



Astec LifeSciences Ltd.

Date: 6th October, 2025

To,
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai – 400 001

Ref.: BSE Scrip Code No. “533138”

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051

Ref.: “ASTEC”

Debt Segment NSE:
NCD-ASTEC-ISIN: INE563J08023

**Sub.: Postal Ballot Notice – Disclosure under Regulation 30 of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation to our intimation dated 3rd October, 2025, we are enclosing herewith, the Postal Ballot Notice together with Explanatory Statement, seeking approval of Members for the Resolutions as mentioned in the Postal Ballot Notice dated 3rd October, 2025.

The Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form, has been electronically sent to Members whose names appear in the Register of Members or List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL) as on Friday, 3rd October, 2025 (“Cut-off date”) and who have registered their email addresses with the Company or the Registrar & Share Transfer Agent or with the Depositories / Depository Participants, in accordance with the various Circulars issued by Ministry of Corporate Affairs (MCA), including the latest General Circular No. 03/2025 dated 22nd September, 2025 (“MCA Circulars”) and the Circulars issued from time to time by the Securities and Exchange Board of India (“SEBI”) (the “SEBI Circulars”). In terms of the MCA Circulars and SEBI Circulars, the Company is sending the Postal Ballot Notice in electronic form only and hard copies of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes are not being sent to the Members.

The Company has engaged the services of National Securities Depository Limited (“NSDL”) for providing E-voting facility to the Members. The procedure / instructions for e-voting is / are given in the Postal Ballot Notice. The E-voting facility will be available from **Thursday, 9th October, 2025 from 9.00 a.m. (IST) till Friday, 7th November, 2025 upto 5.00 p.m. (IST)**. The e-voting module shall be disabled by the NSDL thereafter.

The said Postal Ballot Notice is being made available on the website of the Company, viz., www.godrejastec.com and on the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). It is also being made available on the website of NSDL at the weblink <https://www.evoting.nsdl.com>.



Regd. Office :
“Godrej One”, 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai - 400079,
Maharashtra, India
Telephone No. : 022-25188010
Fax No. : 022-22618289
Email id : astecinfo@godrejastec.com
Website : www.godrejastec.com
CIN : L99999MH1994PLC076236



Astec LifeSciences Ltd.

Members desirous to cast their vote through Postal Ballot physically are requested to take printout of the Postal Ballot Form from the abovementioned websites, fill in the details and send the duly signed and completed Postal Ballot Form in original, to the Scrutinizer Mr. Vikas R. Chomal, Practicing Company Secretary at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India, so as to reach him on or before 5.00 p.m. (IST) on Friday, 7th November, 2025. Postage / Courier expenses for sending such physical postal ballot to the Scrutinizer will be borne by the Members.

The voting results of Postal Ballot will be declared within 2 (two) working days from the close of business hours on Friday, 7th November, 2025.

Members requiring copy of the Postal Ballot Notice may send an e-mail to astecinvestors@godrejastec.com, from their registered e-mail addresses. Also, in case of any queries, Members may send an e-mail to astecinvestors@godrejastec.com.

Please take the above information on your records.

Thanking you,

Yours faithfully,

For Astec LifeSciences Limited

Tejashree Pradhan
Company Secretary & Compliance Officer
(FCS 7167)

Encl.: As above



Regd. Office :
"Godrej One", 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai - 400079,
Maharashtra, India
Telephone No. : 022-25188010
Fax No. : 022-22618289
Email id : astecinfo@godrejastec.com
Website : www.godrejastec.com
CIN : L99999MH1994PLC076236



ASTEC LIFESCIENCES LIMITED

Corporate Identity Number (CIN): L99999MH1994PLC076236

Registered Office: "Godrej One", 3rd Floor, Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079, Maharashtra, India

Tel.: +91 22 2518 8010, Fax: +91 22 2261 8289, Website: www.godrejastec.com, E-mail: astecinvestors@godrejastec.com

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE IS HEREBY GIVEN THAT the Resolutions set out below are proposed to be passed by the Members of **ASTEC LIFESCIENCES LIMITED** ("the Company") by means of Postal Ballot through electronic voting ("e-voting"), pursuant to the applicable provisions of Sections 110, 108 and other applicable provisions of the Companies Act, 2013 ("the Companies Act" or "the Act"), read with the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards – 2 on "General Meetings" issued by the Institute of Company Secretaries of India (ICSI), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, read with the Circulars issued from time to time by the Ministry of Corporate Affairs ("MCA"), including the General Circular No. 03/2025 dated 22nd September, 2025 (the "MCA Circulars") and the Circulars issued from time to time by the Securities and Exchange Board of India ("SEBI") (the "SEBI Circulars"). The Explanatory Statement pursuant to Section 102(1) of the Act, setting out all the material facts relating to the Resolutions mentioned in this Postal Ballot Notice, is enclosed herewith for your consideration.

In compliance with the requirements of the MCA Circulars and the SEBI Circulars referred to above, the Company shall send this Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form by e-mail to all its Members who have registered their e-mail addresses with the Depositories / Depository Participants / Registrar and Share Transfer Agent of the Company and the communication of assent / dissent of the Members shall take place through the e-voting system. The physical Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope shall not be sent to the Members for this Postal Ballot. However, in order to facilitate voting by Members who may not be able to access the e-voting facilities, the Members are also allowed to cast their votes through physical Postal Ballot, as per the instructions contained in this Notice.

In accordance with the provisions of the MCA Circulars and the SEBI Circulars, those Members who have not yet registered their e-mail addresses, are requested to register the same by following the procedure set out in the Notes to this Postal Ballot Notice.

The Board of Directors of the Company has, on **Friday, 3rd October, 2025**, approved the businesses, as set out in this Notice, for approval of the Members of the Company through Postal Ballot. Accordingly, the proposed Resolutions and the Explanatory Statement thereto, along with the Postal Ballot Form are annexed herewith for your consideration and you are requested to record your assent or dissent by way of e-voting facility provided by the Company.

Members may please note that, in accordance with the applicable provisions of Sections 108 and 110 of the Companies Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the Secretarial Standards – 2 on "General Meetings" issued by the Institute of Company Secretaries of India (ICSI), read with Regulation 44 and other applicable provisions of the Listing Regulations, the Company is pleased to provide its Members, the facility to exercise their right to vote by electronic means through e-voting platform / services provided by National Securities Depository Limited ("NSDL").

