

BBL/SECT/24/2025-26**Date: 13 August 2025**

To,

The Listing Department

National Stock Exchange of India Limited,

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex, Bandra (E),

Mumbai - 400 051

NSE Symbol: BANKA

Dear Sir/Madam,

Sub: Notice of 13th Annual General Meeting of Banka BioLoo Limited

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit a copy of Notice of the 13th Annual General Meeting of the Company scheduled to be held on Wednesday, 10 September 2025 at 3:00 PM (15:00 Hours) (IST), through video conferencing ("VC") / other audio-visual means ("OVAM"), in compliance with provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Ministry of Corporate Affairs and Securities and Exchange Board of India Circulars, which has been dispatched to the shareholders of the Company on 13 August 2025 along with Annual Report.

The said Notice forms part of the Annual Report 2024-25 which is available on the website of the Company at [Banka BioLoo Limited Annual Report 2024-25](#)

This is for your information and records.

Thank you,

For Banka BioLoo Limited**Nitika Lakhotia****Company Secretary & Compliance Officer***Encl: As above*

NOTICE

NOTICE is hereby given that the 13th Annual General Meeting of the members of Banka BioLoo Limited will be held on Wednesday, 10 September 2025, at 3:00 P.M. (1500 hours), through video conferencing ("VC") / other audio-visual means ("OAVM") to transact the following businesses:

I. ORDINARY BUSINESS

1. **To receive, consider and adopt the audited standalone financial statements and audited consolidated financial statements of the Company for the financial year ended 31 March 2025, together with the reports of the Board of Directors and the Auditors thereon.**

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

"RESOLVED THAT the audited standalone financial statements and audited consolidated financial statements of the Company, for the financial year ended 31 March 2025, and the reports of the Board of Directors and Auditors thereon, laid before this meeting, are considered and adopted.

RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to do all such acts, deeds, matters and things, as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution, and in connection with any matter incidental thereto."

2. **To appoint a Director in place of Mr. Sanjay Banka (DIN: 06732600), who retires by rotation, and being eligible, offers himself for re-appointment.**

*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 152 of the Companies Act, 2013, Mr. Sanjay Banka (DIN: 06732600), who retires by rotation at this meeting, and being eligible, offers himself for re-appointment, is re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution, and in connection with any matter incidental thereto."

II. SPECIAL BUSINESS

3. **To re-appoint Mr. Vishal Murarka (DIN: 06729485) as Executive Director, designated as Chief Executive Officer of the Company, for a period of 3 years, and approve the terms and remuneration of such appointment.**

*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 196, 197, 198, 203, and any other applicable provision of the Companies Act, 2013 ("Act"), and the rules framed thereunder (including any statutory modification or re-enactment thereof, for the time being in force), read with Schedule V of the Companies Act, 2013, Articles of Association of the Company, Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("SEBI LODR Regulations"/"Listing Regulations"), and other applicable provisions, if any, and based on the recommendation of the Nomination and Remuneration Committee of the Company and the Board of Directors of the Company, consent of the members of the Company is accorded for re-appointment of Mr. Vishal Murarka (DIN: 06729485) as Executive Director, designated as Chief Executive Officer of the Company, for a period of 3 (three) years, from 1 October 2025 to 30 September 2028 (both days inclusive), liable to retire by rotation, and to approve the terms and conditions of his appointment, including the remuneration in excess of the limits prescribed under the applicable provisions, as set out in the Explanatory Statement, annexed to this notice convening this meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deem to include any Committee of the Board) shall, be at full liberty to revise/alter/modify/amend the terms and conditions of the said appointment and/or remuneration, from time to time, in accordance with provisions of listing regulations, Sections 196, 197 and/or Schedule V of the Companies Act, 2013 thereof, and other applicable provisions for the time being in force.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the tenure of his service as Executive Director, the remuneration, as detailed herein, shall be paid to him as minimum remuneration, or such other remuneration, as may be agreed between the Board of Directors and Mr. Vishal Murarka, in accordance with applicable provisions of the Act and Listing Regulations, including Schedule V of the Act for the time being in force.

RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to do all such acts, deeds, matters and things, as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution, and in connection with any matter incidental thereto."

4. **To re-appoint Dr. Basava Raju Dumpala (DIN: 03303947) as a Non-Executive Independent Director for a second term having a tenure of 5 (five) years.**

*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 149, 150, 152, 160, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the rules made thereunder, Regulations 17 (1A) and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"/"Listing Regulations") and other applicable provisions, if any, (including any statutory modification, amendment or re-enactment thereof, for the time being in force), Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Dr. Basava Raju Dumpala (DIN: 03303947), who has attained the age of seventy-five (75) years and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom, the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, is re-appointed as Independent Director (Non-Executive) of the Company for a second term of 5 (five) years, from 17 September 2025 to 16 September 2030, whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, and/ or the Company Secretary, is authorized to do all such acts, deeds, matters and things, as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution, and in connection with any matter incidental thereto."

5. **To appoint Mrs. Geeta Goti (DIN: 06866598) as a Non-Executive Woman Independent Director for first term having a tenure of 5 (five) years.**

*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 149, 150, 152, 160, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the rules made thereunder, Regulations 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”/“Listing Regulations”) and other applicable provisions, if any, (including any statutory modification, amendment or re-enactment thereof, for the time being in force), Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mrs. Geeta Goti (DIN: 06866598), who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom, the Company has received a notice in writing from a Member under Section 160 of the Act, proposing her candidature for the office of Director of the Company, is appointed as Independent Director (Woman, Non-Executive) of the Company for a first term of 5 (five) years, from 17 September 2025 to 16 September 2030, whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, and/ or the Company Secretary, is authorized to do all such acts, deeds, matters and things, as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution, and in connection with any matter incidental thereto.”

6. To appoint Secretarial Auditor of the Company for a term of 5 (five) consecutive years.

*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 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or reenactment thereof for the time being in force), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amended Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Audit Committee and the Board of Directors of the Company, approval of members of the Company is accorded for appointment of M/s. P. S. Rao & Associates, Practicing Company Secretaries, a Peer Reviewed firm of Company Secretaries, as Secretarial Auditors of the Company, to hold office for the first term of five consecutive years from the conclusion of ensuing Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2030, to conduct secretarial audit from FY 2025-26 to FY 2029-30, on such remuneration as may be mutually agreed between the Board and the Secretarial Auditors in consultation with the Audit Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, and/ or the Company Secretary, is authorized to do all such acts, deeds, matters and things, as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution, and in connection with any matter incidental thereto.”

