



Vineet Laboratories Limited

Regd.Office: SY. No. 11/A3, Saheb Nagar, Kurdu Vill, Chintal Kunta, Eshwaramma Nilayam, L B Nagar Hyderabad.

CIN- L24304TG2016PLC112888

Phone: 040-24128833; Email Id: cs@vineetlabs.co.in; Website: vineetlabs.co.in

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

VOTING STARTS ON	VOTING ENDS ON
9:00 a.m. (IST) on Tuesday, May 27, 2025	5:00 p.m. (IST) on Wednesday, June 25, 2025

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013, ('Act') read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') and General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ('MCA') (collectively the 'MCA Circulars') and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) to transact the special businesses as set out hereunder by passing Special Resolutions, by way of postal ballot by way of remote e-voting only ("E-Voting").

An Explanatory Statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, 2013 pertaining to the resolutions, setting out the material facts and reasons thereof and additional information as required under the Listing Regulations, is appended to this Postal Ballot Notice.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s) as on Monday, May 19, 2025 ("Cut-off Date").



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The Board of Directors has appointed Mr. Jineshwar Kumar Sankhala, Practicing Company Secretary (M. No. A21697; C P No. 18365), as the Scrutinizer for conducting the Postal Ballot / e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for facilitating e-voting. The Company has made necessary arrangements with Venture Capital and Corporate Investments Private Limited, Registrar and Share Transfer Agent ("RTA") to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at <https://vineetlabs.co.in/Notice-of-Postal-Ballot.html>.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes, forming part of the Notice **not later than 17.00 Hours (IST) on June 25, 2025**. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by the Chairman. The results of postal ballot will be announced on or before June 27, 2025. The results declared along with the Scrutinizer's report would be displayed at the Registered and Corporate Office of the Company and shall be submitted with the BSE Limited and National Stock Exchange of India Limited where the shares of the Company are presently listed. Additionally, the results will also be displayed on the Company's website at <http://vineetlabs.co.in/> and on website of CDSL at <https://www.evotingindia.com>.

The last date of e-voting, i.e. June 25, 2025, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.



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SPECIAL BUSINESS

1. Appointment of Mr. Rajesh Kumar Kathulla (DIN: 05349717) as a Whole Time Director of the Company

To consider and pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197, 203 and other applicable provisions of the Companies Act, 2013(“The Act”) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(“Listing Regulations”), (including statutory amendments or re-enactments thereof for the time being in force), and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Board of the Directors of the company, Mr. Rajesh Kumar Kathulla (DIN: 05349717) who was appointed as an Additional Director and designated as Whole Time Director of the Company effective May 14, 2025, be and is hereby appointed as a Whole Time Director (Key Managerial Personnel) of the Company for a period of 3 (Three) years commencing from May 14, 2025 and ending on May 13, 2028 and shall be liable to retire by rotation, on such terms and conditions including remuneration as detailed in the Explanatory Statement annexed to this Notice.”

“RESOLVED FURTHER THAT the Board (which will include its committee thereof) be and is hereby authorized to fix, vary and / or revise the remuneration of Mr. Rajesh within the limits permissible under the Act.”

2. Increase of Authorised Share Capital and consequent alteration to Clause V of the Memorandum of Association of the Company

To consider and pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 13, 61, 64 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), pursuant to the Memorandum of Association of the Company and approval of the Board of the Directors, the consent of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from the existing Rs.10,81,00,000/- (Rupees Ten Crore and Eighty One Lakh Only) consisting of 1,08,10,000 (One Crore Eight Lakh and Ten Thousand Only) equity shares of face value Rs.10/- each to Rs 20,00,00,000/- (Rupees Twenty Crore Only) consisting of 2,00,00,000 (Two Crore Only) equity



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shares of face value Rs.10/- each by creation of additional 91,90,000 (Ninety-One Lakh and Ninety Thousand) equity shares of face value Rs.10/- each, and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following :

“V. The Authorized Share Capital of the Company is Rs.20,00,00,000 divided into 2,00,00,000 equity shares of Rs. 10/- each, with the rights, privileges and conditions attached thereto as are provided by the Regulations of the company for the time being, with power to increase or reduce the Capital of the Company and to divide the Shares in the Capital for the time being into several classes and attach thereto respectively, subject to the laws for the time being in force, such rights, privileges or conditions as may be determined by or in accordance with the Regulations of the Company and to vary, modify, abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Regulations of the company.