The e-voting facility will be available from 9.00 a.m. (IST) on Thursday, 9th October, 2025 upto 5.00 p.m. (IST) on Friday, 7th November, 2025. The e-voting module shall be disabled by NSDL for voting thereafter. During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date, **Friday, 3rd October, 2025**, may cast their vote electronically. Please read carefully and follow the instructions on e-voting as set out in the Notes to this Notice. It may please be noted that failure to cast vote during the e-voting period as stated above shall be construed to mean that no vote has been received from the Member.

The Board of Directors has appointed Mr. Vikas R. Chomal, Practicing Company Secretary holding Certificate of Practice No. 12133, to act as the Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner and consent has been received from the Scrutinizer conveying his willingness for the appointment.

The Scrutinizer shall submit report to the Chairman or to any other Director or to any Key Managerial Personnel as may be authorized by the Chairman or the Board of Directors, after completion of the e-voting. The results of Postal Ballot by way of e-voting shall be declared **within 2 (two) working days from the close of business hours on Friday, 7th November, 2025** at the Registered Office of the Company. The declaration / announcement of the results as stated above shall be treated as declaration of results at a duly convened Meeting of the Members as per the provisions of the Companies Act and applicable Rules framed thereunder. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company, viz., www.godrejastec.com immediately after the results are declared and will simultaneously be communicated to the Stock Exchanges, viz., BSE Limited and the National Stock Exchange of India Limited, where the Equity Shares of the Company are listed and to NSDL. The results shall also be displayed at the Registered Office of the Company.

PROPOSED RESOLUTIONS – SPECIAL BUSINESS:

1) Appointment of Mr. Sunil Kataria as a “Non-Executive, Non-Independent Director” of the Company, liable to retire by rotation:

To consider and appoint Mr. Sunil Kataria [Director Identification Number (DIN): 06863609], Additional Director as a “Non-Executive, Non-Independent Director” of the Company, liable to retire by rotation, and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Sunil Kataria [Director Identification Number (DIN): 06863609], who has been appointed as an “Additional, Non-Executive, Non-Independent Director” by the Board of Directors pursuant to Section 161 of the Act with effect from 1st September, 2025, be and is hereby appointed as a “Non-Executive, Non-Independent Director” of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such steps, as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

2) Re-appointment of Mr. Nandkumar Dhekne as an “Independent Director” of the Company:

To consider and re-appoint Mr. Nandkumar Dhekne [Director Identification Number (DIN): 02189370] as an “Independent Director” of the Company for a second term of 5 (five) years commencing from

18th December, 2025 upto 17th December, 2030, and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the applicable provisions of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and such other Rules framed under the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force, **Mr. Nandkumar Dhekne** [Director Identification Number (DIN): 02189370], who meets the criteria for Independence as provided in Section 149(6) of the Act read along with the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby re-appointed as an **“Independent Director”** of the Company not liable to retire by rotation, for a second term of 5 (five) years commencing from 18th December, 2025 upto 17th December, 2030.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such steps, as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

3) Re-appointment of Ms. Anjali Gupte as an “Independent Director” of the Company:

To consider and re-appoint Ms. Anjali Gupte [Director Identification Number (DIN): 00104884] as an “Independent Director” of the Company for a second term of 5 (five) years commencing from 18th December, 2025 upto 17th December, 2030, and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the applicable provisions of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and such other Rules framed under the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force, **Ms. Anjali Gupte** [Director Identification Number (DIN): 00104884], who meets the criteria for Independence as provided in Section 149(6) of the Act read along with the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby re-appointed as an **“Independent Director”** of the Company not liable to retire by rotation, for a second term of 5 (five) years commencing from 18th December, 2025 upto 17th December, 2030.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such steps, as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

4) Approval of Related Party Transactions entered into or to be entered into with Godrej Agrovet Limited (Holding Company) during the Financial Year 2025-26, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To consider approval of Related Party Transactions entered into or to be entered into with Godrej Agrovet Limited (Holding Company) during the Financial Year 2025-26, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the applicable provisions of Section 188 of the Companies Act, 2013 and Regulations 2(1)(zc) and 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and other applicable provisions, if any [including any re-enactment(s), modification(s) and/or amendment(s) thereof, for the time being in force] and pursuant to the Company’s Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions and the resolutions passed by the Audit Committee and the Board of Directors, approval of the Shareholders of the Company be and is hereby accorded to the Company for Related Party transaction(s) and/or contract(s) and/or arrangement(s), entered into or to be entered into during the Financial Year 2025-26, with Godrej Agrovet Limited (Holding Company), beyond the Materiality threshold as provided in Regulation 23(4) of the SEBI Listing Regulations, on such terms and conditions as may mutually be agreed by and between the Company and Godrej Agrovet Limited, subject to such transaction(s) and/or contract(s) and/or arrangement(s) being based on arm’s length basis and entered into in the ordinary course of the Company’s business, upto an aggregate limit of **Rs.400 Crore (Rupees Four Hundred Crore Only)**, whether entered into individually or taken together with the previous transactions during the Financial Year 2025-26.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Audit Committee and/or the Managing Committee be and is hereby authorized to agree, make, accept and finalize such terms and conditions as may be deemed fit from time to time, to execute all such agreement(s), document(s), instrument(s) and writing(s), to do / perform all such act(s), deed(s), matter(s) and thing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s)/ Authorised Representative(s) of the Company and to settle any question(s) or doubt(s) that may arise in relation thereto, without being required to seek any further consent or approval of the Shareholders or otherwise to the end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT all actions taken by the Board or by the Audit Committee or the Managing Committee or any person authorized as above, in connection with any matter(s) referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

**By the Order of the Board of Directors
For Astec LifeSciences Limited**

Sd/-
Tejashree Pradhan
Company Secretary & Compliance Officer
(FCS 7167)

Mumbai, 3rd October, 2025

Registered Office:
“Godrej One”, 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079, Maharashtra
Tel. No.: 022 – 2518 8010
Website: www.godrejastec.com
E-mail: astecinvestors@godrejastec.com
CIN: L99999MH1994PLC076236

