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Notice of the 10th Annual General Meeting

Monday, 30th November, 2026 · 11.00 A.M. (IST) · through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Notice is hereby given that the 10th Annual General Meeting of members of M/s. Vineet Laboratories Limited will be held on Monday, the 30th day of November, 2026 at 11.00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.
2. To appoint a director in place of Mr. Satyanarayana Raju Bhupathiraju (DIN: 02697880) who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of Statutory Auditor of the Company

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 139, 142, and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendations of the Audit Committee and the Board of Directors, M/s. SVRL & Co., Chartered Accountants (ICAI Firm Registration No. 016182S), holding a valid Peer Review Certificate issued by the Peer Review Board of the ICAI, be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of this Annual General Meeting until the conclusion of the 15th Annual General Meeting of the Company to be held in the year 2031, at such remuneration, out-of-pocket expenses, and other terms as may be mutually agreed between the Board of Directors and the Auditors, based on the recommendation of the Audit Committee.

RESOLVED FURTHER THAT Board of Directors of the Company, including any Committee thereof, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

SPECIAL BUSINESS:

4. Ratification of remuneration payable to Cost Auditors for the financial year 2026-27:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby ratifies the remuneration of Rs. 75,000/- (Rupees Seventy-Five Thousand only) plus out of pocket expenses and applicable taxes thereon, payable to M/s. Mannidi & Associates, Cost Accountants (Firm Reg No: 004252) Hyderabad, who have been appointed by the Board of Directors on the recommendation of the Audit Committee of Directors as the Cost Auditors of the Company to conduct the audit of cost records being maintained by the Company in respect of the Company's products for the financial year 2026-27."

5. Appointment of M/s Aakanksha Dubey & Co., Company Secretary as Secretarial Auditor of the Company:

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or reenactment(s) thereof for the time being in force and based on the recommendation of the Audit Committee and the Board of Directors, the consent of the Members be and is hereby accorded for the appointment of M/s. Aakanksha Dubey & Co., Practicing Company Secretaries (Firm Unique Code: S2025TS1021000 & Peer Review Certificate No. 3363/2023) as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years, from financial year 2026-27 to financial year 2030-31, at such remuneration (plus applicable taxes and out of pocket expenses at actuals) and on such terms and conditions as may be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

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

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 2(51), 196, 197, 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Articles of Association of the Company, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof), the consent of the Members be and is hereby accorded for the appointment of Mr. Rajesh Kumar Kathulla (DIN: 05349717) as Whole-Time Director of the Company for a period of five (5) years with effect from 21.07.2026, at a gross remuneration of Rs.4,00,000/- (Rupees Four Lakhs only) per month, on such terms and conditions as approved by the Nomination and Remuneration Committee and as set out in the Explanatory Statement annexed hereto.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Rajesh Kumar Kathulla, he shall be entitled to receive remuneration as minimum remuneration in accordance with the provisions of Section 197 read with Schedule V of the Companies Act, 2013, as approved by the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorised to modify, vary, or alter the terms and conditions of appointment and remuneration from time to time, up to the limits approved by the Members and in strict compliance with applicable laws.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.

7. Appointment of Mr. Avula Navaneeswara Reddy (DIN: 12001029) as a Non-Executive Non-Independent Director of the Company:

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a**n Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 152, 161, and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("Rules"), and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, as amended from time to time, and pursuant to the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as "the Board," which term shall be deemed to include any Committee constituted or to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution), Mr. Avula Navaneeswara Reddy (DIN: 12001029), who was appointed as an Additional Director of the Company in the Non-Executive, Non-Independent category at the Board meeting held on October 14, 2026, and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

For and on behalf of the Board of Directors
Vineet Laboratories Limited

Sd/-
Kathulla Rajesh Kumar
Whole Time Director
(DIN: 05349717)

Place: Hyderabad
Date: 04.11.2026

Notes:

