

VEEDA CLINICAL RESEARCH LIMITED

Notice is hereby given that the First Extra Ordinary General Meeting of the Members of **VEEDA CLINICAL RESEARCH LIMITED** for the FY 2025-26 will be held on Monday 16th June, 2025 at 1100 hours at the Corporate Office of the Company situated at Satyamev Corporate, Near Shalin Bungalows, Corporate Road, Prahladnagar, Ahmedabad - 380015, Gujarat to transact the following Businesses:

SPECIAL BUSINESS:

SPECIAL RESOLUTION

1) GRANT OF INTER CORPORATE LOAN TO BIONEEDS INDIA PRIVATE LIMITED, A SUBSIDIARY COMPANY

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

“RESOLVED THAT as recommended by the Audit Committee and Board, pursuant to the provisions of Section 179, 185, 186 read with Companies (Meeting of Board and its Powers) Rules, 2014 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 re-enactment thereof for the time being in force), consent of the Members be and is hereby accorded to grant Inter Corporate Loan to M/s. Bionees India Private Limited, a Subsidiary Company, up to a maximum amount of INR 10,00,00,000/ (Rupees Ten Crores Only) at the rate of interest as may be mutually agreed between the Companies, notwithstanding that the aggregate of the loan given or to be given by the Company may collectively not exceeding the limits prescribed under Section 186(2) of the Companies Act, 2013, upon such terms and conditions as may be mutually agreed upon between the Companies;

RESOLVED FURTHER THAT Dr. Mahesh Bhalgat, Managing Director or Mr. Nirmal Bhatia, Company Secretary & Chief Financial Officer of the Company, be and is hereby individually and severally authorized to represent, sign / e-sign, e-file all e-forms to the, Registrar of Companies, RBI FIRMS portal registration, any government body, semi government body/authority, Corporations, Institutes, joint venture agreement, technical agreement and all related forms, letters, share certificates, etc. and to do the necessary acts, deeds, negotiate, approve, authorize, empower, give power of attorney to any officer of the Company, nominate any officer/person of the Company to do so, sign any forms, letters, agreements, etc. and do all such acts as may be necessary to appear before and represent the Company with all statutory bodies as required.”

SPECIAL BUSINESS:


ORDINARY RESOLUTION

2) APPOINT MR. GEORGIOS KOUVATSEAS (DIN: 11019257), AS A NOMINEE DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with, the Articles of Association of the Company (including any statutory modification/(s) or re-enactment/s thereof for the time being in force), Mr. Georgios Kouvatsas (DIN – 11019257) who is not disqualified under Section 164(2) of the Companies Act and who has submitted a declaration that he meets the criteria for appointment as the Director under the Companies Act, 2013 and the relevant provisions of the SEBI Listing and other Regulation(s), if any applicable to the Company and is eligible for appointment, and who was appointed in the capacity of Additional Director (Nominee Director) on the Board, with effect from 28th March, 2025 and in respect of whom, the Company has received a notice in writing proposing his candidature for Directorship under Section 160 of the Act, be and is hereby appointed as Director (Nominee) of the Company, who shall hold office for a term of five years from the date of his first appointment i.e. 28th March, 2025 and will be Non-Executive Director in the Company subject to retirement by rotation;

RESOLVED FURTHER THAT Dr. Mahesh Bhalgat, Managing Director or Mr. Nirmal Bhatia, Company Secretary & Chief Financial Officer of the Company, be and is hereby individually and severally authorized to represent, sign / e-sign, e-file all e-forms to the, Registrar of Companies, RBI FIRMS portal registration, any government body, semi government body/authority, Corporations, Institutes, joint venture agreement, technical agreement and all related forms, letters, share certificates, etc. and to do the necessary acts, deeds, negotiate, approve, authorize, empower, give power of attorney to any officer of the Company, nominate any officer/person of the Company to do so, sign any forms, letters, agreements, etc. and do all such acts as may be necessary to appear before and represent the Company with all statutory bodies as required.”