By order of the Board of Directors
For Vineet Laboratories Limited

Date: May 21, 2025

Place: Hyderabad

Sd/-
Gaddam Venkata Ramana
Managing Director
DIN: 00031873

NOTES:

1. The explanatory statement, pursuant to the provisions of Section 102(1) read with Section 110 of the Act read with the Rules, stating all material facts and the reason/ rationale for the proposal is annexed herewith.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the Register of Members / Register of Beneficial Owners received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants/ Depositories as on May 19, 2025 (“Cut-Off Date”). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution



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is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Therefore, physical copy of the Notice along with Postal Ballot Forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the e-voting system.

3. Subject to the provisions of the Articles of Association of the Company, voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
4. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., June 25, 2025. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
5. This Postal Ballot Notice will also be available on the Company's website at <https://vineetlabs.co.in/Notice-of-Postal-Ballot.html>, website of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL at <https://www.evotingindia.com>.
6. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at <http://vineetlabs.co.in/images/pdf/other-information/Form%20ISR-1.pdf>) duly filled in and signed along with requisite supporting documents to Venture Capital and Corporate Investments Private Limited, "AURUM", D No.4-50/P-II/57/4F & 5F, 4th & 5th Floors, Plot No.57, Jayabheri Enclave Phase – II, Gachibowli, Serilingampally, Hyderabad – 500 032. Ranga Reddy Dist., Telangana.
7. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended ("SEBI Master Circular"), and SS-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolution electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.



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8. The e-voting period commences at 9:00 a.m. (IST) on Tuesday, May 27, 2025 and ends at 5:00 p.m. (IST) Wednesday, June 25, 2025.

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.

9. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the Members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to cs@vineetlabs.co.in

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Tuesday, May 27, 2025 [9.00 A.M]** and ends on **Wednesday, June 25, 2025 [5.00 P.M]**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **May 19, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.



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In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.



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<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.



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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</p>



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Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.



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- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; jinesh211@gmail.com / investorcomplaints@vineetlabs.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911



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All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO.1: -

Subject to the approval of shareholders, the Board of Directors appointed Mr. Rajesh Kumar Kathulla (DIN: 05349717) as an Additional Director, designated as Whole Time Director (Key Managerial Personnel) of the Company effective May 14, 2025 for a period of three years ending on May 13, 2028.

But, as per Regulation 17 (1C) of the Listing Regulations, the Company shall obtain the approval of shareholders for appointment of a person on the Board in the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Hence, the Board of Directors in its meeting held on May 21, 2025 has resolved to obtain approval from shareholders through postal ballot for the appointment of Mr. Rajesh as a Whole Time Director of the Company as mentioned in item no.1 of the notice with no remuneration and sitting fees.

Further, Mr. Rajesh submitted that he is not disqualified to act as Director as per the provisions of Section 164 of the Companies Act, 2013, confirmed that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority and disclosed under Regulation 7 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 that he holds 49,907 equity shares of the Company.

His appointment on the Board will help the Company to benefit from his insights while bringing fresh energy and innovative ideas.



Vineet Laboratories Limited

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CIN- L24304TG2016PLC112888

Phone: 040-24128833; Email Id: cs@vineetlabs.co.in; Website: vineetlabs.co.in

Broad particulars of the terms of appointment of and remuneration payable are as under as required to be disclosed under Schedule V to the Companies Act, 2013:

I. General Information

Nature of industry	Pharmaceutical Industry	
Date or expected date of commencement of commercial production	The Company was originally incorporated as Vineet Laboratories Private Limited in the year 2003. The same was merged with Ortin Laboratories Limited in the year 2011. The commercial production in Vineet Laboratories Private Limited commenced in February 2007.	
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
Financial performance based on given indicators - As per the Audited Financial Results for the FY ended on 31-03-2025	Particulars	Rs. (In Lakhs)
	Revenue from Operations	7,499.50
	Other Income	198.68
	Total Income	7,698.18
	Cost of materials consumed	6,376.84
	Employees benefit expenses	533.58
	Depreciation & amortization expenses	250.16
	Other Expenses	2,615.15
	Total Expenses	9,775.73
	Profit before tax	-2,077.55
Foreign investments or collaborations, if any	None	

II. Information about the appointee

Background details	Mr. Rajesh Kumar Kathulla is a B.Tech (Computer Science) with over 10 years of extensive experience in administration, finance, and business management. Strategic leader with expertise in business development, risk mitigation, and building high performing teams through strong organizational administration and Professional networking skills.
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Past remuneration	Not Applicable
Recognition or awards	-
Job profile and his suitability	Following a distinguished 10 year long extensive experience in in administration, finance, and business management, Mr. Rajesh is well suited to drive the performance of the company as a Whole Time Director.
Remuneration proposed	Nil
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Not Applicable
Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any	He is not related to any of the Directors and Key Managerial Personnel of the Company.