7. Approval of Material Related Party Transactions with Megaliter Varunaa Private Limited, subsidiary 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 188 and other provisions, if any, of the Companies Act, 2013, read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”/“Listing Regulations”), as amended

from time to time, and Company's policy on Related Party Transactions, and based on the recommendation of the Audit Committee and Board of Directors of the Company, consent of the members of the Company is accorded to enter into and/or carry out and/or continue contract(s)/ arrangement(s)/ transaction(s) with Megaliter Varunaa Private Limited, subsidiary company, such that the maximum value of such transaction(s) does not exceed, as specified and detailed in the table forming part of the Explanatory Statement, annexed to this notice, in the ordinary course of business and at arm's length basis, and on such terms and conditions, as mutually agreed between such related party and the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to do all such acts, deeds, matters, and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

8. To consider and approve, transactions under Section 185 of the Companies Act, 2013.

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

"RESOLVED THAT pursuant to provisions of Section 185 of the Companies Act, 2013, read with Section 186 of Companies Act, 2013, and rules made thereunder, including any statutory modification(s) or reenactment thereof, for the time being in force, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors of the Company, approval of shareholders of the Company is accorded for advancing loan and / or giving of guarantee(s), and / or providing of security(ies) in connection with any loan taken / to be taken from financial institutions / banks / insurance companies / other investing agencies or any other person(s) / bodies corporate by any company(ies) which are group companies, associate companies, joint venture companies or subsidiary companies of the Company or any other person in which any of the Directors of the Company is interested as specified in the explanation to Section 185 (2) of the Companies Act, 2013, of an aggregate outstanding amount not exceeding Rs. 50,00,00,000 (Rupees Fifty Crores Only), in its absolute discretion deem beneficial and in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to furnish guarantee and/ or provide security in respect of the Company's assets (s) in favour of the concerned banks/ financial institutions of the Borrower or their nominee(s)/ security trustee(s), as contractual comfort/ security for the borrower's obligations under financial assistances, in the form and manner set out in the respective sanction letters/ transaction documents and to do all such acts, deeds, matters, and things, as may be considered necessary, desirable or expedient to give effect to this resolution."

9. To consider and approve, to extend loan(s) and give guarantee(s) or provide securities in terms of provisions of Section 186 of the Companies Act, 2013.

*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 Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, including any statutory modification(s) or reenactment thereof, for the time being in force, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors of the Company, approval of shareholders of the Company is accorded, to give loans to any person or any other body Corporate and/ or give any guarantee or provide security in connection with a loan to any person or any other body Corporate and / or acquire by way of subscription, purchase or otherwise, the securities of any body corporate up to an aggregate amount not exceeding Rs. 50,00,00,000 (Rupees Fifty Crores Only), notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186(2) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company is authorized to furnish guarantee and/ or provide security in respect of the Company's assets (s) in favour of the concerned banks/ financial institutions of the Borrower or their nominee(s)/ security trustee(s), as contractual comfort/ security for the borrower's obligations under financial assistances, in the form and manner set out in the respective sanction letters/ transaction documents and 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
Banka BioLoo Limited**

NAMITA
SANJAY BANKA

Digitally signed by
NAMITA SANJAY BANKA
Date: 2025.08.11 11:05:35
+05'30'

**Namita Sanjay Banka
Managing Director
DIN: 05017358**

**Date: 8 August 2025
Place: Hyderabad**

Notes

1. An explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the special businesses to be transacted at the 13th Annual General Meeting, is annexed hereto as **Annexure I**.
2. The relevant details of the Directors seeking appointment/re-appointment at this AGM, as required in terms of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings (SS-2), issued by The Institute of Company Secretaries of India, are provided as **Annexure II** to this Notice.
3. The Ministry of Corporate Affairs ("MCA") vide its circulars dated General Circular Nos. 14/ 2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 20/2020 dated 5 May 2020 and subsequent circulars issued in this regard, latest being 09/2024 dated 19 September 2024 and all other relevant circulars issued from time to time ("hereinafter referred as MCA Circulars"), read with Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2024/133 dated 3 October 2024 issued by the Securities and Exchange Board of India ("SEBI"), from time to time (hereinafter collectively referred to as "the SEBI Circulars"), permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. Accordingly, the AGM of the Company is being convened and conducted through VC/OAVM.
4. The Company has enabled the members to participate in the 13th AGM without physical presence, through the VC/OAVM facility provided by Bigshare Services Private Limited ("Bigshare"). The instructions for participation by members are given in the subsequent paragraphs.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the MCA Circulars, the Company has provided the facility to the members to exercise their right to vote by electronic means through remote e-Voting and voting at AGM. The facility of casting votes by a member using remote e-Voting system as well as voting during the AGM will be provided by Bigshare. The process of remote e-Voting with necessary user ID and password is given in the subsequent paragraphs. Such remote e-Voting facility is in addition to the voting facility to be provided at/ during the 13th AGM being held through VC/OAVM.
6. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12 May 2020, Notice of the AGM, along with the Annual Report, is being sent only through electronic mode to those members whose email IDs are registered with the Company/depositories. Members may note that the Notice and Annual Report will also be available on the Company's website <https://www.bankabio.com>, website of National Stock Exchange of India Limited at www.nseindia.com respectively, and on the website of Bigshare, <https://ivote.bigshareonline.com/landing>.
7. To promote green initiative, members who have not registered their email IDs are requested to register/update the same with their depository participants (DPs) where they maintain their demat accounts.
8. The Company has fixed **3 September 2025** as the cut-off date ("the Cut-off Date") to determine the eligibility of members, to cast their vote by remote e-Voting, and voting during the 13th AGM, scheduled to be held on **10 September 2025** through VC/OAVM.
9. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners, maintained by the depositories as on the cut-off date, only shall be entitled to avail the facility of remote e-Voting or voting during the AGM.
10. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice, and holds shares as of the cut-off date i.e., **3 September 2025**, may obtain the login ID and password by sending an email to helpdesk.evoting@cdslindia.com or cs@bankabio.com with one's DP ID and Client ID.

11. As per the provisions of the MCA Circulars, members attending the 13th AGM through VC, shall be counted for the purpose of reckoning the quorum within Section 103 of the Companies Act, 2013.
12. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on **3 September 2025**.
13. The Company has appointed Mr. M Ramana Reddy, Practicing Company Secretary, (CP No. 18415) to act as the Scrutinizer, to scrutinize the e-Voting process and voting at the AGM, in a fair and transparent manner, and he has communicated his willingness to be appointed, and his availability for the same.
14. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in electronic form may obtain nomination forms from their respective depository participants (DPs). Members are requested to submit the said details to their DPs.
15. As per Section 105 of the Companies Act, 2013, and the rules made thereunder, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on one's behalf. Since the 13th AGM is being held through VC, as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 13th AGM, and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
16. In case of joint holder(s) attending the Meeting, only such joint holder who is higher in the order of names, will be entitled to vote.
17. In case of any query regarding the Annual Report, the members may write to cs@bankabio.com to receive an email response. The same will be replied by the Company, suitably. Documents referred to in this Notice will be made available for inspection through electronic mode, basis on the request being sent via email to cs@bankabio.com.
18. Members who wish to claim dividends, which remain unclaimed, are requested to either correspond with the Corporate Secretarial Department at the Company's corporate office or the Company's Registrar and Share Transfer Agent - Bigshare Services Private Limited for revalidation and encashment before the due dates. The details of such unclaimed dividends are available on the Company's website <https://www.bankabio.com/>. Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF"). In addition, all shares, in respect of which dividend has not been paid or claimed for seven consecutive years or more, shall be transferred by the Company to demat account of the IEPF Authority within a period of 30 days of such shares becoming due to be transferred to the IEPF.
19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, Register of Contracts or Arrangements in which directors are interested under Section 189 of the Companies Act, 2013 and a certificate from Secretarial Auditor certifying that "Banka BioLoo Limited Employees Stock Option Plan - 2023 is being implemented in accordance with, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB SE Regulations"), will be made available electronically for inspection by the members during the AGM.
20. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member, as soon as possible. Members are also advised not to leave their demat account(s) dormant for a long time. Periodic statement of holdings should be obtained from the concerned depository participant, and holdings should be verified from time to time.
21. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31 July 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 4 August 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated 31 July 2023 (updated as on 11 August 2023),

has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>.

22. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form.
23. Since the AGM will be held through VC/OAVM, the route map to the venue is not annexed to this Notice.
24. The AGM shall be deemed to be held at the corporate office of the Company at 5th Floor, Prestige Phoenix, 1405, Uma Nagar, Begumpet, Hyderabad - 500016.
25. Instructions for e-Voting and joining the AGM are as follows. Members can send their requests, if any, in this regard to cs@bankabio.com and ivote@bigshareonline.com
26. **The Instructions to the shareholders for remote e-Voting are as under:**

- (i) **e-Voting Period:** The voting period begins on **Sunday, 7 September 2025 at 09:00 am (IST)** and ends on **Tuesday, 9 September 2025 at 05:00 pm (IST)**. 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 **3 September 2025** may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- (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.

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.

- (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.

I. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of Shareholder	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, 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 https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link 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 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	<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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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

	<p>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 BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<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 or joining virtual meeting & voting during the meeting.</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.

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 22 55 33.
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.com or call at 022- 48867000.

II. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser <https://ivote.bigshareonline.com>
- Click on “LOGIN” button under the ‘INVESTOR LOGIN’ section to login on e-Voting platform.

- c) Please enter you '**USER ID**' (User ID description is given below) and '**PASSWORD**', which is shared separately on you register email ID.
- Shareholders holding shares in **CDSL demat account** should enter **16-digit Beneficiary ID** as user ID.
 - Shareholders holding shares in **NSDL demat account** should enter **8-character DP ID, followed by 8-digit client ID** as user ID.
 - Shareholders holding shares in **physical form** should enter **Event No. + Folio Number** registered with the Company as user ID.

Note: If you have not received any user id or password, please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- d) Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- e) If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and Click on '**Forgot your password?**'
- f) Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder has valid email ID, password will be sent to one's registered email ID).

Voting method for shareholders on i-Vote e-Voting portal:

- a) After successful login, **Bigshare e-Voting system** page will appear.
- b) Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- c) Select event for which you desire to vote under the dropdown option.
- d) Click on "**VOTE NOW**" option, which appears on the right top corner of the page.
- e) Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**", and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- f) Once you confirm the vote, you will receive confirmation message on display screen and also you will receive an email on your registered email ID. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is cast, it cannot be changed, subsequently.
- g) Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

III. Custodian registration process for i-Vote e-Voting Website:

- a) You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>

- b) Click on **“REGISTER”** under **“CUSTODIAN LOGIN”**, to register yourself on Bigshare i-Vote e-Voting Platform.
- c) Enter all required details and submit.
- d) After successful registration, message will be displayed with **“User ID and password will be sent via email on your registered email ID”**.

Note: If custodian has registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company, then they can use their existing user ID and password to login.

- e) If you have forgotten the password: Click on **‘LOGIN’** under **‘CUSTODIAN LOGIN’** tab and further Click on **‘Forgot your password?’**
- f) Enter **“User ID”** and **“Registered email ID”** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **‘RESET’**.

(In case a custodian has valid email ID, password will be sent to one’s registered email ID.)

Voting method for Custodian on i-Vote e-Voting portal:

- g) After successful login, **Bigshare e-Voting system** page will appear.

Investor Mapping:

- First, you need to map the investor with your user ID under **“DOCUMENTS”** option on custodian portal.
- Click on **“DOCUMENT TYPE”** dropdown option, and select document type power of attorney (POA).
- Click on upload document **“CHOOSE FILE”** and upload power of attorney (POA) or board resolution for respective investor and click on **“UPLOAD”**.

***Note:** The power of attorney (POA) or board resolution has to be named as the **“InvestorID.pdf”** (Mention demat account number as investor ID.)*

- Your investor is now mapped, and you can check the file status on display.

Investor vote file upload:

- To cast your vote, select **“VOTE FILE UPLOAD”** option from left side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required, and upload the same file under upload document option by clicking on **“UPLOAD”**. Confirmation message will be displayed on the screen and also you can check the file status on display. Once vote on a resolution is cast, it cannot be changed subsequently.
- Custodian can **“CHANGE PASSWORD”** or **“VIEW/UPDATE PROFILE”** under **“PROFILE”** option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholders other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

IV. INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM AND PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM:

- a) Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password). After successful login, **Bigshare E-voting system** page will appear. Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal. Select event for which you are desire to attend the AGM under the dropdown option. For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "**VIDEO CONFERENCE LINK**" option.
- b) Members are encouraged to join the meeting through Laptops for better experience and are requested to allow camera option and use Internet with a good speed to avoid any disturbance during the meeting.
- c) Members who would like to express their views/have questions, may send their questions in advance mentioning their name, demat account number, email id, mobile number at cs@bankabio.com **before 05:00 pm (IST) on Saturday, 6 September 2025**. The same will be replied by the company suitably.
- d) Members who would like to express their views/ ask questions as a Speaker at the AGM may preregister themselves by sending a request from their registered email ID mentioning their names, DP ID and Client ID, PAN and mobile number to cs@bankabio.com between **Saturday, 30 August 2025 (09:00 am IST)** and **Wednesday, 3 September 2025 (05:00 pm IST)**. Only those Members who have pre-registered themselves as Speakers will 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.
- e) Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM are as under:

- a) Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b) Only those members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted 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 in the AGM.
- c) Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338.

Scrutinizer's Report

1. The Scrutinizer shall, immediately, after the conclusion of e-Voting at the AGM, download the votes cast at the AGM, and thereafter unlock the votes cast through remote e-Voting, and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolutions have been carried or not, and such report shall, then, be sent to the Chairman or a person authorized by him, within two working days from the conclusion of the AGM, who shall then countersign and declare the result of the voting, forthwith.
2. The results, declared along with the report of the Scrutinizer, shall be placed on the website of the Company www.bankabio.com and on the website of Bigshare at <https://ivote.bigshareonline.com>, immediately after the declaration of results by the Chairman, or a person authorized by him. The results shall, also be, immediately, submitted to the National Stock Exchange.

