: L24239HR1993PLC032120

Tel.: +91 9654746544, 9654206544

Ref: KIMIABL/COMP/BSE/21-22/029

September 30, 2021

**Department of Corporate Affairs-Listing BSE Limited** Phiroz JeeJeebhoy Towers, P Dalal Street, Fort Mumbai-400001

SCRIP CODE: 530313[KIMIABL]

Sub: DECLARATION OF RESULTS OF REMOTE E-VOTING AND CONDUCTED DURING THE 28TH ANNUAL GENERAL MEETING HELD ON TUESDAY, 28TH SEPTEMBER, 2021

Dear Sir,

This is to inform that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Kimia Biosciences Limited ("the Company") had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 28<sup>th</sup> Annual General Meeting (AGM). The remote e-voting was open from 25<sup>th</sup> September, 2021 (9:00 am) to 27<sup>th</sup> September, 2021 (5:00 pm).

Further, the Board of Directors had appointed Ms. Navneet Kaur, Proprietor of M/s N. K. Chandok & Associates, Practicing Company Secretary, as Scrutinizer for remote e-voting and e-voting conducted at the AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5:00 pm on 27th September, 2021 and e-voting conducted at the 28<sup>th</sup> AGM and submitted the consolidated report on 29<sup>th</sup> September, 2021.

[The Report of Scrutinizer is attached herewith]





The consolidated Result as per the Scrutinizer's above mentioned Report is as follows:

S. No	Item No.	Type of Resoluti on		% of Votes in favour	No. of Votes Agains t	%of Votes Against
1	To receive, consider and adopt the Audited Financial Statements for the year ended 31 <sup>st</sup> March 2021, along with the Reports of the Directors' and Auditors' thereon	Ordinary	36300951	99.99	107	0.00
2	To appoint a director in place of Mr. Vipul Goel (DIN 00064274), Director, who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	36300935	99.99	107	0.00
3	To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2022	Ordinary	36300951	99.99	107	0.00
4	Re-Appointment of Mr. Jagdeep Dhawan (DIN: 00778235) as an Independent Director of the Company	Special	36300951	99.99	107	0.00
5	Re-Appointment of Mrs. Richa Gupta (DIN: 07481646) as an Independent Woman Director of the Company	Special	36300951	99.99	107	0.00
6	To approve re-appointment of Mr. Sameer Goel (DIN: 00161786) as the Chairman and Managing Director of the company liable to retire by rotation.	Special	6163570	99.99	107	0.00

Please take the above information on record.

Yours sincerely,

For Kimia Biosciences Limited

Abhishek Kumar Pandey

Company Secretary & Compliance Officer

Place : New Delhi

Encl: a/a

9/30/2021

General information about company				
Scrip code	530313			
NSE Symbol				
MSEI Symbol				
ISIN	INE285U01025			
Name of the company	KIMIA BIOSCIENCES LIMITED			
Type of meeting	AGM			
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2021			
Start time of the meeting	03:30 PM			
End time of the meeting	03:47 PM			

Scrutinizer Details						
Name of the Scrutinizer	NAVNEET KAUR					
Firms Name	N.K.Chandok & Associates					
Qualification	CS					
Membership Number	F10055					
Date of Board Meeting in which appointed	28-08-2021					
Date of Issuance of Report to the company	29-19-2021					

Voting results					
Record date	21-09-2021				
Total number of shareholders on record date	12222				
No. of shareholders present in the meeting either in person or through pre-	ху				
a) Promoters and Promoter group	0				
b) Public	•				
No. of shareholders attended the meeting through video conferencing	•				
a) Promoters and Promoter group	1				
b) Public	36				
No. of resolution passed in the meeting	6				
Disclosure of notes on voting results					

