



**Biocon Limited**  
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CIN : L24234KA1978PLC003417

[www.biocon.com](http://www.biocon.com)

BIO/SECL/TG/2025-26/148

December 31, 2025

To, The Secretary <b>BSE Limited</b> Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>Scrip Code – 532523</b>	To, The Secretary <b>National Stock Exchange of India Limited</b> Corporate Communication Department Exchange Plaza, Bandra Kurla Complex Mumbai – 400 050 <b>Scrip Symbol - Biocon</b>
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**Subject: Proceedings of the Extra-Ordinary General Meeting of the Company**

Dear Sir/Madam,

We wish to inform you that an Extra-Ordinary General Meeting ('EGM') of the Company was held on Wednesday, December 31, 2025 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), to transact the businesses as stated in the Notice of EGM dated December 06, 2025.

In this regard, please find enclosed the proceedings of the EGM pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The same is also made available on the Company's website at [www.biocon.com](http://www.biocon.com).

Request you to kindly take this intimation on record and acknowledge.

Thanking you,

Yours faithfully,

For **Biocon Limited**

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**Rajesh U. Shanoy**  
**Company Secretary and Compliance officer**  
**ICSI Membership Number: A16328**

Enclosed: Proceedings of the EGM

**PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING ('EGM') OF BIOCON LIMITED HELD ON WEDNESDAY, DECEMBER 31, 2025 AT 2:30 PM (IST) THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS**

An Extra-Ordinary General Meeting of Biocon Limited ('the Company') was held on Wednesday, December 31, 2025 at 2:30 PM (IST) through video conferencing ('VC') or other audio-visual means ('OAVM'), in compliance with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being General Circular no. 03/2025 dated September 22, 2025 ('MCA circulars') issued by the Ministry of Corporate Affairs ('MCA'), Government of India and applicable provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations, 2015') and all other applicable laws. The deemed venue for the meeting was the registered office of the Company at 20<sup>th</sup> KM, Hosur Road, Electronic City, Bengaluru, 560 100, Karnataka, India.

**MEMBERS PRESENT:**

63 Members were present at the meeting through video conferencing or other audio-visual means.

**DIRECTORS PRESENT THROUGH VIDEO CONFERENCING:**

S. No.	Name of the Director	Designation	Location for VC
1.	Ms. Kiran Mazumdar-Shaw	Executive Chairperson	Coonoor, India
2.	Mr. Siddharth Mittal	Managing Director and CEO	Bengaluru, India
3.	Prof. Ravi Rasendra Mazumdar	Non-Executive Director	Los Angeles, United States of America
4.	Mr. Eric Vivek Mazumdar	Non-Executive Director	Los Angeles, United States of America
5.	Mr. Atul Dhawan	Independent Director	Gurgaon, India
6.	Mr. Bobby Kanubhai Parikh	Independent Director and Chairperson of the Audit Committee and Risk Management Committee	Mumbai, India
7.	Ms. Naina Lal Kidwai	Independent Director and Chairperson of the Nomination and Remuneration Committee and Corporate Social Responsibility & ESG Committee	New Delhi, India
8.	Ms. Rekha Mehrotra Menon	Independent Director and Chairperson of the Stakeholders Relationship Committee	Coonoor, India

S. No.	Name of the Director	Designation	Location for VC
9.	Mr. Nicholas Robert Haggart	Independent Director	London, United Kingdom

**KEY MANAGERIAL PERSONNEL (KMP):**

S. No.	Name of the KMP	Designation	Location for VC
1.	Mr. Mukesh Kamath	Interim Chief Financial Officer	Bengaluru, India
2.	Mr. Rajesh U. Shanoy	Company Secretary and Compliance Officer	

**BY INVITATION:**

S. No.	Name of the Officials	Designation	Location for VC
1.	Mr. Shreehas Tambe	Managing Director and Chief Executive Officer, Biocon Biologics Limited, an unlisted material subsidiary of the Company	New Jersey, United States of America
2.	Mr. Kedar Narayan Upadhye	Chief Financial Officer, Biocon Biologics Limited	Bengaluru, India
3.	Mr. Debabrata Ojha	Partner, B S R & Co. LLP, Chartered Accountants, Statutory Auditors	Bengaluru, India
	Mr. Sanket Bhuwania	Associate Director, B S R & Co. LLP, Chartered Accountants, Statutory Auditors	
4.	Mr. Pradeep Kulkarni	Partner, V Sreedharan & Associates, Company Secretaries, Secretarial Auditors and Scrutinizer for e-Voting	Bengaluru, India

Ms. Kiran Mazumdar-Shaw, Executive Chairperson, was in the Chair of the Meeting. The Chairperson welcomed all the Members, Directors and other invitees to the EGM of the Company. At the commencement of the Meeting, the Chairperson introduced the Director(s) and Key Managerial Personnel(s) present at the Meeting.

