

Ref: GLL/BoD/2025-26/July - 2

Date: July 07, 2025

To  
Board of Directors,  
**Gennex Laboratories Limited,**  
Corp Off; Akash Ganga, 04th Floor,  
Plot No. 144, Srinagar Colony,  
Hyderabad 500 073,  
Telangana State,  
India.

Respected Board Members,

**Sub: Notice of convening 2025-26/04 - Meeting of Board of Directors**

NOTICE is hereby given that the Meeting of the Board of Directors of Gennex Laboratories Limited to be held on Tuesday, the July 08, 2025 at 14.00 Hrs at the Corporate office of the Company situated at Akash Ganga, 04<sup>th</sup> Floor, Plot No. 144, Srinagar Colony, Hyderabad — 500 073, Telangana State, India, to transact the following business agenda.

<b>Item No.</b>	<b>Contents</b>
1.	Election of Chairman;
2.	Quorum of the meeting;
3.	Leave of absence, if any;
4.	To consider minutes of previous Board Meeting;
5.	Allotment of 55,00,000 Equity Shares upon Conversion of Warrants to the member of promoter group on Preferential basis
6.	To consider any other matter with permission of chair;

You are requested kindly to make it convenient to attend for the meeting.

Thanking you,

Yours faithfully,

**For Gennex Laboratories Limited**

**Dinesh Kumar Kejriwal**

Company Secretary & Compliance Officer

M. No. A/19293

**Gennex Laboratories Limited**

**NOTES TO AGENDA FOR THE MEETING OF BOARD OF DIRECTORS TO BE HELD ON TUESDAY, THE JULY 08, 2025 AT 14.00 HRS AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT AKASH GANGA, 04TH FLOOR, PLOT NO. 144, SRINAGAR COLONY, HYDERABAD — 500 073, TELANGANA STATE, INDIA.**

**Item No. 01: Election of Chairman;**

The Board of Directors present at the meeting to elect a chairman to conduct the proceedings of the meeting.

**Item No. 02: Quorum of the meeting;**

The Chairman to confirm the presence of a valid quorum.

**Item No. 03: Leave of absence, if any;**

To grant leave of absence in case any director is unable to attend the meeting.

**Item No. 04: To consider minutes of previous Board meeting;**

The Board of directors of the company shall consider and approve the minutes of the previous Board meeting minutes as may be placed before the meeting.

**Item No. 05: Allotment of 55,00,000 Equity Shares upon Conversion of Warrants to the member of promoter group on Preferential basis:**

**“RESOLVED THAT** pursuant to the provisions of Section 42 and 62(1)(c ) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, including any amendment thereto or statutory modification(s) or re-enactment(s) thereof for the time being in force, the regulations/guidelines, if any, issued /prescribed by the Government of India, the Securities Exchange Board of India (“SEBI”) including the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2009, as amended from time to time and such other statutes, notifications, clarifications, circulars, rules and regulations as may be applicable and relevant, as amended from time to time issued by the Government of India (“GOI”) and /or the Reserve Bank of India or any other authority and in accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, SEBI (Listing obligations and

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Disclosure Requirements) Regulations, 2015 and Listing Agreement entered into by the Company with the stock exchange(s) where the equity shares of the company (“Equity Shares”) are listed and all other concerned and relevant authorities from time to time, to the extent applicable and subject to such approvals of relevant statutory /government authorities as may be required and further subject to such terms and conditions or modifications thereto as may be prescribed by any of the above while granting such approvals and pursuant to the special resolution dated December 30, 2023 passed by shareholders of the company, the Board of Directors of the Company hereby accord its approval to issue and allot 55,00,000 (Fifty five Lakhs) Equity Shares of face value of Rs. 1/- (Rupee One only) each upon conversion of the warrants at an issue price of Rs.14.75/- (Rupees Fourteen and Seventy-Five Paise only) each, including premium of Rs.13.75/- (Rupees Thirteen and Seventy-five Paise only) each (as determined in accordance with the pricing guidelines prescribed under Chapter V of the SEBI ICDR Regulations, 2018) (the “Issue Price”), to the below mentioned allottee(s):

S. No	Allottee Name	Category	No of Securities	Amount
1	Premier Fiscal Services Private Limited	Promoter	55,00,000	Rs.8,11,25,000/-
<b>TOTAL</b>			<b>55,00,000</b>	<b>Rs.8,11,25,000/-</b>

**RESOLVED FURTHER THAT** the Equity shares so allotted under this resolution shall rank pari-passu with the existing Equity Shares of the Company and shall be entitled to such dividends and corporate benefits, if any, declared by the company after the allotment.

**RESOLVED FURTHER THAT** the Equity shares as mentioned above be allotted in dematerialised form and be credited into the beneficiary account of the allottee(s) as per instructions/request of the allottee(s).

**RESOLVED FURTHER THAT** all the Directors or Company Secretary of the Company be and are hereby severally authorised to take steps for payment of applicable Stamp Duty for the said allotment and to prepare, sign and/or execute application(s), document(s) and correspondence(s) in relation to the matter and to submit such paper(s), document(s), etc. to the concerned authority(ies) and to represent the Company in such matters and also to do all such other act(s), thing(s), deed(s), as may be required or deemed necessary in this regard.

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**RESOLVED FURTHER THAT** all the Directors or Company Secretary be and are hereby severally authorized for issuing instructions to National Securities Depositories Limited and Central Depository Services (India) Limited for the credit of the aforesaid Equity Shares to the designated demat accounts of the allottee(s), to the registrar and share transfer agent to record allottee(s) as the legal and beneficial owner of the aforesaid Equity Shares in the records of such depository and also to file return of allotment in Form PAS-3 with the Registrar of Companies for the purpose of giving effect to this resolution for and on behalf of the Company.

**RESOLVED FURTHER THAT** all the Directors or Company Secretary of the Company be and are hereby severally authorized to sign the listing application, trading application and any other document, agreement, undertaking of any kind for getting the equity shares so allotted, listed on BSE Limited and also for the purpose of admitting the shares for Electronic trading through the National Securities Depositories Limited and Central Depository Services (India) Limited (as the case may be).

**RESOLVED FURTHER THAT** a copy of the foregoing resolution duly certified by any one of the Directors or Company Secretary of the Company be forwarded to the concerned authorities and they be requested to act thereon.”

**Item No.06: To discuss any other matter with the permission of the chairman.**

Any other matter may be taken up with the permission of the Chairman.

Meeting to end with vote of thanks to all directors and invitees.

**For Gennex Laboratories Limited**

**Dinesh Kumar Kejriwal**

Company Secretary & Compliance Officer

M. No. A/19293

**Gennex Laboratories Limited**