1. Pursuant to the MCA Circulars and SEBI Circulars permitting Companies to conduct AGM through VC/OAVM. the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 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 08, 2021, Circular No. 03/2022 dated 05.05.2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024, General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, circular no. SEBI/ HO/ CFD/ PoD-2/P/ CIR/ 2023/ 4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024. Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the MCA Circulars granted certain relaxations and thus permitted the holding of Annual General Meeting ("AGM") of the companies through VC/OAVM viz. without the physical presence of the Members at a common venue. Hence in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA / SEBI Circulars, as applicable, the AGM of the Company is being held through VC / OAVM (e-AGM).
2. The Deemed Venue of the 10th AGM of the Company shall be its Registered Office.

3. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency for conducting the AGM and providing remote e-Voting and e-Voting facility for/during the AGM of the Company. The instructions for participation by Members are given in the subsequent notes.
4. Since the AGM will be held through VC, the Route Map is not annexed to this Notice. The registered office of the Company shall be deemed to be the venue for the AGM.
5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum of the AGM under Section 103 of the Act.
6. In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the AGM along with the Annual Report (viz. Financial Statement) for Financial Year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/R&T Agent. Members may note that the Notice and Annual Report for Financial Year 2025-26 will also be available on the Company's website https://vineetlabs.co.in/ , websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and https://nseindia.com respectively and on the website of R&T Agent of the Company viz. Venture Capital and Corporate Investments Private Limited at https://www.vccipl.com/.

   Alternatively, Member may send signed copy of the request letter providing the e-mail address, mobile number, self-attested PAN copy, DP ID (in case of electronic mode shares), folio No (in case of physical mode shares) via e-mail at the Email Id - online@vccipl.com for obtaining the Annual Report and Notice of e-AGM of the Company electronically.
7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
8. The facility of joining the e-AGM through VC / OAVM will be opened 15 minutes before and will remain open upto 15 minutes after the scheduled start time of the e-AGM, and will be available for 1000 members on a first-come first-served basis. This rule would however not apply to participation in respect of large Shareholders (Shareholders holding 2% or more shares of the Company), Promoters, Institutional Investors, Auditors, Key Managerial Personnel and the Directors of the Company including Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 24.11.2026 to 30.11.2026 (both days inclusive) for the purpose of AGM.
10. M/s Aakanksha Dubey & Co., Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the remote e-Voting/e-Voting process in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman, or any person authorised by him after completion of the scrutiny and the results of voting will be announced after the AGM of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM. The result will also be displayed on the website of the Company at https://vineetlabs.co.in and on the websites of the Stock Exchanges at www.bseindia.com, https://www.nseindia.com (where the Company is listed) and www.evotingindia.com (agency providing e-Voting facility).
11. Members of the Company under the category of Institutional/Corporate Shareholders are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email at aakanksha.shuklacs@gmail.com and the same should also be uploaded on the VC portal / e-Voting portal of CDSL.
12. Members who have not yet registered their e-mail addresses are requested to register the same with their DP in case the shares are held by them in demat mode and with RTA in case the shares are held by them in physical mode.
13. To register e-mail address for all future correspondence and update the bank account details, please follow the below process:

    a. Members holding shares in Demat mode can get their details registered/updated only by contacting their respective DP.
    b. Members holding shares in physical mode may register their email address and mobile number with the RTA by sending an e-mail request to the email ID online@vccipl.com. along with signed scanned copy of the request letter providing the email address and mobile number, self-attested copy of Permanent Account Number Card ("PAN") and copy of a share certificate for registering their email address. Additional details like name and branch of Bank along

with bank account type, bank account number, 9-digit MICR code, 11-digit IFSC code and scanned copy of cancelled cheque will be required for updating bank account details.

14. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in demat mode are, therefore, requested to submit their PAN to their DP. Members holding shares in physical mode are required to submit their PAN details to the RTA.