By order of the Board
For, Veeda Clinical Research Ltd.
(Nirmal Bhatia)

Company Secretary
MN: 12551

Registered Office:
Shivalik Plaza – A, Near I.I.M.
Ambawadi, Ahmedabad 380015
Date: 20th May, 2025

NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY, THE PROXIES, DULY SIGNED AND COMPLETED, TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY BEFORE COMMENCEMENT OF THE MEETING.
- "Pursuant to the provisions of Section 105 of the Act, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution / authorization, as applicable"
- The explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the Act) in respect of the business of the Notice set out above, is provided herein below. The proxy form MGT-11, has been attached to this notice.
- The instrument appointing proxy / proxies in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting.
- Corporate Members intending to send their authorized representatives to attend the Extra Ordinary General Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution / Power of Attorney together with their specimen signatures authorizing their representative(s) to attend and vote at the Extra Ordinary General Meeting.
- The route map showing directions to reach the venue of the EOGM is annexed and forms part of the Notice.
- All documents referred to in this Notice shall be made available for inspection by the Members at the registered office of the Company during business hours except Saturday, Sunday and National Holiday from the date hereof up to the date of this EOGM.
- The Board has finalized the 16th May, 2025 as a Record date for the purpose of identification of members and sending of Notice of Extra Ordinary General Meeting thereon and 6th June, 2025 as a Record date for the purpose of E-voting at the Extra Ordinary General Meeting of the Company.

- Details of the Directors seeking Appointment/ Re-appointment, pursuant to Secretarial Standard-2 issued by the Institute of Company Secretaries of India

Name of the Director	Georgios Kouvatseas
DIN	11019257
Date of Birth	05/04/1971
Age	55 Years
Nationality	Greek
Date of First appointment on the Board	28/03/2025
Qualifications	BS degree in Statistics from the Athens University of Economics & Business and an M.Sc. in Statistics from the same institution in collaboration with Katholieke Universiteit Leuven.
Brief resume and nature of expertise in functional areas	<p>Currently, Mr. Kouvatseas is designated as an Additional Director and will be Nominee Director (Non-Executive) on the Board of Veeda Clinical Research Limited (also referred as Veeda Lifesciences). Prior to this, he was the Managing Partner at Heads, a position he has held since 2020. Earlier, he was a Partner and Chief Scientific Officer at Heads from 2010 to 2020.</p> <p>His career also includes significant roles such as a Board of Directors member and Statistical Analysis Manager at the Frontier Science Foundation Hellas, and a Scientific Associate at the Laboratory of Biostatistics, University of Athens.</p> <p>Mr. Kouvatseas possesses extensive experience in statistical analysis and policy, having served as the Head of Credit Policy Analysis at Eurobank and as a Statistician at the Bank of Greece.</p> <p>His expertise extends to international projects, particularly with Eurostat and the European Agency for Reconstruction, where he contributed to various statistical and data collection initiatives.</p> <p>He has demonstrated exceptional competence in managing and executing complex projects. Mr. Kouvatseas is also multilingual, with excellent proficiency in both Greek and English.</p>
Relationship with other Directors, Manager and Key Managerial Personnel	N.A.
Directorships held in other companies as on 31 st March, 2025	<p>1) Health Data Specialists Single Member S.A. CIN:- 009211301000</p> <p>2) Heads Research AG CIN:- CHE-429.079.711</p>

Directorships held in other companies as of the date of this Notice	Heads Research AG CIN:- CHE-429.079.711
No. of Board Meeting attended during the year	NIL
Terms and Conditions of Appointment	As per Agreement / Letter of Appointment
Number of shares held in the Company	21,36,653 Shares
Total remuneration drawn in Financial Year ended on 31 st March, 2025	NIL
Declaration	Mr. Georgios Kouvatseas is not debarred or disqualified from being appointed or continuing as a director of any Company by the Ministry of Corporate Affairs or any such statutory authority

This notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, 16th May, 2025 ('cut-off date') and whose e-mail addresses are registered with the Company/ Depository Participants ('DP')/ Depository/ Registrar & Share Transfer Agent of the Company. Further, the assent/ dissent of the members on the resolution proposed in this Notice will also be considered through the remote e-Voting system, apart from the in-person Meeting at schedule place and date.