CONTACT DETAILS

Company	Banka BioLoo Limited Phone: 8688825013 Email: cs@bankabio.com
Registrar and Transfer Agent (RTA)	Bigshare Services Private Limited Phone: 040 - 23374967 Email: bsshyd1@bigshareonline.com
Virtual Meeting/ e-Voting Agency	Bigshare Services Private Limited Email: ivote@bigshareonline.com
Scrutinizer	Mr. M Ramana Reddy Practicing Company Secretary Phone: 9059779006 Email: psrmrr2020@gmail.com / ramanareddyllm@gmail.com

Annexure I

EXPLANATORY STATEMENT IN PURSUANCE OF SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3

Mr. Vishal Murarka (DIN: 06729485), aged 50 years, belongs to the promoter group of the Company. He has over 20 years of rich and varied experience covering a range of industries across technology, infrastructure and real-estate. He collaborated in multilingual environment across markets in Asia, Europe and the US. Over the years, he brought in corporate governance best practices and spearheaded strategy and capital raising. Prior to Banka BioLoo, Vishal spent 4 years in Seoul, South Korea, working for a French MNC, where he led the company's growth in Korea, Taiwan and China. Vishal relocated to India in 2005 and served at TATA Group, Larsen & Toubro (L&T) and Piramal Group in multiple leadership positions. At L&T, he was part of the corporate strategy team leading a variety of projects across the infrastructure domain covering growth and exits. He also spearheaded the setup of L&T's real-estate business, as Head of Strategy and Business Development. Vishal was instrumental in multiple, multi-billion dollar real-estate transactions. At Piramal, he led Business Strategy, P&L, and owned budgets and annual operating plans. He was instrumental in the closure of a multi-billion dollar transaction and turnaround of Piramal's real-estate development projects. Vishal is a growth specialist and he earned his MBA in Marketing & Finance from the Indian School of Business (ISB). In addition, he holds an undergraduate degree in engineering.

Declaration pursuant to NSE Circular No. NSE/ CML/2018/24 dated 20 June 2018, has been obtained that the Director is not debarred from holding office of a director, by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

Based on the recommendation of the Nomination and Remuneration Committee, and the consent and disclosures from Mr. Vishal Murarka, subject to approval of members, the Board of Directors, in their meeting held on 8 August 2025, re-appointed Mr. Vishal Murarka as Executive Director, designated as Chief Executive Officer of the Company, for a period of 3 (three) years, from 1 October 2025 to 30 September 2028 (both days inclusive), and the said appointment and terms of appointment, including remuneration to be paid to him, requires approval of the shareholders.

Accordingly, in terms of the provisions of Sections 196, 197, and other applicable provisions of Companies Act, 2013, and rules made thereunder, and SEBI Listing Regulations, the Board of Directors recommend the resolution, as set out in Item No. 3 for the approval of the members by way of Special Resolution.

Terms of appointment

A. Period of appointment

Appointed for a period of 3 (three) years, w.e.f. 1 October 2025, subject to retirement by rotation.

B. Remuneration, benefits and perquisites

Maximum consolidated remuneration, up to Rs. 60,00,000 (Rupees Sixty Lakhs only) per annum, inclusive of any remuneration, directly or otherwise, or by way of salary and allowances, performance-based rewards/ incentives.

C. Other

Service Contract: Not Applicable. However, the above terms may be treated as memorandum setting out the terms of the appointment/re-appointment, as specified under Section 190 of the Companies Act, 2013. Personal accident and term life insurance, mediclaim coverage, notice period etc. will be as per Company's policy.

Additional disclosures, pursuant to the provisions of Schedule V of the Companies Act, 2013

a. Payment of remuneration is approved by a resolution passed by the Board and Nomination and Remuneration Committee of the Company, vide resolutions passed dated 8 August 2025.

b. Your Company has not defaulted on any due to any bank or public financial institution, non-convertible debenture holder, or other secured holder. Hence, the Company does not require prior approval of bank/or public financial institution /non-convertible debenture holder/other secured creditor.

c. Statement referred to in clause (iv) of Section II of Part II of the Schedule V of the Companies Act, 2013.

I. General information

(1) Nature of industry: *Human Waste Disposal Management*

(2) Date or expected date of commencement of commercial production: NA

(3) In case of new company, expected date of commencement of activities, as per project approved by financial institution(s), appearing in the prospectus: NA

(4) Financial performance based on given indicators:

(Amount in Lakhs, Rs. except EPS)

Financial Parameter	Financial years		
	2024-25	2023-24	2022-23
Total Revenue	5538.87	5,074.11	4,295.56
Total Expenses	5758.63	5,032.69	3,880.78
Net profit	(929.64)	32.65	307.64
Paid-up Capital	1087.42	1,084.66	1,084.66
Reserves & Surplus	2173.24	3,035.06	2,974.28
Earnings Per Share (EPS)	(8.57)	0.30	2.84

(5) **Foreign investments or collaborations, if any:** There is no foreign investment or collaboration in the Company.

II. Information about the appointee(s): *Provided in Annexure II to this Notice.*

III. Other information

(1) Reasons of loss or inadequate profits: Provision of Rs. 7.19 Crs. for impaired subsidiary investment, increased manpower costs due to high attrition and urgent hiring, delays in receivables leading to higher finance costs, and project execution delays from client side.

(2) Steps taken or proposed to be taken for improvement: Initiation of insolvency proceedings by non-performing subsidiary, optimizing workforce planning, strengthening receivables follow-up, and engaging closely with clients to expedite project milestones.

(3) Expected increase in productivity and profits in measurable terms: The management of the Company is expecting better financial results in the future by way of increasing profit margins and revenue.

Other required information about the salary, perquisite, bonus, service contract, notice period, etc. is given in Explanatory Statement, annexed to this Notice.

a. The brief resume and additional information of appointees, in pursuance of the provisions of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, have been given in *Annexure II* to this Notice.

b. The above explanatory statement (together with annexure thereto) shall be construed to be memorandum setting out the terms of the appointment/re-appointment, as specified in Section 190 of the Companies Act, 2013.

Mr. Sanjay Banka (Executive Chairman) and Mrs. Namita Sanjay Banka (Managing Director) are interested in the resolution set out at Item No. 3 of the Notice with regard to re-appointment of Mr. Vishal Murarka as Executive Director, designated as Chief Executive Officer of the Company.

Save and except the above, and Mr. Vishal Murarka, being the appointee Director and his relatives, none of the directors and/or and other key managerial personnel of the Company or their relatives are, in any way, deemed to be concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company.

Item No. 4

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company recommends re-appointment of Dr. Basava Raju Dumpala (DIN: 03303947) as a Non-Executive Independent Director of the Company, for a second term having a tenure of 5 (five) years from 17 September 2025 to 16 September 2030, whose office shall not be liable to retire by rotation.

The Company has received the necessary declarations from him, confirming that he meets the criteria, as provided in Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In terms of Regulation 25(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, he has confirmed that he is not aware of any circumstance or situation, which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. He is not disqualified from being appointed as a director within provisions of Section 164 of the Companies Act, 2013, and rules made thereunder nor debarred from holding the office of director, by virtue of any SEBI order or any other such authority. Further, he has also confirmed that he is compliant with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the databank of Independent Directors, maintained by the Indian Institute of Corporate Affairs. The Board, at its meeting held on 8 August 2025, perused the declarations and affirmed the same.

Declaration pursuant to NSE Circular No. NSE/ CML/2018/24 dated 20 June 2018, has been obtained that the director is not debarred from holding office of a director by virtue of any order, passed by the Securities and Exchange Board of India or any other such authority.

Pursuant to the provisions of Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, no listed entity shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of 75 (seventy-five) years, unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.