				Resolution()	1)					
Resolution req	uired: (Ordinar	y / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?			No							
Description of resolution considered				1. To receive, consended 31 st March 2 thereon						
Category	Mode of voting	No of shares held	No. of votes	% of Votes polled on outstanding shares	No. of votes – in favour	No of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100		
	E-Voting		30137413	84.9999	30137413	0	100	0		
	Poll									
Promoter and Promoter Group	Postal Ballot (if applicable)	35455841								
	Total	35455841	30137413	84.9999	30137413	0	100	•		
	E-Voting	181100	•	•	0	0	•	•		
	Poll									
Public- Institutions	Postal Ballot (if applicable)									
	Total	181100	•	•	0	0	•	•		
	E-Voting		6163645	52.7899	6163538	107	99.9983	●.0017		
	Poll									
Public- Non Institutions	Postal Ballot (if applicable)	1167580								
	Total	11675800	6163645	52.7899	6163538	107	99.9983	●.0017		
	Total	47312741	36301058	76.7258	36300951	107	99.9997	●.0003		
				Whether r	esolution is I	ass or Not.	Yes			
				Disclosur	re of notes or	resolution				

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Institutions					

				Resolution(2	2)				
Resolution req	uired: (Ordinar	y / Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of resolution considered				2. To appoint a dire who retires by rotat	ector in place tion, and bei	of Mr. Viping eligible,	ul Goel (DIN 0006 olfers himselffor r	4274), Director, e-appointment	
Category	Mode of		No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*1••	(4)	(5)	(6)= [(4)/(2)]*1 <b>00</b>	(7)= [(5)/(2)]*100	
	E-Voting		30137397	84.9998	30137397	0	100	0	
	Poll								
Promoter and Promoter Group	Postal Ballot (if applicable)	35455841							
	Total	35455841	30137397	84.9998	30137397	0	100	0	
	E-Voting	181100	0	0	0	0	•	0	
	Poil								
Public- Institu	Postal Ballot (if applicable)								
	Total	181100	0	0	0	0	•	•	
	E-Voting		6163645	52.7899	6163538	107	99.9983	0.0017	
	Pell								
Public-Non Institutions	Postal Ballot (if applicable)	11675800							
	Total	11675800	6163645	52.7899	6163538	107	99.9983	0.0017	
	Total	47312741	36301042	76.7257	36300935	107	99.9997	0.0003	
				Whether s	selution is f	ass or Not.	Yes		
				Disclosur	e of notes or	resolution	Textual Informati	on(1)	

	Text Block
Textual Information(1)	Mr. Vipul Goel being interested did not vote.

Details of Invalid Votes					
Category	No. ●f Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Institutions					

				Resolution(3	3)				
Resolution req	uired: (Ordinar	y / Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Description of resolution considered				To approve the rem 31st March, 2022	uneration of	the Cost A	uditers for the fina	ncial year ending	
Category	gory Mode of shar	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*1••	(4)	(5)	(6)= [(4)/(2)]*1 <b>00</b>	(7)= [(5)/(2)]*100	
	E-Voting		30137413	84.9999	30137413	0	100	0	
D	Poll								
Promoter and Promoter Group	Postal Ballot (if applicable)	35455841							
	Total	35455841	30137413	84.9999	30137413	0	100	0	
	E-Voting	181100	0	0	0	0	•	0	
	Poil								
Public- Institu	Postal Ballot (if applicable)								
	Total	181100	0	0	0	0	•	•	
	E-Voting		6163645	52.7899	6163538	107	99.9983	0.0017	
	Poll					100000000000000000000000000000000000000			
Public- Non Institutions	Postal Ballot (if applicable)	11675800							
	Total	11675800	6163645	52.7899	6163538	107	99.9983	0.0017	
	Total	47312741	36301058	76.7258	36300951	107	99.9997	0.0003	
				Whether s	eselution is F	ass or Not.	Yes		
				Disclosur	e of notes or	resolution			

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Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Institutions					

				Resolution(4	(1)				
Resolution req	uired: (Ordinar	y / Special)		Special					
Whether promoter/promoter group are interested in the agenda/resolution?  Description of resolution considered			No						
			Re-Appointment of Director of the Con		Dhawan (1	DIN: 00778235) as	an Independent		
Category	Mode of voting	Charac	No. of votes polled	% of Votespolled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
	•	(1)	(2)	(3)=[(2)/(1)]*1••	(4)	(5)	(6)= [(4)/(2)]*1 <b>00</b>	(7)= [(5)/(2)]*100	
	E-Voting		30137413	84.9999	30137413	0	100	0	
D	Poll								
Promoter and Promoter Group	Postal Ballot (if applicable)	35455841							
	Total	35455841	30137413	84.9999	30137413	0	100	0	
	E-Voting		0	0	0	0	•	0	
	Poil								
Public- Institu	Postal Ballot (if applicable)	181100							
	Total	181100	0	0	0	0	•	•	
	E-Voting		6163645	52.7899	6163538	107	99.9983	0.0017	
	Poll								
Public- Non Institutions	Postal Ballot (if applicable)	11675800							
	Total	11675800	6163645	52.7899	6163538	107	99.9983	0.0017	
	Total	47312741	36301058	76.7258	36300951	107	99.9997	0.0003	
				Whether re	esolution is f	ass or Not.	Yes		
				Disclosur	e of notes or	resolution			