The Company has engaged the services of Link Intime India Private Limited, ("LI IPL") as its agency for providing e-voting facility/platform to the Members of the Company.

The Board of Directors of the Company through passing the circular resolution dated Tuesday, 20th May, 2025 has appointed M/s. Bhumika Ranpura & Associates, a firm of Practicing Company Secretaries, Ahmedabad (COP No. 22356, Membership No. 56577, Peer Review No. 3823/2023) to act as a Scrutinizer to conduct the remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the e-voting shall be final.

The Scrutinizer will submit their report to the Chairman of the Company or, in his absence, any person of the Company, duly authorized by the Board for the purpose, after completion of scrutiny of votes in a fair and transparent manner. The results of voting will be announced on or before Saturday 18th June, 2025 i.e., within two (2) working days from close of voting period and also be hosted on website of the Company (<https://www.veedacr.com/>) / (<https://www.veedalifesciences.com/>) and on the website of LI IPL (<https://instavote.linkintime.co.in/>).

The resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e., Sunday, 15th June, 2025, in terms of the Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.

The remote e-voting period shall commence at 9.00 A.M. (IST) on Wednesday 11th June, 2025 and shall end at 5.00 P.M. (IST) on Sunday 15th June, 2025. Members are requested to carefully read the instructions in this Notice and record their assent (FOR) or dissent (AGAINST) through the remote e-voting process before the end of the e-voting period. The remote e-voting will not be allowed beyond the aforesaid date and time, and the remote e-voting module shall be disabled by LI IPL upon expiry of the aforesaid period.

Remote e-Voting Instructions for shareholders:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter User ID and Password. Click on “Login”
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- a) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- b) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL:
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> /
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.

- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on “**Sign Up**” under ‘SHARE HOLDER’ tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **NSDL form, shall provide 'D' above*

***Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

- ❖ Set the password of your choice
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- ❖ Enter Image Verification (CAPTCHA) Code
- ❖ Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

c) Click on "**Login**" under 'SHARE HOLDER' tab.

- A. User ID: Enter your User ID
- B. Password: Enter your Password
- C. Enter Image Verification (CAPTCHA) Code
- D. Click "Submit"

d) Cast your vote electronically:

- A. After successful login, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon.
- C. E-voting page will appear.
- D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on "**Sign Up**" under "Custodian / Corporate Body/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the

Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - A. ‘Investor ID’ –
 - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID *i.e., IN000000012345678*
 - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - B. ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - C. ‘Investor PAN’ - Enter your 10-digit PAN.
 - D. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

**File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*

- E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.” for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- f) After selecting the desired option *i.e.* Favour / Against, click on ‘Submit’.
A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- After successful login, you will be able to see the “Notification for e-voting”.
- Select “**View**” icon for “**Company’s Name / Event number**”.
- E-voting page will appear.
- Download sample vote file from “**Download Sample Vote File**” tab.
- Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “**Upload Vote File**” option.
- Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000
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

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Veeda Clinical Research Ltd.
Shivalik Plaza-A, Near I.I.M., Ambawadi,
Ahmedabad-380 015 India
Tel : +91 79 3001 3000
Fax: +91 79 3001 3010
info@veedalifesciences.com
www.veedalifesciences.com
CIN-U73100GJ2004PLC044023

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

ANNEXURE TO THE NOTICE
STATEMENT SETTING OUT MATERIAL FACTS (EXPLANATORY STATEMENT)
(Pursuant to section 102 of the Companies Act, 2013)

ITEM NO. 1:

M/s. Bioneds India Private Limited (Bioneds) is a Subsidiary of the Company. Bioneds is in need of Funds of around INR 10,00,00,000/- (Rupees Ten Crores only) for its ordinary business operations.

However, there are common directorship in both the Companies. As per Section 185 of the Companies, a shareholder's approval through special resolution will require to for granting of such loan to Subsidiary Company especially when there is a common directorship.

The rate of interest will be mutually decided by the Board of Directors at the time of entering into agreement with the subsidiary. However, the loan will be provided at an annualized rate of interest not less than the prevailing yield rate applicable to the Government Security.