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("**the Act**") setting out all material facts relating to the Resolutions mentioned in this Postal Ballot Notice is attached.
2. This Notice is being electronically sent to all the Members whose names appear in the Register of Members / List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited ("**CDSL**") on **Friday, 3rd October, 2025** and who have registered their e-mail addresses with the Depositories / Depository Participants / Registrar and Share Transfer Agent. It is however, clarified that all the persons who are Members of the Company as on **Friday, 3rd October, 2025**, including those Members who may not have received this Notice due to non-registration of their e-mail address with the Depositories / Depository Participants / Registrar and Share Transfer Agent, shall also be entitled to vote in relation to the Resolutions specified in this Notice.
3. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of Member / Beneficial Owner as on **Friday, 3rd October, 2025**. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the Cut-off date, i.e., **Friday, 3rd October, 2025**. A person who is not a Member as on the Cut-off date shall consider this Notice for information purpose only.
4. In compliance with the provisions of Sections 108 and 110 of the Act and the Rules framed thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Listing Regulations**") and the relevant Circulars issued by the Ministry of Corporate Affairs ("**the MCA Circulars**"), the Company is pleased to provide its Members the facility to exercise their right to vote electronically on the Postal Ballot through the Electronic Voting (e-voting) Services provided by National Securities Depository Limited ("**NSDL**"). The instructions for electronic voting are annexed to this Notice.
5. Members have option to vote either through e-voting or through physical Postal Ballot Form. If a Member has opted for e-voting, then he/she/they should not vote by physical Postal Ballot also and vice-versa. However, in case Members cast their vote both via physical Postal Ballot and e-voting, then voting done through electronic means shall prevail and voting done by physical Postal Ballot shall be treated as INVALID.
6. E-voting facility will be available **from 9.00 a.m. (IST) on Thursday, 9th October, 2025 upto 5.00 p.m. (IST) on Friday, 7th November, 2025**. The e-voting module shall be disabled by NSDL for voting after the abovementioned time. Members are requested to refer to instructions for e-voting, appended to this Notice.
7. During the e-voting period, Members can login to NSDL's e-voting platform any number of times till they have voted on the Resolutions. Once the vote on the Resolutions is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
8. Resolutions passed by the Members through Postal Ballot shall be deemed to have been passed effectively at a duly convened General Meeting of the Members.
9. In case any Member opts to vote physically, such Member is requested to read carefully the instructions given in the Postal Ballot Form. Such Member can take printout of the Postal Ballot Form attached to this Notice of Postal Ballot or may also download and print it from the Company's website, viz., www.godrejastec.com and return the same in original, duly completed in all respects and signed, so as to physically reach the Scrutinizer at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India, on or before **5.00 p.m. (IST) on Friday, 7th November, 2025**, failing which, it will be strictly construed as if no reply has been received from the

Member. The Company shall not be, in any way, responsible for late / non delivery of Postal Ballot Form on account of restrictions due to any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / courier expenses for sending such physical Postal Ballot Form to the Scrutinizer shall be borne by the Members.

10. Please note that the Postal Ballot Form shall be considered as invalid if: (i) the form other than the one annexed to this Postal Ballot Notice has been used; and/or (ii) it has not been signed by or on behalf of the Member; and/or (iii) signature on the Postal Ballot Form does not match with the specimen signatures registered with the Company; and/or (iv) it is not possible to determine without any doubt, the assent or dissent of the Member; and/or (v) neither assent nor dissent is mentioned; and/or (vi) any competent authority has given directions in writing to the Company to freeze the voting rights of the Member; and/or (vii) the Postal Ballot Form is received after the last date and time prescribed; and/or (viii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/or (ix) the Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority; and/or (x) the Member has made any amendment to the Resolution set-out herein or imposed any condition while exercising his vote; and/or (xi) the Member has also voted through e-voting. The Scrutinizer's decision on the validity of a Postal Ballot Form shall be final and binding.

DISPATCH OF POSTAL BALLOT NOTICE THROUGH E-MAIL AND REGISTRATION OF E-MAIL IDS:

11. In accordance with Section 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars, physical copies of the Postal Ballot Notice will not be circulated, and the Company will also not be under any obligation to provide physical copies upon specific request of any Member(s).

The Postal Ballot 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 Depository(ies) / Depository Participant(s), as on **Friday, 7th November, 2025**, and who have registered their e-mail addresses with the Company or with the Depositories / Depository Participants.

Therefore, Members are requested and encouraged to register / update their email addresses, with their Depository Participant (in case of Shares held in dematerialized form) or with Bigshare Services Private Limited ("**Bigshare**"), our Registrar and Share Transfer Agent ("RTA") (in case of Shares held in physical form).

12. Members holding shares in physical mode and who have not registered / updated their e-mail addresses are requested to update their e-mail addresses with the Registrar and Transfer Agents of the Company, viz., Bigshare in prescribed Form ISR-1 and other forms pursuant to Circular issued by the Securities and Exchange Board of India (SEBI), bearing No. SEBI/HO/MIRSD /MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021. The formats of the forms are available on the Company's website at www.godrejastec.com and on the website of the Bigshare at www.bigshareonline.com. Members holding shares in dematerialized mode are requested to register / update their e-mail addresses with the relevant Depository Participant(s). The Company and RTA will co-ordinate with NSDL and provide the login credentials to the abovementioned Members, subject to receipt of the required documents and information from the Members. The Postal Ballot Notice is also being uploaded on the website of the Company www.godrejastec.com and on the websites of the Stock Exchanges at BSE Limited (www.bseindia.com) and the National Stock Exchange of India Limited (www.nseindia.com).
13. The results of voting on the Resolutions will be declared **within 2 (two) working days from the close of business hours on Friday, 7th November, 2025** and will be displayed at the Registered Office of the Company and on the website of the Company (www.godrejastec.com), besides being communicated to the concerned Stock Exchanges and NSDL.

14. INSTRUCTIONS FOR VOTING:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of two steps which are mentioned below:





STEP 1: ACCESS TO NSDL E-VOTING SYSTEM:

A) Login Method for e-Voting for Individual Shareholders holding securities in Demat mode:

In terms of Circular dated 9th December, 2020 issued by the Securities and Exchange Board of India (SEBI) 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 e-mail Id in their Demat accounts in order to access e-Voting facility.

Login method for **Individual Shareholders** holding securities in Demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none">1. 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. Click on company name or e-Voting service provider, i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. 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 and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.3. If you are 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

	<p>4. 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 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 held 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, i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi 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 the e-Voting service provider 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, 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a

	e-Voting link available on www.cdslindia.com home page. 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.
Individual Shareholders (holding securities in Demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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's name or e-Voting service provider, i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the e-Voting period.

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., 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.com 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 21 09911.

B) Login Method for Shareholders other than Individual Shareholders holding securities in Demat Mode and Shareholders holding securities in Physical Mode:

How to log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services, i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2, i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares, i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example, if Folio Number is 001*** and EVEN is 137373, then user ID is 137373001***

5. Password details for Shareholders other than Individual Shareholders are given below:

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c. How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those Shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a. Click on "Forgot User Details/Password?" (if you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b. Physical User Reset Password?" (if you are holding shares in physical mode) option available on www.evoting.nsdl.com.