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

				Resolution(5	5)					
Resolution req	uired: (Ordinar	y / Special)		Special						
Whether prom the agenda/res	oter/promoter g olution?	roup are int	erested in	No	No					
			Re-Appointment of Woman Director of			· 07481646) as an	Independent			
Category Mode of voting	No. of shares held	No. of votes polled	% of Votespolled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled			
		(1)	(2)	(3)=[(2)/(1)]*1••	(4)	(5)	(6)= [(4)/(2)]*1 <b>00</b>	(7)= [(5)/(2)]*100		
Promoter and Promoter Group E-Voting Poll Postal Ballot (if applicable)		30137413	84.9999	30137413	0	100	0			
	Poll						-			
		35455841								
	Total	35455841	30137413	84.9999	30137413	0	100	0		
	E-Voting		0	0	0	0	•	0		
	Poil	l								
Public- Institu	Postal Ballot (if applicable)	181100								
	Total	181100	0	0	0	0	•	•		
	E-Voting		6163645	52.7899	6163538	107	99.9983	●.●017		
	Poll									
Public-Non Institutions	Postal Ballot (if applicable)	11675800								
	Total	11675800	6163645	52.7899	6163538	107	99.9983	0.0017		
	Total	47312741	36301058	76.7258	36300951	107	99.9997	0.0003		
		-		Whether a	esolution is f	ass or Not.	Yes			
				Disclosur	e of notes or	resolution				

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

				Resolution(	(6)			
Resolution req	uired: (Ordinar	y / Special)		Special				
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To approve re-appo Chairman and Man	intment of Maging Director	Ir. Sameer G	roel (DIN: 0016178	6) as the re by rotation.		
Category Mode of voting	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outsmnding shares	No. of vetes – in favour	Ne. of votes – against	% of votes in favour on votes polled	% of Votes agamst on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*1 <b>00</b>	(7)= [(5)/(2)]*1 <b>●</b> ●
Promoter and Promoter Group	E-Voting		32	0.0001	32	•	100	0
	Poll							
	Postal Ballot (if applicable)	35455841						
	Total	35455841	32	●.0001	32	•	100	0
	E-Voting		0	•	0	•	0	0
	Poil		,					
Public- Institu	Postal Ballot (if applicable)	181100						
	Total	181100	0	•	0	•	0	0
	E-Voting		6163645	52.7899	6163538	107	99.9983	0.0017
	Poll							
Public- Non Institutions	Postal Ballot (if applicable)	11675800						
	Total	11675800	6163645	52.7899	6163538	107	99.9983	0.0017
	Total	47312741	6163677	13.0275	6163570	107	99.9983	0.0017
				Whether	resolution is l	assor Not.	Yes	
				Disciosu	re of notes or	n resolution	Textual Information	on(l)

	Text Block
Textual Information(1)	Mr. Sameer Gool being intereseted did not vote

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Details of Invalid Votes	<b>X</b>
Category	No. •f Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Insitutions	

### **Company Secretaries**

E-124, LGF, Greater Kailash-1, New Delhi-11Q048 Mob: 09650250312 E-Mail: navneet@lexeguipe.com

#### SCRUTINIZER'S REPORT

Pursuant to Section 109 of the Companies Act, 2013 (heremafter "the Act") read with Rule 21 of The Companies (Management and Administration) Rules, 2014

To

The Chairman of 28th Annual General Meeting

KIMIA BIOSCIENCES LIMITED VILLAGE BHONDSI, TEHSIL SOHNA DISTT GURUGRAM HARYANA

Subject: Scrutinizer's Report on Voting through electronic means ("E-voting") conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (heremafter "the Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement, 2015 including any statutory amendment, modification or re-enactment thereof for the time being in force