At the 8th Annual General Meeting held on 16 September 2020, the members approved, by passing a special resolution, the appointment of Dr. Basava Raju Dumpala as a Non-Executive Independent Director for a first term of 5 (five) years. He attained the age of 75 (seventy-five) years in 2022, i.e., during the mid-tenure of his appointment, for which the necessary approval was also obtained in accordance with applicable regulations. Hence, consent of the members, by way of Special Resolution, is also sought under Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, for re-appointment of Dr. Basava Raju Dumpala, who has attained the age of 75 (seventy-five) years. Hence, the Board of Directors of the Company recommends the resolution as set out as Item No. 4 as a Special Resolution.

Justification for re-appointment of Dr. Raju

Dr. Basava Raju Dumpala is a senior management professional who combines corporate leadership experience with an understanding of interpersonal dynamics. He has over 40 years' experience with Larsen & Toubro (L&T). As a member of the top management team of L&T, Dr. Raju helmed several key business and corporate functions. He was the Executive Vice President and Advisor to the Chairman, L&T. Among the business roles, Dr. Raju handled several sales and marketing functions. He consolidated the realty business portfolio of the company as the Director & Head of L&T Realty Limited. He led negotiations with the trade unions for wage settlements and to maintain harmonious and productive working environment at the company's campuses.

Dr. Raju has taught Industrial Marketing at National Institute of Industrial Engineering and S P Jain Institute of Management and Research, Mumbai. Dr. Raju's rich diversity of experience gave him a ring-side view of the top management and enabled him to acquire a thorough understanding of the leadership psyche. As an Executive Coach, he applies this understanding to help business executives realize their true potential. He has coached and mentored several senior executives from manufacturing, infrastructure, technology, finance and realty sectors.

In the opinion of the Board, Dr. Raju fulfils the conditions for his appointment as an Independent Director, as specified in the Act and SEBI guidelines, and is independent of the management. Your Board believes that Dr. Raju's induction on the Board will support in broadening the overall expertise of the Board.

A copy of the appointment letter, setting out the terms and conditions of his appointment shall be available on the website of the Company at www.bankabio.com and will be available for inspection, without any fee, by the members at the Company's corporate office, during business hours on working days up to the date of Annual General Meeting, and also at the Meeting.

The Board of Directors, accordingly, recommends the Special Resolution set out in Item No. 4 of the Notice, for the approval of the Members.

Save and except Dr. Basava Raju Dumpala (DIN: 03303947) and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the directors/ key managerial personnel, and their relatives are in any way, interested in or concerned, financially or otherwise in the resolution set out at Item No. 4.

Item No. 5

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company recommends appointment of Mrs. Geeta Goti (DIN: 06866598) as a Non-Executive Woman Independent Director of the Company, for a first term having a tenure of 5 (five) years from 17 September 2025 to 16 September 2030, whose office shall not be liable to retire by rotation.

The Company has received the necessary declarations from her, confirming that she meets the criteria, as provided in Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In terms of Regulation 25(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, she has confirmed that she is not aware of any circumstance or situation, which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties. She is not disqualified from being appointed as a director within provisions of Section 164 of the Companies Act, 2013, and rules made thereunder nor debarred from holding the office of director, by virtue of any SEBI order or any other such authority. Further, she has also confirmed that she is compliant with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the databank of Independent Directors, maintained by the Indian Institute of Corporate Affairs. The Board, at its meeting held on 8 August 2025, perused the declarations and affirmed the same.

Declaration pursuant to NSE Circular No. NSE/ CML/2018/24 dated 20 June 2018, has been obtained that the director is not debarred from holding office of a director by virtue of any order, passed by the Securities and Exchange Board of India or any other such authority.

Brief Profile

Mrs. Geeta Goti is a well-known name in HR Consulting, Corporate Governance and Labour Compliance. She Started career in Tribal development project of UNICEF in 1989 and later as Medico Social Worker at Nizam's Institute of Medical Sciences before moving to HR practice and held positions in major Corporate for three decades.

Her consulting experience is across various companies dealing with agriculture, airlines, FMCG, Banking, IT services and NGOs in countries like US, UAE, Mexico, China, Sri Lanka and extensively travelled in India. Geeta is one of the few professionals worked since year 2000 on Prevention of Sexual Harassment of Women at Workplace under the Vishaka Guidelines directed by Supreme Court much before the Act was passed in 2013. Currently she is nominated as a third-party member on the Internal Committee (IC) in several companies. She has redressed over 300 complaints as a third-party member sharing her expertise and guiding the Internal Committees.

Her academic qualifications include MSW (Masters in Social Work, 1988), Bachelor degree in Law (1992), has been associated with NHRD Hyderabad chapter as Life member; and as Secretary in 2000. She is selected as National President by Confederation of Women Entrepreneurs of India (COWE) for 2016-17, an NGO working on Women Empowerment. She is an advisor to few NGOs working towards livelihood and entrepreneur development.

She is a fellow of Institute of Director (international body on Corporate Governance) and nominated by Government of India as first Woman Independent Director on the Board of National Small Industries Corporation Limited (2017-2020), a Public Sector Enterprise under Ministry of MSME. A combination of expertise in Women related issues, Counseling, HR and Legal areas put her as eligible to be as an external member on the Internal Committees of the various organizations. She has addressed at various public events and in electronic media. She works as a mentor at Women Forum, Hyderabad City Security Council under the aegis of Hyderabad Police Commissionerate.

She was associated to our Company as an Independent Director from 2017 till 2020. Presently, she is associated with Kellton Tech Solutions Limited as an Independent Director on Board and also working as a consultant with various entities and associated with a Sariga Initiatives, a partnership firm, as a Partner.

In the opinion of the Board, Mrs. Geeta fulfils the conditions for her appointment as an Independent Director, as specified in the Act and SEBI guidelines, and is independent of the management. Your Board believes that her induction on the Board will support in broadening the overall expertise of the Board.

A copy of the appointment letter, setting out the terms and conditions of her appointment shall be available on the website of the Company at www.bankabio.com and will be available for inspection, without any fee, by the members at the Company's corporate office, during business hours on working days up to the date of Annual General Meeting, and also at the Meeting.

The Board of Directors, accordingly, recommends the Special Resolution set out in Item No. 5 of the Notice, for the approval of the Members.

Save and except Mrs. Geeta Goti (DIN: 06866598) and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the directors/ key managerial personnel, and their relatives are in any way, interested in or concerned, financially or otherwise in the resolution set out at Item No. 5.

Item No. 6:

In accordance with the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to annex with its Board's Report, a Secretarial Audit Report submitted by a Company Secretary in whole time practice. Further, pursuant to Regulation 24A of Securities and Exchange Board

of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity and its material unlisted subsidiaries incorporated in India shall undertake Secretarial Audit by a Secretarial Auditor who shall be a Peer Reviewed Company Secretary and shall annex a Secretarial Audit Report, with the annual report of the listed entity.

The said Regulation 24A was amended w.e.f. December 13, 2024 vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 and further provides that a Secretarial Audit firms can be appointed as Secretarial Auditor for not more than two terms of five consecutive years subject to obtaining shareholders' approval in its Annual General Meeting.