III. Other Information

Reasons of loss or inadequate profits	The lingering effects of the COVID-19 pandemic, combined with increased competition from new market entrants, created significant challenges for the business. Additionally, low inventory turnover adversely affected the company's liquidity.
Steps taken or proposed to be taken for improvement	The Company has taken significant steps (i) to enhance operational efficiency, (ii) for cost optimization, (iii) to improve inventory management, and (iv) for strategic collaborations.
Expected increase in productivity and profits in measurable terms	The Company aims to enhance productivity by increasing plant utilization and improving inventory turnover, thereby boosting operational efficiency. Cost optimization and new product launches are expected to raise annual revenues by Rs.50 Crores and a net profit of Rs.3–4 crore within two years.

Details of Mr. Rajesh pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"); and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Postal Ballot Notice.



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The Board recommends the Special Resolution set out at Item No. 1 of the Notice for approval of the Members.

Except Mr. Rajesh Kumar Kathulla, none of the Directors, Key Managerial Personnel or their relatives, beyond the shares held by them, is concerned or interested, financially or otherwise, in the said resolution.

ITEM NO.2: -

In view of the current trends of the company, there may be a proposed capital infusion for working capital requirements and general corporate purposes, etc. Therefore, in this respect, the authorised share capital of the Company is proposed to be increased to facilitate such capital infusion.

It is proposed to increase the Authorised Share Capital of your Company from Rs.10,81,00,000/- (Rupees Ten Crore Eighty-one Lakh Only) consisting of 1,08,10,000 (One Crore Eight Lakh Ten Thousand Only) equity shares of face value Rs.10/- each to Rs 20,00,00,000/- (Rupees Twenty Crore Only) consisting of 2,00,00,000 (Two Crore Only) equity shares of face value Rs.10/- each.

The increase in the authorised share capital of the Company will also require consequential amendment to Clause V of the Memorandum of Association of the Company.

Therefore, approval of the Members is required to be obtained to increase the authorised share capital of the Company and consequently alter the Memorandum of Association of the Company, as per the applicable provisions of the Companies Act, 2013.

A copy of the Memorandum of Association of the Company along with proposed alteration is available for inspection by Members of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives, beyond the shares held by them, is concerned or interested, financially or otherwise, in the said resolution.

By order of the Board
For Vineet Laboratories Limited

Date: May 21, 2025

Place: Hyderabad

Sd/-
Gaddam Venkata Ramana
Managing Director
DIN: 00031873



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DETAILS OF DIRECTOR SEEKING APPOINTMENT

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of the director	Rajesh Kumar Kathulla
Director Identification Number	05349717
Date of Birth (Age)	05/08/1988 (36 years)
Date of first appointment on the Board	14/05/2025 as Additional Whole Time Director
Educational Qualification	B. Tech (Computer Science)
Experience (including expertise in specific functional areas) / Brief Resume	He has over 10 years of extensive experience in administration, finance, and business management. He being a strategic leader with expertise in business development, risk mitigation, built high performing teams through strong organizational administration and Professional networking skills.
Directorships held in other companies (excluding foreign companies)	Stylesphere Collective Private Limited AKR Greenko Private Limited ARK Organic Farms Private Limited ARK Technologies Private Limited Dhaneesh Trade Ventures Private Limited Allure Sanctuary LLP
Membership / Chairmanships of committees across companies (excluding foreign companies)	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
No. of shares held in the Company either by self or as a beneficial owner	49,907 Equity Shares
Terms and Conditions of appointment / re-appointment along with details of remuneration sought to be paid and the remuneration last drawn	As per the Special Resolution set forth at Item No. 1 of this Notice
Name of listed entities from which the person has resigned in the past three years	Nil
Number of Meetings of the Board attended during the year 2024-25	Not Applicable