I. Ms. Navneet Kaur, Practicing Company Secretary, appointed as Scrutinizer by the Board

of the Company at its meeting held on 28.08.2021 for the purpose of Remate E-voting commences on 25th September, 2021 at 09:00 AM (IST) and ends on 27th September, 2021 at 5:00 PM (IST) and the Chairman of the 28th Annual General Meeting has also appointed me as the scrutinizer for the electronic voting held at the 28th Annual General Meeting of the Company, in respect of the items/ resolutions set forth in the notice of the 28th AGM of the Company (hereinafter "the AGM Notice"), submit my report as under

The Compliance with the provisions of the Act read with the Rules made thereunder relating to Remote E-voting and electronic voting at the AGM, by the Shareholders is the responsibility of the management of the Company.

My responsibility as a Scrutinizer is to ensure that the voting process both through Remote E-voting and electronic voting at the AGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer's, Report of the total votes cast in favor or against. If any, on the resolutions, based on the reports generated through Scrutinizer's secured link.



#### 1. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Depository Limited (NSDL), the Company completed dispatch as under:

Those members who had registered their e-mail-ids with the Company/ Depositories were sent the notices through E- Mail.

#### 2. Cut-off date

The Voting rights were reckaned as on 21st September, 2021, being the Cut-off data for the purpose of deciding the entitlements of members at the remote e-Voting and ballot voting at the Meeting.

#### 3. Remote e-Voting

#### 3.1 Agency:

The Company had appointed National Securities Depository Limited (NSDL), as the agency for providing the remote e-Voting platform.

#### 3.2. Remote e-Voting:

Remote e-Voting platform was open from 25th September, 2021 (9:00 am) and ends on 27th September, 2021 (5:00 pm) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the eVoting platform provided by NSDL.

#### 4. Voting at the AGM:

- 4.1. As prescribed under Rule 20(4)(XIII) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id/ Client Id, folios, number of shares held but not the manner in which they have voted.
- 4.2. Accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id/ Client Id, folios and shareholding of the members who had cast their votes through remote e-Voting.

#### S. Counting Process

- 5.1 On completion of voting at the meeting, M/s Bectal Financial & Computer Services (P) Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of members who had cast their votes, their holding details and details of vote cast on each of the resolutions.
- 5.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.
- 5.3 Thereafter, the votes cast through remote E-Voting were unblocked in the presence of two witnesses viz. Mr. Sagar Verma R/o L-1, 2073/40/9 Sangam Vihar, New Delhi-110080 and Mr. Parshant Chauhan R/o E-124, LGF, G.K.·1, New Delhi-110048 who were not in the employment of the Company.



They have signed below in confirmation of the unblacking of votes cast through Remote E-Voting in their presence.



Parshant Chauhan

#### 6. Results:

#### 6.1 I observed that

a) 61 members had cast their votes through remote e-Voting.

COP No:-12930

- b) No members had cast their votes through electronic voting at the meeting.
- 6.2. The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 28th AGM dated 28th August, 2021 is enclosed.
- 6.3. Based on the aforesaid results, I report that two (2) Ordinary business as contained in Item No. 1 to Item No. 2 and four(4) Special Business as contained in Item No. 3,4,5 & 6 of the Notice of 28<sup>th</sup> AGM of the Company, have been passed with requisite majority.

Thanking You,

For N. K. Chandok & Associates

Company Secretaries

Navneet Kaur (Scrutinizer) FCS-10055

COP-12930

Date: 29.09.2021 Place: Deihi

UDIN:F010055C001033000

Countersigned by Chairman

KIMIA BIOSCIENCES LIMITED

## CONSOLIDATED RESULTS OF REMOTE E-VOTING AND ELECTRONIC VOTING AT THE AGM

#### ITEM NO. 01:

To receive, consider and adopt the Audited Financial Statements for the year ended 31st March 2021, along with the Reports of the Directors' and Auditors' thereon.

PARTICULA RS	REMOTE E-		E-VOTING AT		TOTAL		PERCENTA GE (%)	
	NUMB ER	VOTES	NUMB	VOTE	NUMB	VO'TES	170	
Assent	53	3630095 1	0	0	53	3630095	99.99%	
Dissent	8	107	0	0	8	107	0.01%	
Abstain	0	0	0	0	0	0	0	
Total	61	363010 58	0	0	61	363010 58	100%	

Based on the aforesaid results, I report that the Ordinary Business as contained in Item No. \$1 of the Notice, has been passed as Ordinary Resolution.