Taking note of the same, the Board recommends the resolution for approval of the Members of the Company.

None of the Directors (except Dr. S. N. Vinaya Babu, to the extent to their shareholding in the Bioneds) or any Key Managerial Personnel of the Company or any of their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1.

ITEM NO. 2:

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company ("Board") at its meeting held on 28th March, 2025 had appointed Mr. Georgios Kouvatsas (DIN: 11019257), as Additional Directors (Nominee Director) of the Company for a five-year effective from the date of appointment i.e. 28th March, 2025, liable to retire by rotation, subject to the approval of the shareholders of the Company.

The Company has also received a Notice under Section 160 of the Act from a member proposing candidature of Mr. Georgios Kouvatsas for the office of Directors of the Company.

The Company has received from Mr. Georgios Kouvatsas (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act.

The terms and conditions for appointment of Mr. Georgios Kouvatseas as Nominee Director of the Company shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Other details of Mr. Georgios Kouvatseas is provided in annexure to the Notice pursuant to the Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India

The Board recommends the resolution at Item No. 2 for your approval.

Except Mr. Georgios Kouvatseas i.e. appointee Director, None of the Directors or any Key Managerial Personnel of the Company or any of their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2.

**By order of the Board
For, Veeda Clinical Research Ltd.
(Nirmal Bhatia)**



**Company Secretary
MN: 12551**

**Registered Office:
Shivalik Plaza – A, Near I.I.M.
Ambawadi, Ahmedabad 380015
Date: 20th May, 2025**

**ATTENDANCE SLIP
EXTRA ORDINARY GENERAL MEETING**

Venue of the Meeting: Veeda Clinical Research Limited
CIN: U73100GJ2004PLC044023
Satyamev Corporate,
Near Shalin Bungalows,
Corporate Road, Prahlad Nagar,
Ahmedabad – 380015
Gujarat

Date & Time: Monday 16th June, 2025 at 1100 hours

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE
MEETING HALL**

Joint Shareholders may obtain additional Slip at the venue of the Meeting.

Registered Folio No./DP ID & Client ID	
Name of Member:	
Address of the Member:	
Type of shares held:	
No of shares held:	

I certify that I am the registered Shareholder / proxy for the registered Shareholder of the Company.

I / We hereby record my / our presence at the First Extra Ordinary General Meeting of the Company at the corporate office of the Company on Monday 16th June, 2025 at 1100 hours.

Name of the Member:	_____
Signature:	_____
Name of the Proxy holder:	_____
Signature:	_____

NOTE:

1. A Member/Proxy holder attending the Meeting should bring copy of the Notice for reference at the Meeting.
2. Only Member/Proxy holder can attend the Meeting.

3. Please complete the Folio No. / DP ID No., Client ID No. and name of the Member/Proxy holder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.

FORM MGT-11: PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and
Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Veeda Clinical Research Limited
CIN: U73100GJ2004PLC044023

Registered Folio No./DP ID & Client ID	
Name of Member:	
Registered Address of the Member:	
Email Id:	
Type of shares held:	
No of shares held:	

I / We, being the Member(s) of _____ shares of the above-named Company, hereby appoint:

Name:.....
Address:.....
E-mail ID:.....
Signature:.....or failing him / her;

Name:.....
Address:.....
E-mail ID:.....
Signature:.....or failing him / her;

Name:.....
Address:.....
E-mail ID:.....
Signature:.....

As my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the First Extra Ordinary General Meeting of the Company, to be held on Monday 16th June, 2025 at 1100 hours and at any adjournment thereof in respect of such resolutions as indicated below:

Sr. No.	Resolutions	Consent	
SPECIAL RESOLUTION		For	Against

1	Grant to Inter Corporate Loan to M/s. Bioneds India Private Limited, a Subsidiary Company		
ORDINARY RESOLUTION			
2	Appoint Mr. Georgios Kouvatsas (DIN: 11019257), as a Nominee Director of the Company		