15. As per the provisions of Section 72 of the Companies Act, 2013 ("the Act"), the facility for submitting nomination is available for Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same with their DP in case the shares are held by them in demat mode, and to the RTA, in case the shares are held in physical mode.

16. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM:

A. VOTING THROUGH ELECTRONIC MEANS

i. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the e-Voting system on the date of the AGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.

ii. The remote e-Voting period commences on Friday, the 27th day of November, 2026 (9.00 A.M. IST) and ends on Sunday, the 29th day of November, 2026 (5.00 P.M. IST). During this period, Members holding shares either in physical mode or in demat mode, as on Monday, the 23rd day of November, 2026 i.e. cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. A person who is not a member as on the Cut-off date should treat Notice of this Meeting for information purposes only.

iii. The Members who have cast their vote by remote e-Voting prior to the AGM may attend/ participate in the AGM through VC but shall not be entitled to cast their vote again.

iv. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e., 23.11.2026

v. Any person or non-individual Shareholders (in physical mode/ demat mode) who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow the steps mentioned below.

vi. Login method for e-Voting and voting during the meeting for Individual Shareholders holding securities in demat mode.

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	a. Users who have opted for 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 URL for users to login to Easi / Easiest is https://web.cdslindia.com/ myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. b. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider ("ESP") i.e. CDSL, for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all ESP i.e. CDSL/NSDL/ Venture Capital and Corporate Investments Private Limited, so that the user can visit the ESP website directly.

Type of Shareholders	Login Method
	c. If the user is not registered for Easi/Easiest, option to register is available at https://web. cdslindia.com/ myeasi/Registration/EasiRegistration. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/ EvotingLogin. 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 provided links for the respective ESP i.e. CDSL where the e-Voting is in progress.
Individual Shareholders holding securities in Demat mode with **NSDL**	a. 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. b. 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. c. 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- CDSL and you will be re-directed to the CDSL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. d. 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. e. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. f. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. g. 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- CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in Demat mode) login through their **Depository Participants**	a. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. b. 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. c. Click on Company name or e-Voting service provider name -CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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.

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 022- 23058738 and 022-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

vii. Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.

a. The shareholders should log on to the e-voting website www.evotingindia.com.

b. Click on Shareholders tab/ module.

c. Now Enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Members holding shares in Physical Form should enter Folio Number registered with the Company.

d. Next enter the Image Verification as displayed and Click on Login.

e. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

f. If you are a first time user follow the steps given below:

Login type	For Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.
PAN	Enter your 10-digit alpha-numeric "PAN" issued by Income Tax Department. Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by RTA or contact RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	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. 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 as mentioned in instruction (iii).

g. After entering these details appropriately, click on "SUBMIT" tab.

h. Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in Demat mode 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 account 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.

i. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

j. Click on the EVSN for the relevant Vineet Laboratories Limited on which you choose to vote.

k. 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.

l. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

m. 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.

n. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

o. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

p. 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 and enter the details as prompted by the system.

q. Additional Facility for Non – Individual Shareholders and Custodians –For Remote e-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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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 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 at the email address viz; aakanksha.shuklacs@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

B. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC AND E-VOTING DURING THE AGM:

i. The procedure for attending AGM and e-Voting on the day of AGM is same as the instructions mentioned above for e-Voting.

ii. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

iii. The facility for joining the AGM shall open 15 minutes before the scheduled time for commencement of the AGM.

iv. The link for VC to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.

v. Shareholders who have voted through remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

vi. Shareholders are encouraged to join the Meeting through Laptops / iPad for better experience.

vii. Further Shareholders will be required to allow Camera (in case of speakers) and use Internet with a good speed to avoid any disturbance during the AGM.

viii. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

ix. Members (holding shares as on Cut-off date) who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, on or before 23.11.2026, from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at cs@vineetlabs.co.in. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

x. Only those Shareholders, who are present in the AGM through VC facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

xi. If any Votes are cast by the Shareholders through the e-Voting available during the AGM and if the same Shareholders have not participated in the meeting through VC facility, then the votes cast by such Shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the Shareholders attending the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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 on 022-23058542/43.

17. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act, shall be available for inspection during the AGM at e-Voting portal.
18. Statement pursuant to Section 102(1) of the Act, in respect of the Special Business to be transacted at the AGM along with details pursuant to SEBI Regulations and other applicable laws are annexed hereto. All documents referred to in the accompanying Notice and the Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to cs@vineetlabs.co.in.
19. The term 'Members' or 'Shareholders' has been used to denote Shareholders of Vineet Laboratories Limited.
20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two (2) working days of the AGM, and the same will be communicated to BSE Limited and the National Stock Exchange of India Limited.

For and on behalf of the Board of Directors
Vineet Laboratories Limited

Sd/-
Kathulla Rajesh Kumar
Whole Time Director
(DIN: 05349717)

Place: Hyderabad
Date: 04.11.2026

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No: 3 Appointment of Statutory Auditor of the company

M/s. SVRL & Co., Chartered Accountants (Firm Registration No. 016182S), is a reputed professional firm registered with the Institute of Chartered Accountants of India (ICAI). The firm possesses a robust multi-city footprint with a presence across 5 major locations in India, namely Kochi, Chennai, Hyderabad, Mumbai, and Vijayawada. The firm delivers a wide portfolio of professional corporate capabilities, which encompasses Audit & Assurance, Taxation, Accounting, and Risk Advisory services. The firm's practice carries extensive corporate experience in steering and handling the statutory audits of large global corporations, listed entities, and multinational companies.

M/s. NSVR & Associates LLP, Chartered Accountants, the previous Statutory Auditors of the Company, tendered their resignation effective September 29, 2026, creating a casual vacancy in the office of Statutory Auditors. To fill this casual vacancy, the Board of Directors, acting on the recommendation of the Audit Committee, appointed M/s. SVRL & Co., Chartered Accountants, to hold office until the conclusion of the ensuing Annual General Meeting (AGM).

M/s. SVRL & Co. have provided their formal eligibility certificate and written consent to be appointed as the regular Statutory Auditors of the Company for a continuous block of five (5) years. They have confirmed that their appointment, if approved by the shareholders at the ensuing AGM, will strictly adhere to the limits and criteria prescribed under Sections 139 and 141 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014.

In evaluating and recommending the regular appointment of M/s. SVRL & Co. to the shareholders for a full five-year tenure, the Audit Committee and the Board of Directors considered several core parameters, including:

- The high standards of performance demonstrated by M/s. SVRL & Co. during their interim tenure;
- The extensive professional experience of the firm in managing large corporate accounts and complex reporting environments;

- The competency, qualification, and scale of the leadership team and technical audit staff assigned to the Company's engagement; and
- The firm's institutional capabilities to seamlessly understand, scale, and evaluate the Company's business operations, internal control systems, and technological processes.

Consequently, the Board of Directors, pursuant to the recommendations of the Audit Committee, has approved the appointment of M/s. SVRL & Co. as the Statutory Auditors for a five-year term.

In compliance with the disclosure mandates specified under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the operational credentials and explicit remuneration terms concerning the proposed appointment are detailed below:

a. **Terms of Appointment:** M/s. SVRL & Co., Chartered Accountants, shall be appointed to hold the office of Statutory Auditors for a period of five (5) consecutive years, commencing from the conclusion of this AGM until the conclusion of the 15th AGM of the Company to be held in the financial year 2031-32 (covering the audit periods from FY 2026-27 to FY 2030-31).

b. **Proposed Audit Fees and Material Change Disclosures:** It is proposed to pay a statutory audit fee of Rs.12,00,000/- (Rupees Twelve Lakhs only) for the financial year 2026-27. This remuneration covers professional fees for the statutory audit of annual financial statements, quarterly standalone and consolidated financial results, limited review reporting, and the regular issuance of standard corporate compliance certificates required under the Companies Act, 2013, and SEBI regulations. This fee is exclusive of applicable statutory taxes and out-of-pocket expenses, which shall be reimbursed at actuals. The audit fees for the remaining fiscal years of the tenure shall be determined periodically by mutual agreement between the Board of Directors and the Auditors. There are no material changes or structural increases in the audit fee proposed for the new Statutory Auditors compared to the fees paid or payable to the outgoing auditors.