#### ITEM NO. 02:

To appoint a director in place of Mr. Vipul Goel (DIN 00064274), Director, who retires by rotation, and being eligible, offers himself for re-appointment.

PARTICULA RS	REMOTE E- VOTING		E-VOT NG AT		TOTAL		PERCENTA GE
	NUMB ER	VOTES	NUMB ER	VOTE	NUMB ER	VOTES	1301
Assent	52	3630093 5	۵	0	52	3630093	99.99%
Dissent	8	107	0	0	8	107	0.01%
Abstain	D	0	D	0	0	0	0
Total	60	363010 42	0	0	60	363010 42	100%

Based on the aforesaid results, I report that the Ordinary Business as contained in Item No. 02 of the Notice, has been passed as Ordinary Resolution.



<sup>\*</sup> Mr. Vipul Goel being interested did not vote.

#### **ITEM NO. 03:**

To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2022.

PARTICULA RS	CULA REMOTE E- E-VOTING AT AGM		TOTAL		PERCENTA GE (%)		
	NUMB ER	VOTES	NUMB ER	VOTE	NUMB ER	VOTES	
Assent	53	3630 <b>9</b> 95	0	0	53	3630095 1	99.99%
Dissent	8	107	0	0	8	107	0.01%
Abstain	0	0	0	0	0	0	0
Total	61	363010 58	0	0	61	363010 58	100%

Based on the aforesaid results, I report that the Special Business as contained in Item No. 03 of the Notice, has been passed as **Ordinary Resolution** 

#### ITEM NO. 04:

Re-Appointment of Mr. Jagdeep Dhawan (DIN: 00778235) as an Independent Director of the Company

PARTICULA RS	REMOTI		E-VOTING AT		TOTAL		PERCENTA GE
	NUMB ER	VOTES	NUMB ER	VOTE	NUMB ER	VOTES	(%)
Assent	53	3630095 1	0	0	53	3634095	99.99%
Dissent	8	107	0	0	8	107	0.01%
Abstain	0	0	0	0	0	0	0
Total	61	363010 58	0	0	61	363010 58	100%

Based on the aforesaid results, I report that the Special Business as contained in Item No. 04 of the Notice, has been passed as **Special Resolution**.

#### ITEM NO. 05:

Re-Appointment of Mrs. Richa Gupta (DIN: 07481646) as an Independent Woman Director of the Company

PARTICULA	REMOTE	E -	E-VOTI	NG AT	TOTAL		PERCENTA GE
,,,	10.11		Adire				(%)
	NUMB ER	VOTES	NUMB ER	YOTE	NUMB ER	VOTES	



Total	61	363010 58	0	0	61	363010 58	100%
Abstain	0	0	0	0	-0	0	0
Dissent	8	1.07	0	0	8	107	0.01%
Assent	.53	3630095	0	Ü	53	<b>3630099</b>	99.99%

Based on the aforesaid results, I report that the Special Business as contained in Item No. 15 of the Notice, has been passed as Special Resolution.

#### ITEM NO. 06:

To approve re-appointment of Mr. Sameer Goel (DIN: 00161786) as the Chairman and Managing Director of the company liable to retire by rotation.

PARTICULA RS	REMOTE E- VOTING		E-VOTING AT		TOTAL		PERCENTA GE (%)
	NUMBE R	VOTES	NUMBE R	VOTE	NUMBE R	VOTES	
Assent	53	616357	0	D	53	616357	99.99%
Dissent	8	107	0	0	8	107	0.01%
Abstain	0	0	0	Q	0	0	0
Total	61	616367 7	0	0	61	616367 7	100%

Based on the aforesaid results, I report that the Special Business as contained in Item No. 06 of the Notice, has been passed as Special Resolution.

\* Mr. Sameer Goel being interested did not vote.

Thanking Yeu,

For N. K. Chandok & Associates

Company Secretaries

Navneet Kauf (Scrutinizer) FCS-10055

COP-12930 UDIN:F010055C001033000

Date: 29:09.2021 Place: Delhi Countersigned by Chairman

KIMIA BIOSCIENCES LIMITED