- c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address, etc.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

STEP 2: CAST YOUR VOTE ELECTRONICALLY ON NSDL E-VOTING SYSTEM:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle exists.
2. Select “EVEN” of the Company for which you wish to cast your vote during the e-Voting period. In the present case, EVEN is 137373 for Postal Ballot of Astec LifeSciences Limited.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options, i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS:

1. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csvrca@gmail.com, with a copy marked to astecinvestors@godrejastec.com and evoting@nsdl.com. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Authority / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details / Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Download section of www.evoting.nsdl.com or call on toll free no.: 022 – 4886 7000 or send a request at evoting@nsdl.com.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL IDS FOR E-VOTING ON THE RESOLUTIONS SET OUT IN THIS POSTAL BALLOT NOTICE:

1. In case shares are held in physical mode, please provide Folio No., Name of Shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), Aadhar (self-attested scanned copy of Aadhar Card) by e-mail to Bigshare on its website (at www.bigshareonline.com), with a copy to the Company at astecinvestors@godrejastec.com.
2. In case shares are held in demat mode, please provide DPID-CLID [16 digit DPID + CLID (For NSDL Demat Account) or 16 digit beneficiary ID (For CDSL Demat Account), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN Card), Aadhar (self-attested scanned copy of Aadhar Card) to Bigshare on its website at www.bigshareonline.com, with a copy to the Company at astecinvestors@godrejastec.com. If you are an Individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A), i.e., Login method for e-Voting for Individual Shareholders holding securities in demat mode.
3. Alternatively, Members may send a request to evoting@nsdl.com for procuring User ID and password for e-voting by providing above mentioned documents.
4. In terms of the Circular dated 9th December, 2020 issued by the Securities and Exchange Board of India (SEBI) 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 required to update their Mobile number and E-mail ID correctly in their demat account in order to access e-Voting facility.
15. The last date for the receipt of duly completed Postal Ballot Forms and e-voting (i.e., **Friday, 7th November, 2025 – 5.00 p.m. IST**) shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.
16. The relevant documents referred to in this Postal Ballot Notice are available for inspection by the Members. The request for inspection may please be sent on astecinvestors@godrejastec.com along with the Folio No. / DP ID and Client ID.
17. A Shareholder need not cast all his/her votes for the Resolutions, nor does he/she require to cast all the votes in the same manner (i.e., either “For” or “Against”).
18. The Scrutinizer’s decision on the validity of the Postal Ballot shall be final.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out all the material facts relating to the Special Businesses mentioned in this Postal Ballot Notice is given below:

ORDINARY RESOLUTION UNDER ITEM NO. 1:

APPOINTMENT OF MR. SUNIL KATARIA AS A “NON-EXECUTIVE, NON-INDEPENDENT DIRECTOR” OF THE COMPANY, LIABLE TO RETIRE BY ROTATION:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Mr. Sunil Kataria [Director Identification Number (DIN): 06863609], as an “Additional, Non-Executive, Non-Independent Director” pursuant to Section 161 of the Companies Act, 2013 with effect from 1st September, 2025.

Pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the aforesaid appointment requires approval of the Shareholders at the next general meeting or within a period of 3 (three) months from the date of appointment, whichever is earlier.

Therefore, approval of the Shareholders is sought for the appointment of Mr. Sunil Kataria as a “Non-Executive, Non-Independent Director” of the Company, liable to retire by rotation, through Postal Ballot involving e-voting process.

The Company has received a declaration from Mr. Sunil Kataria confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and that no order of Securities and Exchange Board of India (SEBI) or any other such authority has been passed against him debarring him from accessing the capital markets and restraining him from holding the position of a Director in any listed company.

A brief profile / resume of Mr. Sunil Kataria as required in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards – 2 on “General Meetings” (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided elsewhere in this Notice.

As per the skills matrix of Mr. Sunil Kataria, he possesses expertise / skills in the following areas:

- Strategy and Business
- Industry Expertise
- Market Expertise
- People and Talent Understanding
- Governance, Finance & Risk
- Diversity of Perspective

The terms and conditions of appointment of Mr. Sunil Kataria will be available on request at astecinvestors@godrejastec.com till the conclusion of the Postal Ballot, without any fee.

Mr. Sunil Kataria is not related to any Director on the Board of the Company.

Except Mr. Sunil Kataria and his relatives, none of the other Directors or Key Managerial Personnel or their relatives are in any way, whether financially or otherwise, concerned or interested in the Resolution as set out in Item No. 1.

The Board, therefore, recommends the **Ordinary Resolution** set forth in **Item No. 1** for approval of the Shareholders.

SPECIAL RESOLUTION UNDER ITEM NO. 2:

RE-APPOINTMENT OF MR. NANDKUMAR DHEKNE AS AN “INDEPENDENT DIRECTOR” OF THE COMPANY:

In accordance with the provisions of Section 149 of the Companies Act, 2013 (“the Act”) and pursuant to Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the Company is required to have at least half of the total number of Directors on the Board as “Independent Directors” who shall not be liable to retire by rotation.

The first term of Mr. Nandkumar Dhekne [Director Identification Number (DIN): 02189370] as a “Non-Executive & Independent Director” of the Company of 5 (five) years, which commenced on 18th December, 2020, will come to an end on 17th December, 2025, and therefore, based on the recommendation made by the Nomination and Remuneration Committee, it is proposed by the Board of Directors to consider his re-appointment as a “Non-Executive & Independent Director” of the Company for a second term of 5 (five) years commencing from 18th December, 2025 upto 17th December, 2030, subject to approval of the Shareholders of the Company.

The Company has received the consent from Mr. Nandkumar Dhekne as required under the provisions of Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and also a declaration confirming that he is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and that no order of the Securities and Exchange Board of India (SEBI) or any other such authority has been passed against Mr. Nandkumar Dhekne debaring him from accessing the capital markets and restraining him from holding the position of a Director in any listed company. He has also confirmed that he satisfies the requirements for being considered as an Independent Director under the Act and the SEBI Listing Regulations.

In the opinion of the Nomination and Remuneration Committee and the Board of Directors, Mr. Nandkumar Dhekne fulfils the criteria of Independence as specified under Section 149(6) of the Act and the Rules framed thereunder as well as Regulation 16(1)(b) of the SEBI Listing Regulations, as amended from time to time.