M/s. P. S. Rao & Associates, Practicing Company Secretaries, established in 1994. Since its inception, the firm has been dedicated to providing comprehensive secretarial, legal, and consultancy services to diverse clients including listed and unlisted companies, Joint Ventures, Multinational Corporations, wholly owned Subsidiaries of Foreign Companies, Private Companies, and other entities. With over three decades of experience, the team at P. S. Rao & Associates comprises experienced professionals, including Company Secretaries, Advocates, Insolvency Professionals, Impact Assessors (Social Auditors), Registered Valuers, Chartered Accountants, Cost & Management Accountants, and Merchant Bankers in delivering various aspects of corporate affairs, including Corporate Restructuring, Acquisitions, Initial Public Offer(s), Corporate Insolvency Resolution Process, Auditing, Due Diligence, etc. Further, they have furnished certificate of eligibility stating their confirmation that their appointment, if made, will be in accordance with the conditions prescribed under amended provisions of Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Section 204 and other relevant provisions of the Companies Act, 2013, read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and also confirmed that they hold a valid certificate of peer review issued by the Institute of Company Secretaries of India and also expressed their willingness to be appointed as Secretarial Auditors of the Company for first term of five consecutive years, from the FY 2025-26 to the FY 2029-30.

The Board of Directors of the Company at their meeting held on 28 May 2025, recommended appointment of M/s. P. S. Rao & Associates, Practicing Company Secretaries, who hold a valid certificate of peer review issued by the Institute of Company Secretaries of India, as Secretarial Auditors of the Company for first term of five consecutive years from the FY 2025-26 to the FY 2029-30. The proposed remuneration to be paid to Secretarial Auditors for the FY 2025-26 is Rs. 2,40,000/- (Rupees Two Lakhs Forty Thousand Only) excluding applicable taxes and out of pocket expenses. The remuneration for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee.

Accordingly, the Board of Directors recommends the resolution as set out at Item No. 6 of this Notice for approval of the Members of the Company as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel or their relatives are concerned or interested (to the extent of their shareholding in the Company, if any), financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

Item No. 7

Pursuant to the provisions of Section 188(1) of the Companies Act, 2013, read along with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, the related party transactions, as mentioned in clause (a) to (g) of the said section, require prior approval of the Board, and subsequently the members of the Company, which exceed such sum, as are specified in Rule 15(3) of the aforesaid rules.

Further, as required in Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all material related party transactions require prior approval of the shareholders. However, the said approval of shareholders for material related party transactions is not required for the transactions entered into between a holding company and its

wholly-owned subsidiary, whose accounts are consolidated with such holding company and placed before the shareholders at the general meeting for approval, in terms of Regulation 23(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In view of the changes in the threshold for determining the related party transactions that require prior shareholder approval, and considering the fact that the list of related parties' transactions can change dynamically, with no action on the part of the Company, and to facilitate seamless contracting and rendering/availing of products and services and other related party transaction, between the Company and such related party, the Company seeks the shareholders' approval for the said transactions by way of Ordinary Resolution, to approve entering into contracts/arrangements within the thresholds and conditions mentioned below.

All the contracts/arrangements and the transactions with "related parties" are reviewed and approved by the Audit Committee.

The particulars of related party transactions ("RPTs"), which are required to be stated in Explanatory Statement, as per Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014, and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22 November 2021, are as follows:

(Amount in Rs. Lakhs)

Details of Proposed Related Party Transactions u/s Section 188(1) of the Companies Act, 2013	
Name of the Related Party	Megaliter Varunaa Private Limited
Nature of Relationship	Subsidiary Company
Name of interest Director(s)/KMP	Company is a Promoter and Mrs. Namita Sanjay Banka (Managing Director) and Mr. Vishal Murarka (Executive Director and Chief Executive Officer) are directors in this Company.
Summary of information provided by the Management to the Audit Committee for approval of the proposed RPTs	
Name of the related party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise)	Megaliter Varunaa Private Limited is a subsidiary of the Company which operates as the infrastructure financing and delivery arm of the Company, offering a no-capex, subscription-based Sewage Treatment Plant-as-a-Service model for urban properties.
Type, material terms, monetary value and particulars of the proposed RPTs	
a) Sale, purchase or supply of any goods or materials	Rs. 2500 Lakhs
b) Availing or rendering of any services, directly or through appointment of agent	Rs. 2000 Lakhs
c) Selling or otherwise disposing of or buying property of any kind	Rs. 500 Lakhs
d) Leasing of property any kind	Rs. 100 Lakhs
e) Capital Contribution/Investment	Rs. 800 Lakhs
f) Loans, inter-corporate deposits or advances given	Rs. 1000 Lakhs
g) Giving Security in connection to loan	Rs. 1000 Lakhs
h) Guarantee (excluding performance guarantee), surety, indemnity or comfort letter, by whatever name called, made or given	Rs. 1000 Lakhs
Tenure	During FY 2025-26
Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed RPTs.	83.1% (Sale, purchase or supply of any goods or materials and availing or rendering of any services, directly or through appointment of agent)

Justification for the proposed RPTs	Megaliter Varunaa Private Limited, being a subsidiary of the Company, operates as the infrastructure financing and delivery arm of the Company, offering a no-capex, subscription-based Sewage Treatment Plant-as-a-Service model for urban properties. In line with its strategic objectives for expansion and revenue growth, the Company proposes to enter into aforesaid transactions with the said subsidiary. The aforementioned transactions will not only help both the companies to smoothen business operations but will also ensure a consistent flow of desired quality and quantity of various facilities for uninterrupted operations, and an increase in productivity. This, in turn, will contribute towards Banka BioLoo Group synergy sustainability and overall growth trajectory.
Details of proposed RPTs relating to any loan, inter-corporate deposit, advance or investment made or given by the Company or its subsidiary	
• Details of the source of funds in connection with the proposed transaction	In respect of capital contribution and loan: Own share capital / internal accruals and liquidity of the Company
• Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: - Nature of indebtedness - Cost of funds and - Tenure	Not Applicable
• Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Inter-corporate deposits shall not exceed the amount specified in the proposed resolution. - Category: unsecured - Tenure: up to 12 months - Interest rate: No loan shall be given under this section, at a rate of interest lower than the prevailing yield of one-year, three-year, five-year or ten-year government security, closest to the tenor of the loan - Repayable on demand
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	To meet the working capital requirement
Arm's length pricing and a statement that the valuation or other external report, if any, relied upon by the listed entity, in relation to the proposed transaction will be made available through registered email ID of the shareholder.	The pricing mechanism followed for recurring transactions is based on the past practices adopting arm's length principle criterion, based on the market price or alternative pricing method of relevant materials and/or services. Valuation report or other external report, as may be applicable, shall be obtained by the parties concerned. In the case of reimbursements / recoveries, same would be, basis actual cost incurred.
Name of the director or key managerial personnel ('KMP') who is related, if any, and the nature of one's relationship	Mrs. Namita Banka (Managing Director) and Mr. Vishal Murarka (Executive Director & Chief Executive Officer), are directors on the Board of Megaliter Varunaa Private Limited.
Any other information that may be relevant	All relevant information is mentioned in the Explanatory Statement, setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

The Board recommends the resolution set forth in Item No. 7 of the Notice for approval of the members, by passing an Ordinary Resolution. All related parties of the Company shall abstain from voting on the said resolution, pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mrs. Namita Sanjay Banka (Managing Director) and Mr. Vishal Murarka (Executive Director and Chief Executive Officer) are interested in the resolution set out in Item No. 7 of the Notice, with regard to this resolution.