The participation of Members through video conference was reckoned for the purpose of quorum as per the MCA circulars. The requisite quorum was present through video conference to conduct the proceedings of the Meeting and the Chairperson called the Meeting to order.

The Chairperson informed that Notice of the EGM along with the Explanatory Statement thereto have been emailed to all the Members whose email-ID was registered with the Company/ Registrar and Share Transfer Agents ('RTA') or with Depository Participants ('DPs') within the statutory time period. With the consent of the Members present, the Notice convening the EGM was taken as read. There were 6

(six) resolutions placed before the Meeting and the Chairperson ordered e-voting during the EGM on all the 6 (six) resolutions.

The Chairperson requested Mr. Rajesh U. Shanoy, Company Secretary, to provide general instructions to the Members regarding the voting process and brief the resolutions to be passed at the Meeting.

The Company Secretary informed the Members that the EGM was being held through video conference in accordance with the circulars of MCA and Securities and Exchange Board of India ('SEBI'). He stated that the following resolutions were proposed for approval of the Members at the Meeting:

**Special Business:**

1. Increase in the Authorised Share Capital of the Company and consequential amendment to the Memorandum of Association of the Company - Ordinary Resolution;
2. Increase in the limits for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate under Section 186 of the Companies Act, 2013 - Special Resolution;
3. Issuance of Equity Shares of the Company on Preferential basis for consideration other than cash - Special Resolution;
4. Raising of funds in one or more tranches by issuance of equity shares and/or other securities - Special Resolution;
5. Grant of special rights to Investors in compliance with applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Special Resolution;
6. Material Related Party Transactions to be entered into between the Company and Mylan Inc.; a related party of Biocon Biologics Limited, an unlisted material subsidiary of the Company - Ordinary Resolution.

The Company Secretary stated that in compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to all the Members as on the cut-off date i.e. Wednesday, December 24, 2025, to cast the votes on all resolutions as set forth in the EGM Notice from Friday, December 26, 2025 (9:00 AM IST) to Tuesday, December 30, 2025 (5:00 PM IST) (both days inclusive). Further, Members, who had not participated in remote e-voting process were provided an option to cast their vote on all resolutions as set forth in the Notice of EGM through e-voting facility of KFin Technologies Limited, RTA of the Company as made available during the Meeting.

The Company Secretary further informed the Members that the combined results of remote e-voting and e-voting during the EGM along with the Scrutinizer's report shall be intimated to the Stock Exchanges within 2 (two) working days from the conclusion of EGM and the same shall be made available on the Company's website ([www.biocon.com](http://www.biocon.com)) and the website of Company's RTA, KFin Technologies Limited.

The Company Secretary informed that all the documents referred to in the EGM Notice and the Explanatory Statement thereto had been made available electronically for inspection by the Members during the EGM. Further, Members who wished to seek inspection of such documents were required to

send their request at [co.secretary@biocon.com](mailto:co.secretary@biocon.com). As the Meeting was being held through video conference, the facility for appointment of proxies by the Members was not applicable and, hence, the proxy register was not available for inspection.

Thereafter, the Company Secretary requested the Chairperson to address the Members.

The Chairperson briefed the Members about the rationale of the resolutions proposed for approval of the Members at the EGM.

The Company Secretary informed that few Members have registered themselves as speakers at the Meeting. Accordingly, the floor was made open for those Members to ask questions or express their views. The moderator facilitated the session when the Chairperson opened the floor for discussion on all resolutions as set out in the Notice of EGM. The Chairperson clarified all the queries of the Members.

The meeting concluded at 3:29 PM (IST) (including the time allowed for e-voting at the EGM) with a vote of thanks to the Chair, Directors, Invitees and the Members.