A brief profile / resume of Mr. Nandkumar Dhekne as required in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards – 2 on “General Meetings” (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided elsewhere in this Notice.

As per the skills matrix of Mr. Nandkumar Dhekne, he possesses expertise / skills in the following areas:

- Strategy and Business
- Industry Expertise
- Technology Perspective
- Diversity of Perspective

The terms and conditions of re-appointment of Mr. Nandkumar Dhekne will be available on request at astecinvestors@godrejastec.com till the conclusion of the Postal Ballot, without any fee.

Mr. Nandkumar Dhekne is not related to any Director on the Board of the Company.

Except Mr. Nandkumar Dhekne and his relatives, none of the other Directors or Key Managerial Personnel or their relatives are in any way, whether financially or otherwise, concerned or interested in the Resolution as set out in Item No. 2.

The Board, based on the recommendation of the Nomination and Remuneration Committee, recommends the **Special Resolution** set forth in **Item No. 2** for approval of the Shareholders.

SPECIAL RESOLUTION UNDER ITEM NO. 3:

RE-APPOINTMENT OF MS. ANJALI GUPTA AS AN “INDEPENDENT DIRECTOR” OF THE COMPANY:

In accordance with the provisions of Section 149 of the Companies Act, 2013 (“the Act”) and pursuant to Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the Company is required to have at least half of the total number of Directors on the Board as “Independent Directors” who shall not be liable to retire by rotation.

The first term of Ms. Anjali Gupta [Director Identification Number (DIN): 00104884] as a “Non-Executive & Independent Director” of the Company of 5 (five) years, which commenced on 18th December, 2020, will come to an end on 17th December, 2025, and therefore, based on the recommendation made by the Nomination and Remuneration Committee, it is proposed by the Board of Directors to consider her re-appointment as a “Non-Executive & Independent Director” of the Company for a second term of 5 (five) years commencing from 18th December, 2025 upto 17th December, 2030, subject to approval of the Shareholders of the Company.

The Company has received the consent from Ms. Anjali Gupta as required under the provisions of Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and also declaration confirming that she is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and that no order of the Securities and Exchange Board of India (SEBI) or any other such authority has been passed against Ms. Anjali Gupta debarring her from accessing the capital markets and restraining her from holding the position of a Director in any listed company. She has also confirmed that she satisfies the requirements for being considered as an Independent Director under the Act and the SEBI Listing Regulations.

In the opinion of the Board of Directors and the Nomination and Remuneration Committee, Ms. Anjali Gupta fulfils the criteria of Independence as specified under Section 149(6) of the Act and the Rules framed thereunder as well as Regulation 16(1)(b) of the SEBI Listing Regulations, as amended from time to time.

A brief profile / resume of Ms. Anjali Gupta in terms of Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards – 2 on “General Meetings” (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided elsewhere in this Notice.

As per the skills matrix of Ms. Anjali Gupta, she possesses expertise / skills in the following areas:

- Strategy and Business
- Governance, Finance & Risk
- People and Talent Understanding
- Diversity of Perspective

The terms and conditions of re-appointment of Ms. Anjali Gupta will be available on request at astecinvestors@godrejastec.com till the conclusion of the Postal Ballot, without any fee.

Ms. Anjali Gupta is not related to any Director on the Board of the Company.

Except Ms. Anjali Gupta and her relatives, none of the other Directors or Key Managerial Personnel or their relatives are in any way, whether financially or otherwise, concerned or interested in the Resolution as set out in Item No. 3.

The Board, based on the recommendation of the Nomination and Remuneration Committee, recommends the **Special Resolution** set forth in **Item No. 3** for approval of the Shareholders.

ORDINARY RESOLUTION UNDER ITEM NO. 4:

APPROVAL OF RELATED PARTY TRANSACTIONS ENTERED INTO OR TO BE ENTERED INTO WITH GODREJ AGROVET LIMITED (HOLDING COMPANY) DURING THE FINANCIAL YEAR 2025-26, BEYOND THE MATERIALITY THRESHOLD AS PROVIDED IN REGULATION 23(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") mandate the prior approval of Members by means of a resolution for all material related party transactions and subsequent material modifications as determined by the Audit Committee, even if such transactions are in the ordinary course of business of the concerned company and are struck on arm's length basis. Further, a transaction with a related party shall be considered as material if the value of the transaction(s) entered into / to be entered into, either individually or taken together with previous transaction(s) during a financial year, whether directly and/or through its subsidiary(ies) with a related party, exceed(s) Rs.1,000 Crore, or 10% of the annual consolidated turnover of the listed entity, as per the last audited financial statements of the listed entity, whichever is lower.

The Consolidated Turnover of the Company as per the Audited Financial Results for the Financial Year 2024-25 is Rs. 38,130.35 Lakh.

The approval of the Members under Regulation 23 of the SEBI Listing Regulations is required even if the transactions are in the ordinary course of business of the concerned company and are on an arm's length basis. The amended Regulation 2(1)(zc) of the SEBI Listing Regulations has also widened the definition of "related party transaction" to include, *inter alia*, a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Astec LifeSciences Limited ("the Company") specializes in manufacturing agrochemical active ingredients (technical), bulk formulations and intermediate products, maintaining a balanced sales mix of both exports and domestic sales. The Company has also developed capabilities and infrastructure which enables us to undertake contract development and manufacturing services for a diverse range of agrochemicals, catering to the needs of global innovators in the sector.

Godrej Agrovet Limited, Holding Company of the Company, is a food and agri conglomerate, dedicated to improving the productivity of Indian farmers by innovating products and services that sustainably increase crop and livestock yields. The Crop Protection Business of Godrej Agrovet Limited has a wide range of products that cater to the entire crop lifecycle and its product portfolio includes plant growth regulators, organic manures and crop protection chemicals.

Thus, the two businesses draw synergies from each other in operations and share common operating space and resources. Therefore, the Company has entered into and proposes to enter into certain Related Party transaction(s) with Godrej Agrovet Limited (Holding Company), on an arm's length basis and in the ordinary course of its business, during the Financial Year 2025-26, on mutually agreed terms and conditions, based on considerations of various business exigencies, such as synergy in operations and the Company's long term strategy, in the best interest of the Company.