No Director, except the one mentioned hereinabove, and key managerial personnel or their relative is, directly or indirectly, concerned or interested, financially or otherwise, in the resolution, as set out in Item No. 7 of the Notice.

Item No. 8

As per the provisions of Section 185(1) of the Companies Act, 2013, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person. However, as per provisions of Section 185(2) of the Companies Act, 2013, a company may advance any loan, including any loan represented by a book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution.

The management is of the view that the Company may be required to invest surplus funds, if available in its subsidiary and associate Companies or to any other body corporate(s) in which the Directors of the Company are interested, as and when required, and such financial assistance by way of loan or give guarantee or provide security in respect of loans taken by such any person, shall only be extended for their principal business activities. Hence, as an abundant caution, the Board decided to seek approval of the shareholders pursuant to provisions of Section 185(2) of the Companies Act, 2013 to provide financial assistance by way of loan or give guarantee or provide security in respect of loans taken by such any person, for their principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities.

The Board of Directors recommends resolution as set out in item No. 8 for approval of the members of the Company by way of passing a Special Resolution.

Mr. Sanjay Banka (Executive Chairman), Mrs. Namita Sanjay Banka (Managing Director) and Mr. Vishal Murarka (Executive Director and Chief Executive Officer) are interested in the resolution set out in Item No. 8 of the Notice, with regard to this resolution.

No Director, except the one mentioned hereinabove, and key managerial personnel or their relative is, directly or indirectly, concerned or interested, financially or otherwise, in the resolution, as set out in Item No. 8 of the Notice.

Item No. 9

As per provisions of Section 186(2) of the Companies Act, 2013, the Company shall not directly or indirectly: (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher. Further, pursuant to the provisions

of Section 186(3) of the Companies Act, 2013, where the aggregate of the loans and investment so far made, the amount for which guarantee or security so far provided to or in all other bodies corporate along with the investment, loan, guarantee or security proposed to be made or given by the Board, exceeds the limits specified in Section 186(2) of the Companies Act, 2013, no investment or loan shall be made or guarantee shall be given or security shall be provided unless previously authorised by a special resolution passed in a general meeting. Provided that where a loan or guarantee is given or where a security has been provided by a company to its wholly owned subsidiary company or a joint venture company, or acquisition is made by a holding company, by way of subscription, purchase or otherwise of, the securities of its wholly owned subsidiary company, the requirement of this sub-section shall not apply.

In view of the above and based on long-term business requirements, the Company may be required to provide loan, give guarantee or security, or subscribe or purchase securities of any body corporate, it is proposed to seek prior approval of shareholders under Section 186(2) of the Companies Act, 2013, to a sum not exceeding Rs. 50,00,00,000 (Rupees Fifty Crores Only), over and above the limits as specified in Section 186(2) of the Companies Act, 2013, at any point of time.

The Board of Directors recommends resolution as set out in item No. 9 for approval of the members of the Company by way of passing a Special Resolution.

Mr. Sanjay Banka (Executive Chairman), Mrs. Namita Sanjay Banka (Managing Director) and Mr. Vishal Murarka (Executive Director and Chief Executive Officer) are interested in the resolution set out in Item No. 8 of the Notice, with regard to this resolution.

No Director, except the one mentioned hereinabove, and key managerial personnel or their relative is, directly or indirectly, concerned or interested, financially or otherwise, in the resolution, as set out in Item No. 8 of the Notice.

**For and on behalf of the Board
Banka BioLoo Limited**

NAMITA
SANJAY BANKA

Digitally signed by
NAMITA SANJAY BANKA
Date: 2025.08.11
11:06:21 +05'30'

**Namita Sanjay Banka
Managing Director
DIN: 05017358**

**Date: 8 August 2025
Place: Hyderabad**

Annexure II

Details of Directors seeking appointment/re-appointment at the 13th Annual General Meeting

[Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standards - 2 issued by The Institute of Company Secretaries of India for Item No. 2, 3, 4 and 5 of 13th AGM Notice]

Name of the Director	<i>Mr. Sanjay Banka</i>	<i>Mr. Vishal Murarka</i>	<i>Dr. Basava Dumpala Raju</i>	<i>Mrs. Geeta Goti</i>
DIN	06732600	06729485	03303947	06866598
Date of Birth	11/08/1969	20/10/1974	01/06/1947	16/12/1965
Age	55 years	50 years	78 years	59 years
Date of Appointment on the Board	02/02/2014	01/11/2017	17/09/2020	17/09/2025
Date of Re-appointment on the Board	02/09/2024	01/10/2025	17/09/2025	-
Nationality	Indian	Indian	Indian	Indian
Qualifications	<ul style="list-style-type: none"> Bachelor of Arts from Mumbai University Bachelor of General Law from Veer Narmad South Gujarat University Master of Business Administration from Stuttgart Institute of Management and Technology, Germany 	<ul style="list-style-type: none"> MBA in Marketing & Finance from the Indian School of Business Undergraduate degree in engineering 	<ul style="list-style-type: none"> BE PhD 	<ul style="list-style-type: none"> Bachelors in Arts with specialization in Industrial Psychology, Sociology and English Literature Masters in Social Work Bachelors in Law Dip in Industrial Relations and Personnel Management
Background details/ brief resume/experience (including, expertise in specific functional area)	Mr. Sanjay Banka, aged 55 years, is the Executive Chairman of the Company. He has more than two decades of experience working in senior positions with MNCs, in areas of financial services, business and industry research on global companies across industries. His functional responsibility is developing industry networks for further business development, building national and international partnerships and	Mr. Vishal Murarka, is the Executive Director and Chief Executive Director of the Company. He has over 20 years of rich and varied experience covering a range of industries across technology, infrastructure and real-estate. He collaborated in multilingual environment across markets in Asia, Europe and the US. Prior to	Dr. Basava Raju Dumpala currently serving as a Non-Executive Independent Director of the Company. He is a senior management professional who combines corporate leadership experience with an understanding of interpersonal dynamics. He has over 40 years' experience with Larsen & Toubro (L&T). As a	Mrs. Geeta Goti is a well-known name in HR Consulting, Corporate Governance and Labour Compliance. She Started career in Tribal development project of UNICEF in 1989 and later as Medico Social Worker at Nizam's Institute of Medical Sciences before moving to HR practice and held positions in major Corporate for three decades.