c. **Basis of Recommendation and Auditor Credentials:** The recommendation is based on M/s. SVRL & Co.'s independent professional credentials, market standing, peer review status, and their technical capacity to cater to listed operational requirements. The firm holds a valid Peer Review Certificate issued by the Peer Review Board of the ICAI, confirming compliance with rigorous domestic assurance quality frameworks.

The Board of Directors considers that the appointment of M/s. SVRL & Co. will be beneficial to the financial reporting frameworks of the Company. Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for the approval of the Members.

None of the Directors, Key Managerial Personnel (KMP) of the Company, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

Item No: 4 Ratification of remuneration payable to Cost Auditors for the financial year 2026-27:

Pursuant to Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is required to have the audit of its cost records by a cost accountant in practice. The Board, on the recommendation of the Audit Committee, at its meeting held on November 04, 2026, approved the appointment and remuneration payable to the cost auditors, M/s. Mannidi & Associates, Cost Accountants (Firm Reg. No: 004252), Hyderabad, to conduct the audit of the cost records of the Company for the financial year 2026-27, with a remuneration of Rs. 75,000/- (Rupees Seventy Five thousand only) plus out of pocket expenses and applicable taxes thereon M/s. Mannidi & Associates, Cost Accountants (Firm Reg. No: 004252), Hyderabad, have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as approved by the Audit Committee and the Board of directors, needs to be ratified by the members of the Company. Accordingly, consent of the members is sought for ratification of the remuneration payable to the Cost Auditors for the financial year 2026-27.

None of the directors, key managerial personnel of the Company or their relatives are in any way deemed to be interested or concerned in this Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the notice for approval by the members.

Item No: 5 Appointment of M/s Aakanksha Dubey & Co., Practicing Company Secretaries, as Secretarial Auditor of the Company

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on August 07, 2025 have approved and recommended the appointment of M/s. Aakanksha Dubey & Co, Practicing Company Secretaries (Firm Unique Code: S2025TS1021000 & Peer Review Certificate No. 3363/2023) as Secretarial Auditors of the Company for a term of upto 5 (Five) consecutive years to hold office from Financial Year 2026-27 to Financial Year 2030-31.

The Audit Committee and the Board of Directors considered the following factors in recommending the appointment of M/s. Aakanksha Dubey & Co, as Secretarial Auditors of the Company:

a. background of the firm, their experience and competence in conducting secretarial audit of the Company; and

b. ability of the firm to understand the business of the Company and identify compliance of major laws and regulations applicable to the Company

c. the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI LODR Regulations with regard to the secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

Besides the secretarial audit services, the Company may also obtain certifications from Aakanksha Dubey & Co under various statutory regulations and certifications required by banks, statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee. The above fee excludes the proposed remuneration to be paid for the purpose of secretarial audit of subsidiaries, if any.

Accordingly, Members are requested to confirm the appointment of M/s. Aakanksha Dubey & Co, Practicing Company Secretary, as Secretarial Auditors of the Company, to conduct the Secretarial Audit for a period of 5(five) consecutive years i.e. FY 2026-27 to FY 2030-31.

The Board recommends an ordinary resolution set out at item number 5 of the accompanying notice for approval of Members

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No.: 6 Appointment of Rajesh Kumar Kathulla (DIN: 05349717) as a Whole time Director of the company

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 21.07.2026, approved the appointment of Mr. Rajesh Kumar Kathulla as Whole-time Director of the Company for a period of 5 (Five) years, along with the remuneration payable to him, subject to the approval of the members.