The aggregate of such transaction(s) is likely to cross the applicable materiality thresholds as provided in Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangement(s) / transaction(s) / contract(s)

proposed to be undertaken by the Company with Godrej Agrovet Limited during the Financial Year 2025-26, whose value may be beyond the materiality threshold as provided in Regulation 23 of the SEBI Listing Regulations, considering the best interest of the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of a thorough scrutiny of relevant details / documents provided by the Management and also of the mandatory disclosure which is required to be made to the Audit Committee in accordance with the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" dated 26th June, 2025, at its Meeting held on 1st October, 2025, reviewed and approved the said transaction(s), and recommended the same to the Board of Directors, subject to approval of the Members, while noting that such transaction(s) shall be on arms' length basis and in the ordinary course of business of the Company. The Board, therefore, seeks approval of the Shareholders for the said transactions.

The mandatory disclosure which is required to be made to the Shareholders in accordance with the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" dated 26th June, 2025 is annexed to this Notice.

Information required under Regulation 23 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 is provided as follows:

Particulars of Material Related Party Transaction(s) ("RPTs") to be entered between Astec LifeSciences Limited ("the Company") and Godrej Agrovet Limited ("Holding Company"):

Sr. No.	Particulars	Details
1.	Name of the Related Party and its Relationship with the Listed Entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Godrej Agrovet Limited ("GAVL") GAVL is the Holding Company of Astec LifeSciences Limited ("the Company") and directly holds 64.75% of the total number of Issued, Subscribed and Paid-up Equity Shares in the Company.
2.	Type, Material Terms and Particulars of the Transaction(s)	a) Sale of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Rendering of Services b) Purchase of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Availing of Services c) Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property d) Reimbursement of Expenses charged to / by the Related Party / Shared Services e) Inter-Corporate Deposits taken (including Interest expense) f) Any other transaction(s) involving transfer of resources, services or obligations
3.	Tenure of the Transaction(s)	Financial Year 2025-26
4.	Value of the Transaction(s)	Rs.400 Crore (Rupees Four Hundred Crore Only)
5.	Percentage of the Listed Entity's Annual Consolidated Turnover, for the immediately preceding	104.90% of Annual Consolidated Turnover of the Company for Financial Year 2024-25

	financial year, that is represented by the value of the proposed Transaction	(Annual Consolidated Turnover of the Company for the Financial Year 2024-25 was Rs. 38,130.35 Lakh.)
6.	If the Transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Listed Entity or its Subsidiary:	The Company may avail of loan(s), deposit(s), advance(s) and/or guarantee(s) from Godrej Agrovat Limited (Holding Company) within the overall ceiling of Rs.400 Crore (Rupees Four Hundred Crore Only), according to business exigencies, which shall be availed on arm's length basis and as and when necessary and in compliance with the requirements of the Companies Act, 2013 and the SEBI Listing Regulations.
	(i) Details of the source of funds in connection with the proposed Transaction	Proceeds from the Company's business operations / activities
	(ii) Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: <ul style="list-style-type: none"> • Nature of Indebtedness • Cost of funds • Tenure 	Not Applicable
	(iii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Inter-corporate loans, if any, availed of shall carry interest at rates not less than that applicable on Government security of different tenures and shall be unsecured.
	(iv) Purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	The inter-corporate loans, if any, availed of from the Holding Company shall be used for general corporate purposes by the Company.
7.	Justification as to why the RPTs are in the interest of the Listed Entity	The RPTs are / will be on arm's length basis and in the ordinary course of the Company's business, based on considerations of various business exigencies, such as synergy in operations, expertise and resources of the Holding Company and the Company's long-term strategy. The Audit Committee and the Board of Directors have expressed the view that the RPTs shall be in the best interest of the Company.
8.	Any valuation or other external report relied upon by the Listed Entity in relation to the Transactions	For transactions in the nature of loan(s) / deposit(s) / advance(s) / guarantee(s), the interest payable shall be in compliance with the applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, as may mutually be agreed. In case of other transaction(s), the Company may obtain competitive quote(s) or confirmation(s) from independent third

		parties with a view to determine the arm's length criteria, wherever required.
9.	Percentage of the Counter-Party's Annual Consolidated Turnover that is represented by the value of the proposed RPT on a voluntary basis	4.26% of Annual Consolidated Turnover of Godrej Agrovet Limited, the Holding Company for the Financial Year 2024-25.
10.	Whether any subsequent material modification(s) made to approved transaction(s)	Not Applicable
11.	Any other information that may be relevant	<p>All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.</p> <p>The mandatory disclosure in accordance with Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" dated 26th June, 2025 is annexed to this Notice.</p>

The Board of Directors is of the opinion that the aforesaid proposal is in the best interest of the Company and therefore, based on the unanimous approval of the Audit Committee (comprising of majority of Independent Directors), recommends the **Ordinary Resolution** set forth in **Item No. 4** for approval of the Shareholders.

Mr. Nadir Godrej, Mr. Burjis Godrej, Mr. Sunil Kataria and their relatives are deemed to be concerned or interested in the proposed Resolution set out in **Item No. 4**.

None of the other Directors / Key Managerial Personnel of the Company or their relatives is / are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution set out in **Item No. 4**, except to the extent of their respective shareholding, if any.

As per the SEBI Listing Regulations, all Related Parties of the Company, whether or not they are a party to the proposed transaction(s), shall not be allowed to vote affirmatively on the proposed Resolution set out in **Item No. 4**.

**By the Order of the Board of Directors
For Astec LifeSciences Limited**

Sd/-
Tejashree Pradhan
Company Secretary & Compliance Officer
(FCS 7167)

Mumbai, 3rd October, 2025

Registered Office:
"Godrej One", 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079, Maharashtra
Tel. No.: 022 - 2518 8010
Website: www.godrejastec.com
E-mail: astecinvestors@godrejastec.com
CIN: L99999MH1994PLC076236

BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT THROUGH POSTAL BALLOT NOTICE

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	Mr. Sunil Kataria	Mr. Nandkumar Dhekne	Ms. Anjali Gupte
Director Identification Number (DIN)	06863609	02189370	00104884
Date of Birth (DD/MM/YYYY)	07/05/1968	02/09/1957	03/09/1970
Age (in years)	57	68	55
Nationality	Indian	Indian	Indian
Date of Appointment (DD/MM/YYYY)	01/09/2025	18/12/2020	18/12/2020
Tenure on the Board	Approx. 1 month	Approx. 4 years 9 months	Approx. 4 years 9 months
Percentage of Shareholding in the Company	Nil	Nil	Nil
Qualification	Graduate in Economics from Delhi University; MBA in Marketing from IMT Ghaziabad	Bachelors of Chemical Engineering from University Department of Chemical Technology (UDCT) in 1979; Completed Senior Executive BMC Program at GE Crotonville and the Advanced Management Program at the Harvard Business School; Alumni of IIM Ahmadabad	B. Com. Graduate, Chartered Accountant & Cost Accountant