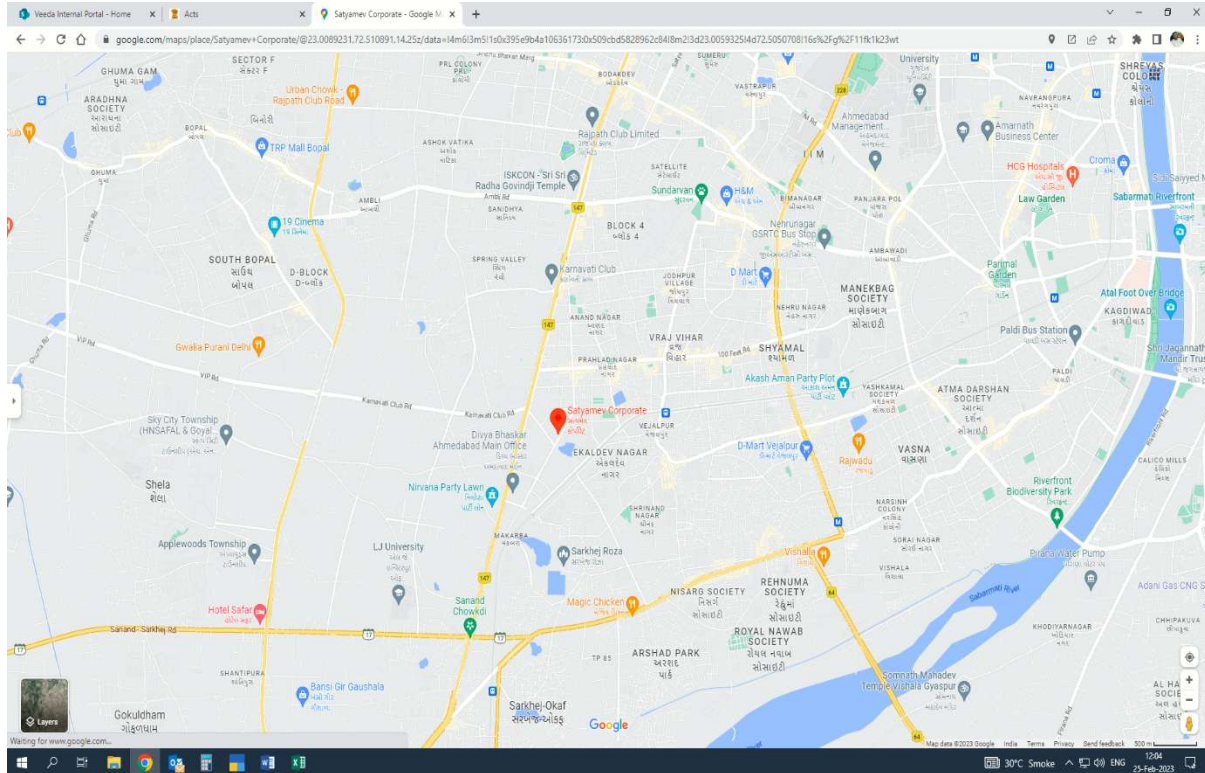
Signed this ____ day of _____ 2025

Affix Revenue
Stamp

Signature of Member

Signature of Proxy

Route Map to the venue of EOGM:



Corporate Office:
Veeda Clinical Research Limited
Satyamev Corporate,
Near Shalin Bunglows,
Corporate Road,
Pralhad Nagar,
Ahmedabad – 380015

Phone Number
+91 79677 73000

Email Address
info@veedacr.com
investor.relations@veedacr.com

VEEDA CLINICAL RESEARCH LIMITED
CIN: U73100GJ2004PLC044023

**Registered Office: Shivalik Plaza – A, 2nd Floor, Opp. Ahmedabad Management Association,
Ambawadi, Ahmedabad – 380015, Gujarat. Tel No.: +91 79677 73000**

Veeda Clinical Research Ltd.
Shivalik Plaza-A, Near I.I.M., Ambawadi,
Ahmedabad-380 015 India
Tel : +91 79 3001 3000
Fax: +91 79 3001 3010
info@veedalifesciences.com
www.veedalifesciences.com
CIN-U73100GJ2004PLC044023