	<p>collaborations, fund raising – nationally and globally, advocacy on water, sanitation and hygiene (WaSH). His diverse academic background spans sciences, humanities, human rights, law, and business management, providing a comprehensive perspective on society, the economy, technology, and sustainable development, particularly in the context of water, sanitation, and hygiene (WaSH). Mr. Sanjay Banka is acclaimed for his efforts on global and national WaSH advocacy, and is a member of such committees and councils, including in social entrepreneurship.</p>	<p>Banka BioLoo, he has spent 4 years in Seoul, South Korea, working for a French MNC, where he led the company's growth in Korea, Taiwan and China. He then, relocated to India in 2005 and served at TATA Group, Larsen & Toubro (L&T) and Piramal Group in multiple leadership positions. At L&T, he was part of the corporate strategy team leading a variety of projects across the infrastructure domain covering growth and exits. He also spearheaded the setup of L&T's real-estate business, as Head of Strategy and Business Development. At Piramal, he led Business Strategy, P&L, and owned budgets and annual operating plans.</p>	<p>member of the top management team of L&T, Dr. Raju helmed several key business and corporate functions. He was the Executive Vice President and Advisor to the Chairman, L&T. Among the business roles, Dr. Raju handled several sales and marketing functions. He consolidated the realty business portfolio of the company as the Director & Head of L&T Realty Limited. He led negotiations with the trade unions for wage settlements and to maintain harmonious and productive working environment at the company's campuses. Dr. Raju has taught Industrial Marketing at National Institute of Industrial Engineering and S P Jain Institute of Management and Research, Mumbai. Dr. Raju's rich diversity of experience gave him a ring-side view of the top management and enabled him to acquire a thorough understanding of the leadership</p>	<p>Her consulting experience is across various companies dealing with agriculture, airlines, FMCG, Banking, IT services and NGOs in countries like US, UAE, Mexico, China, Sri Lanka and extensively travelled in India. She is one of the few professionals worked since year 2000 on Prevention of Sexual Harassment of Women at Workplace under the Vishaka Guidelines directed by Supreme Court much before the Act was passed in 2013. Currently she is nominated as a third-party member on the Internal Committee (IC) in several companies. She has redressed over 300 complaints as a third-party member sharing her expertise and guiding the Internal Committees.</p> <p>Her academic qualifications include MSW (Masters in Social Work, 1988), Bachelor degree in Law (1992), has been associated with NHRD Hyderabad chapter as Life member; and as Secretary in</p>
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			<p>psyche. As an Executive Coach, he applies this understanding to help business executives realize their true potential. He has coached and mentored several senior executives from manufacturing, infrastructure, technology, finance and realty sectors.</p>	<p>2000. She is selected as National President by Confederation of Women Entrepreneurs of India (COWE) for 2016-17, an NGO working on Women Empowerment. She is an advisor to few NGOs working towards livelihood and entrepreneur development. She is a fellow of Institute of Director (international body on Corporate Governance) and nominated by Government of India as first Woman Independent Director on the Board of National Small Industries Corporation Limited (2017-2020), a Public Sector Enterprise under Ministry of MSME. A combination of expertise in Women related issues, Counseling, HR and Legal areas put her as eligible to be as an external member on the Internal Committees of the various organizations. She has addressed at various public events and in electronic media. She works as a mentor at Women Forum, Hyderabad</p>
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				<p>City Security Council under the aegis of Hyderabad Police Commissionerate.</p> <p>She was associated to our Company as an Independent Director from 2017 till 2020.</p>
Terms and conditions of Appointment/ Re-appointment	As mentioned in the resolution and Explanatory Statement	As mentioned in the resolution and Explanatory Statement	As mentioned in the resolution and Explanatory Statement	As mentioned in the resolution and Explanatory Statement
Remuneration, last drawn (including sitting fees, if any) (Amount in Lakhs)	Rs. 36 Lakhs	Rs. 45.20 Lakhs	Rs. 1.20 Lakhs (Sitting fees)	NIL
Remuneration proposed to be paid	As mentioned in the Explanatory Statement	As mentioned in the Explanatory Statement	Sitting fee of Rs. 10,000 per meeting (As decided by the Board, from time to time, pursuant to the limit provided under Companies Act, 2013)	Sitting fee of Rs. 10,000 per meeting (As decided by the Board, from time to time, pursuant to the limit provided under Companies Act, 2013)
Pecuniary relationship in the Company	Mr. Sanjay Banka does not have any other pecuniary relationship in the Company, except remuneration proposed / paid/ to be paid to him.	Mr. Vishal Murarka does not have any other pecuniary relationship in the Company, except remuneration proposed / paid/ to be paid to him.	NIL	NIL
Shareholding in the Company as on 31 March 2025	12,16,000 Equity Shares, holding 11.18%	11,63,640 Equity Shares, holding 10.70%	NIL	NIL
Directorship held in other Companies	1. Sustainable Sanitation Industry Association (Director) 2. Banka Earth Foundation (Director)	1. Megaliter Varunaa Private Limited (Managing Director) 2. Sai Banka SPV Private Limited (Director)	1. Hyderabad International Trade Expositions Limited (Independent Director) 2. Ace Urban Infocity Limited (Independent Director) 3. Ace Urban Hitech City Limited (Independent Director)	1. Kellton Tech Solutions Limited (Independent Director)

Directorship/ membership /chairmanship of Committees of the board of Banka BioLoo Limited	Executive Chairman	Executive Director and Chief Executive Officer and also a member of Stakeholders Relationship Committee	Non-Executive Independent Director, Chairperson and member of Nomination and Remuneration Committee and Stakeholders Relationship Committee and also a member of Audit Committee	NIL
Names of listed entities in which the person, also, is a director/ member / chairperson of committees of other Boards, as on 31 March 2025, along with details of resignation in past three years in listed entities	NIL	NIL	NIL	1. Kellton Tech Solutions Limited (Independent Director)
Number of board meetings attended during the financial year 2024-25	5 out of 5 meetings	4 out of 5 meetings	5 out of 5 meetings	Not Applicable
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 with respect to the country of origin)	Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities shouldered by Mr. Sanjay Banka, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.	Taking into consideration the size of the Company, the profile, knowledge, skills and responsibilities shouldered by Mr. Vishal Murarka, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.	NIL	NIL
Relationship with other Directors / Key Managerial Personnel/ Managers	<ul style="list-style-type: none"> • Mrs. Namita Sanjay Banka (Managing Director): Spouse • Mr. Vishal Murarka (Executive Director & Chief Executive Officer): Brother-in-law 	<ul style="list-style-type: none"> • Mrs. Namita Sanjay Banka (Managing Director): Sister • Mr. Sanjay Banka (Executive Chairman): Brother-in-law 	NIL	NIL

	Except as stated above, Mr. Sanjay Banka is not related to any other Director.	Except as stated above, Mr. Vishal Murarka is not related to any other Director.		
In the case of Independent Director, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable	Not Applicable	The skills and capabilities required for the role of Independent Director has been defined by the Nomination and Remuneration Committee and Board, in context of the Company's business. The Nomination and Remuneration Committee and Board reviewed domain skills, professional experience and industry exposure of Dr. Basava Dumpala Raju, Independent Director and concluded that he fulfils the skills/ expertise/ competencies, required in the context of the Company's business, to discharge his role as an Independent Director of the Company.	The skills and capabilities required for the role of Independent Director has been defined by the Nomination and Remuneration Committee and Board, in context of the Company's business. The Nomination and Remuneration Committee and Board reviewed domain skills, professional experience and industry exposure of Ms. Geeta Goti, proposed Independent Director and concluded that he fulfils the skills/ expertise/ competencies, required in the context of the Company's business, to discharge his role as an Independent Director of the Company.

**For and on behalf of the Board
Banka BioLoo Limited**

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Date: 2025.08.11
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**Namita Sanjay Banka
Managing Director
DIN: 05017358**