Nature of Expertise in Specific Functional Area / Skills Possessed	<ul style="list-style-type: none"> • Strategy and Business • Industry Expertise • Market Expertise • People and Talent Understanding • Governance, Finance & Risk • Diversity of Perspective 	<ul style="list-style-type: none"> • Strategy and Business • Industry Expertise • Technology Perspective • Diversity of Perspective 	<ul style="list-style-type: none"> • Strategy and Business • Governance, Finance & Risk • People and Talent Understanding • Diversity of Perspective
Number of Board Meetings attended during the Financial Year 2024-25	Not Applicable (since appointed with effect from 01/09/2025)	5 out of 5	5 out of 5
Directorships in other Listed Companies*	1. Godrej Agrovet Limited	1. John Cockerill India Limited 2. Elantas Beck India Limited	1. John Cockerill India Limited
Directorships in other Companies (Excluding Listed Entities, Foreign Companies and Section 8 Companies)	1. Godrej Foods Limited 2. Creamline Dairy Products Limited 3. Behram Chemicals Private Limited 4. SEALAC Agro Ventures Limited 5. Poultry And Frozen Food Processors' Association of India 6. The Indian Society of Advertisers	1. Fluid Controls Limited 2. Aron Universal Limited 3. Ecochemie Private Limited	1. Godrej Foods Limited 2. Creamline Dairy Products Limited
Chairmanships / Membership of Committees in other Companies**	<u>Godrej Agrovet Limited:</u> <ol style="list-style-type: none"> 1. Audit Committee (Member) 2. Corporate Social Responsibility Committee (Member) 3. Risk Management Committee (Member) 4. Stakeholders' Relationship Committee (Member) 5. Managing Committee (Member) 	<u>John Cockerill India Limited:</u> <ol style="list-style-type: none"> 1. Audit Committee (Member) 2. Nomination and Remuneration Committee (Chairman) 3. Risk Management Committee (Chairman) <u>Elantas Beck India Limited:</u> <ol style="list-style-type: none"> 1. Audit Committee (Member) 2. Nomination and Remuneration Committee (Chairman) 	<u>John Cockerill India Limited:</u> <ol style="list-style-type: none"> 1. Audit Committee (Chairperson) 2. Stakeholders' Relationship Committee (Member) 3. Risk Management Committee (Member) <u>Godrej Foods Limited:</u> <ol style="list-style-type: none"> 1. Audit Committee (Chairperson) 2. Corporate Social Responsibility Committee (Member)

	<u>Godrej Foods Limited:</u> 1. Audit Committee (Member) 2. Corporate Social Responsibility Committee (Chairman) 3. Managing Committee (Chairman) <u>Creamline Dairy Products Limited:</u> 1. Corporate Social Responsibility Committee (Member) 2. Nomination and Remuneration Committee (Member) 3. Management Committee (Member)	3. Stakeholders' Relationship Committee (Member)	3. Nomination and Remuneration Committee (Member)
Names of Listed Entities from which the Director has resigned in the past 3 (Three) years	Raymond LifeStyle Limited	Nil	Nil
Relationships between Directors of the Company <i>inter-se</i>	Not Applicable	Not Applicable	Not Applicable
Brief Profile / Resume of the Director	<p>Mr. Sunil Kataria is currently the Chief Executive Officer & Managing Director – Designate of Godrej Agrovet Limited (Holding Company).</p> <p>Mr. Sunil Kataria is a seasoned business leader with over thirty years of rich experience in the CPG, telecom, and retail sectors. He has a proven track record of leading large-scale business transformations and building future-ready organizations. He is also an expert in sales,</p>	<p>Mr. Nandkumar Dhekne has four decades experience in diverse areas such as Field services, Operations Management, Sales / Marketing & General Management. He is a recognized growth leader in Asia Pacific.</p> <p>He was Vice President – Asia Pacific for Solenis, USA (JV between CD&R and BASF), a global leader in paper making and industrial water treatment chemicals based in Shanghai. He has held several senior</p>	<p>Ms. Anjali Rajesh Gupte holds a Bachelor's degree in Commerce and is a qualified Chartered Accountant & Cost Accountant.</p> <p>Ms. Anjali Gupte has over 30 years of experience, having handled various functions in Finance across a varied range of industries, including Media, Financial Services, Manufacturing and Real Estate. Key areas of expertise include strategic business partnering, financial reporting, controllership, mergers and acquisitions, due diligence, business integration and</p>

	<p>marketing, business strategy, and organizational leadership.</p> <p>Mr. Sunil Kataria previously served as the Managing Director of Raymond Lifestyle Limited (RLL), overseeing a diverse portfolio of six businesses.</p> <p>Before joining Raymond, he spent 11 successful years at Godrej Consumer Products Limited (GCPL), as CEO of the India & SAARC cluster from 2015 to 2022. He began his career at Marico, where he spent over a decade honing his skills in marketing and sales. His industry contributions also include serving as Chairman of the Indian Society of Advertisers and holding board positions at the Broadcasting Audience Research Committee (BARC) and Advertising Standards Council of India (ASCI).</p> <p>Mr. Sunil Kataria has been recognised among India's top business leaders and is a firm believer in 'possibility thinking', seamlessly blending strategic vision with flawless execution.</p>	<p>leadership roles in his career for the business growth and performance in over 10 countries including China, Korea, Japan, ANZ, Indonesia, Thailand, Vietnam, Malaysia and South Asia including India and was based in Shanghai since 2007. He was the Chairman/Board Member of several Hercules, Ashland and Solenis entities in Asia Pacific and their JVs in India (Chembond Chemicals), China (Hercules-Tianpu Chemicals), Korea (Hoimyung) and Malaysia (Drew Ameroid). He was the Managing Director SEA for GE Water and process Technologies (2001-2004) and President & CEO of GE Energy SEA during 2004-2007. When in GE, he was a Board member of GEPSIL and GE-BHEL JVs in India. During 2007-2009, he was the Director – Asia Pacific, Hercules USA. From 2009-2014, he was Vice President – Asia Pacific, Ashland USA and led their Speciality chemicals business based in Shanghai.</p> <p>Mr. Nandkumar is a Chartered Engineer and the Honorary Fellow-Indian Institute of Chemical Engineers. He was the Chairman of American Chambers of Commerce, Bangalore, Chairman of the Energy Committee – Bangalore Chamber of Industry and Commerce and an active</p>	<p>reorganising business for growth and compliance.</p> <p>In her recent assignments, Ms. Gupte was Director and Group Chief Financial Officer for Havas Group, India (2021-2023) and as Chief Financial Officer, South Asia for Grey Worldwide (2016-2021). Prior to this, she was the Head of Finance, South Asia & Director for Thomson Reuters India Private Limited (2008-2014) and Finance Manager, South Asia & Director at Reuters India (1998-2008). Ms. Gupte worked as a Finance Manager in Godrej Properties & Investment Limited (1995-1997) and as a Finance Executive in Gujarat Godrej Innovative Chemicals Limited (1993-1995).</p>
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		<p>CII Committee Member, Delhi. He has served as the Chairman of GE Elfun in India and was on the Board of AICM and ENACTUS in China which are non-profit organisations. He continues to be an active YPO member in Bangalore.</p> <p>Mr. Nandkumar holds a graduate degree in Chemical Engineering and is a distinguished alumnus of Institute of Chemical Technology (UDCT) Mumbai. He is also an alumnus of Harvard Business School, Boston (AMP).</p>	
Terms and Conditions of Appointment / Re-appointment	Terms and conditions of appointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website, i.e., www.godrejastec.com .	Terms and conditions of appointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website, i.e., www.godrejastec.com .	Terms and conditions of appointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website, i.e., www.godrejastec.com .
Last Drawn Remuneration	Not Applicable (Not in receipt of remuneration)	Not Applicable (Only in receipt of sitting fees)	Not Applicable (Only in receipt of sitting fees)