In accordance with Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of any person to the Board of Directors must be approved by the shareholders at the next General Meeting or within three months from the date of appointment, whichever is earlier. Accordingly, shareholder approval is sought for the appointment of Mr. Rajesh Kumar Kathulla as Whole-time Director of the Company for a period of 5 (Five) years.

While the Company's operations are profitable, the remuneration payable to Mr. Rajesh Kumar Kathulla (or the total managerial remuneration payable by the Company to its Directors, including the Managing Director and Whole-time Director, as well as its Manager) may exceed the limits specified under Section 197 read with Schedule V of the Companies Act, 2013. Hence, as a matter of abundant caution, the members are requested to consider and approve the remuneration payable to Mr. Rajesh Kumar Kathulla in accordance with the provisions of Section 197 and Section II of Part II of Schedule V of the Companies Act, 2013.

The information required under Section II of Part II of Schedule V of the Companies Act, 2013, is provided as an Annexure to this Notice. Additionally, a brief profile and other disclosures, as required under Regulation 36 of the SEBI (LODR) Regulations, 2015, and Secretarial Standard 2 issued by the ICSI, are also provided as an Annexure to this Notice.

Information in accordance with Schedule V of Companies Act, 2013

I. General information:

1	**Nature of Industry: Pharmaceuticals**
2	Date or expected date of commencement of commercial production: 10.11.2016
3	In case of new companies, expected date of commencement of business activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
4	Financial performance based on given indications

Particulars	2025-26 (Rs. in lakhs)	2024-25 (Rs. in lakhs)	2023-24 (Rs. in lakhs)
Turnover	5940.10	7499.50	15059.13
Net profit after Tax	111.08	-2019	102.71

5	Foreign investments or collaborations, if any: **Not Applicable**

II. Information about the appointee:

1.	**Background Details: Mr. Rajesh Kumar Kathulla is a Hyderabad-based entrepreneur and corporate director with over a decade of experience in promoter-driven ventures across diverse industries. He has led the incorporation and growth of businesses in renewable energy, organic agriculture, lifestyle, and media sectors, operating as a promoter-director. His portfolio reflects a strategic focus on sustainability, innovation, and diversified business development across emerging sectors**
2.	**Past Remuneration:** Nil
3.	**Recognition or awards:** Not Applicable
4.	**Job Profile and his suitability:** Keeping in mind the background details, past record and proficiency of Mr. Rajesh Kumar Kathulla, the Board is of the view that he is the most suitable person for the job
5.	**Remuneration proposed:** 4,00,000/- (Rupees Four Lakhs only) per month as gross remuneration, with authority to the Board of Directors to determine, alter, or vary the components of the remuneration package (including perquisites and allowances) within the overall approved limits.
6.	**Comparative remuneration profile with respect to industry, size of the Company profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin):** Taking into consideration of the size of the Company, the profile of Mr. Rajesh Kumar Kathulla and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial positions in other companies.
7.	**Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:** None
8.	**Names of Listed entities in which the person also holds the Directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years:** None

III. Other information:

1.	**Reasons for inadequate profits: The Company is in the mode of expansion of the business which generally requires spending lot of money upfront leading to minimal profits in the initial years. All this expenditure will result in to revenues over a period of next two to three years.**
2.	

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	Steps taken or proposed to be taken for improvement: Necessary efforts are being made to increase the clientele who in turn contribute for the growth of the business as well as the profitability. The company is planning to recruit new talent to meet the market demands of new technology solutions.
3.	**Expected increase in productivity and profit in measurable terms:** The Company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that financial position of the Company will improve further in near future.

Details of Directors seeking appointment at the Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	Mr. Rajesh Kumar Kathulla
DIN	05349717
Date of Birth	05.08.1988
Date of first appointment	Not Applicable
Board Meetings attended during the year	Not Applicable
Brief Resume, Qualification and Experience	Mr. Rajesh Kumar Kathulla is a Hyderabad-based entrepreneur and corporate director with over a decade of experience in promoter-driven ventures across diverse industries. He has led the incorporation and growth of businesses in renewable energy, organic agriculture, lifestyle, and media sectors, operating as a promoter-director. His portfolio reflects a strategic focus on sustainability, innovation, and diversified business development across emerging sectors
Expertise in specific functional area	Business development, Administration and operations.
Terms and conditions of appointment	Appointment as Whole-Time Director w.e.f. 21.07.2026 for a period of 5 years
Remuneration drawn, if any	Not Applicable

The Board recommends the resolution set out in Item No. 6 of this Notice for the approval of the members by way of a Special Resolution.

Except for Mr. Rajesh Kumar Kathulla and/or his relatives, none of the other Directors, Key Managerial Personnel (KMP) of the Company, or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of this Notice.

Item No: 7 Appointment of Mr. Avula Navaneeswara Reddy (DIN: 12001029) as a Non-Executive Non-Independent Director of the Company.

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on October 14, 2026 appointed Mr. Avula Navaneeswara Reddy as an Additional Director who shall hold office up to the date of the ensuing Annual General Meeting or within three months from his appointment, whichever is earlier, pursuant to the provisions of Section 161 of the Act and rules made thereunder and the Articles of Association of the Company.

The Nomination and Remuneration Committee (NRC), taking into consideration the skills, expertise, and competencies required for the Board in the context of the Company's business and sectors, and based on the performance evaluation, concluded and recommended to the Board that Mr. Avula Navaneeswara Reddy's qualifications and extensive experience meet the skills and capabilities required for the role of Non Executive Director, Non Independent Director of the Company. The Board is of the opinion that Mr. Avula Navaneeswara Reddy continues to possess the identified core skills, expertise, and competencies fundamental for effective functioning in his role as a Non-Executive Non-Independent Director of the Company.

Mr. Avula Navaneeswara Reddy has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated, which could impair or impact his ability to discharge his duties. Mr. Avula Navaneeswara Reddy

has confirmed that he is not debarred from holding the office of Director of the Company by virtue of any SEBI order or any other such authority.

Further, Mr. Avula Navaneeswara Reddy is not disqualified from being appointed as a Director under Section 164 of the Act and has given his consent to act as a Director.

Accordingly, it is proposed to appoint Mr. Avula Navaneeswara Reddy as a Non-Executive Non-Independent Director of the Company, who shall be liable to retire by rotation. The Board recommends an ordinary Resolution set out at item number 7 of the accompanying notice for approval of Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

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

Name of the Director	Mr. Avula Navaneeswara Reddy
DIN	12001029
Date of first appointment	14.10.2026
Board Meetings attended during the year	NA
Brief Resume, Qualification and Experience	Mr. Avula Navaneeswara Reddy (DIN: 12001029) holds a Degree and a Bachelor of Arts (B.A.) qualification. His educational background and knowledge are expected to contribute to the Board's deliberations and support the Company's overall growth and governance.
Expertise in specific functional area	Strategic decision-making, Equity research, and Investment Advisory
Terms and conditions of appointment	Appointment as Non-Executive Director (Non-Independent) w.e.f. 14.10.2026
Remuneration drawn, if any	Not Applicable
Relationships between Directors inter se	Except Mr. Avula Navaneeswara Reddy, Non-Executive Director, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise.
Name of the Listed entities in which the person also holds the directorship and the membership of the committees of the Board along with the Listed entities from which the person has resigned in the past three years*	NIL
Other Directorships, Membership/ Chairmanship of Committees of other Boards	NIL
Number of shares held in the Company	Mr. Avula Navaneeswara Reddy is not holding any equity shares of the Company as on date.

For and on behalf of the Board of Directors
Vineet Laboratories Limited
Sd/-
Kathulla Rajesh Kumar
Whole Time Director
(DIN: 05349717)

Place: Hyderabad
Date: 04.11.2026