(*) To include names of other Public Companies in which the person holds Directorship.

(**) To include names of other Public Companies in which the person holds Chairmanship and Membership of Committees of the Board of Directors.

Disclosure of ASTEC LIFESCIENCES LIMITED

("the Company" or "listed entity")

in accordance with

Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions (RPTs)" dated June 26, 2025

("RPT Industry Standards")

PART A:

Minimum Information of the Proposed RPT, applicable to all RPTs

A (1): Basic Details of the Related Party:

S. No.	Particulars of the Information	Information provided by the Management
1.	Name of the related party	GODREJ AGROVET LIMITED
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	Manufacturing of Animal Feeds and Agri Inputs and Oil Palm

A (2): Relationship and Ownership of the Related Party:

S. No.	Particulars of the Information	Information provided by the Management
1.	<p>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</p> <ul style="list-style-type: none">• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	<p>Godrej Agrovet Limited, the Related Party is a Company incorporated under the Companies Act, 1956. The Company (Astec LifeSciences Limited) is a Subsidiary of Godrej Agrovet Limited, the Related Party.</p> <p>Not Applicable</p> <p>Not Applicable</p>

<ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). <p>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</p>	The Related Party is the Holding Company of the Company, holding directly 67.03% of the total shareholding in the Company.
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A (3): Details of Previous Transactions with the Related Party:

S. No.	Particulars of the information	Information provided by the Management																								
1.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <table> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>FY 2024-2025 (Rs. in Lakh)</th></tr> <tr> <td>1.</td><td>Sale of Materials / Finished Goods</td><td>2,346.61</td></tr> <tr> <td>2.</td><td>Purchase of Materials / Finished Goods</td><td>2,060.76</td></tr> <tr> <td>3.</td><td>Expenses Charged by / Reimbursement made to Related Party</td><td>475.30</td></tr> <tr> <td>4.</td><td>Expenses Charged to / Reimbursement made by Related Party</td><td>702.65</td></tr> <tr> <td>5.</td><td>Inter-Corporate Deposits taken</td><td>5,350.00</td></tr> <tr> <td>6.</td><td>Inter-Corporate Deposits repaid</td><td>7,450.00</td></tr> <tr> <td>7.</td><td>Interest Expense on Inter-Corporate Deposits taken</td><td>502.12</td></tr> </table> <p>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</p>	S. No.	Nature of Transactions	FY 2024-2025 (Rs. in Lakh)	1.	Sale of Materials / Finished Goods	2,346.61	2.	Purchase of Materials / Finished Goods	2,060.76	3.	Expenses Charged by / Reimbursement made to Related Party	475.30	4.	Expenses Charged to / Reimbursement made by Related Party	702.65	5.	Inter-Corporate Deposits taken	5,350.00	6.	Inter-Corporate Deposits repaid	7,450.00	7.	Interest Expense on Inter-Corporate Deposits taken	502.12	
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2.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</p> <table> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>Q1 of FY 2025-2026 (Rs. in Lakh)</th></tr> <tr> <td>1.</td><td>Sale of Materials / Finished Goods</td><td>1,994.66</td></tr> <tr> <td>2.</td><td>Purchase of Materials / Finished Goods</td><td>315.74</td></tr> <tr> <td>3.</td><td>Expenses Charged by / Reimbursement made to Related Party</td><td>99.82</td></tr> <tr> <td>4.</td><td>Expenses Charged to / Reimbursement made by Related Party</td><td>223.47</td></tr> </table>	S. No.	Nature of Transactions	Q1 of FY 2025-2026 (Rs. in Lakh)	1.	Sale of Materials / Finished Goods	1,994.66	2.	Purchase of Materials / Finished Goods	315.74	3.	Expenses Charged by / Reimbursement made to Related Party	99.82	4.	Expenses Charged to / Reimbursement made by Related Party	223.47										
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	5.	Inter-Corporate Deposits taken	Nil	
	6.	Inter-Corporate Deposits repaid	2,900.00	
	7	Interest Expense on Inter-Corporate Deposits taken	51.40	
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.			There is no such default.

A (4): Amount of the proposed transaction(s):

S. No.	Particulars of the information	Information provided by the Management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / Shareholders	Rs.400 Crore (Rupees Four Hundred Crore Only)
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	104.90% of Annual Consolidated Turnover of the Company for Financial Year 2024-25 (Annual Consolidated Turnover of the Company for the Financial Year 2024-25 was Rs.38,130.35 Lakh.)
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable since approval of the Shareholders is being sought for the related party transactions of the listed entity itself with its Holding Company.
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	4.26% of Annual Consolidated Turnover of Godrej Agrovet Limited (Related Party) for the Financial Year 2024-25

6.

Financial performance of the related party for the immediately preceding financial year:

Particulars	<i>FY 2024-2025</i> <i>(INR)</i>
Turnover	7,009.07 Crore
Profit After Tax	502.56 Crore
Net worth	2,573.34 Crore

Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.

A (5): Basic Details of the Proposed Transaction:

S. No.	Particulars of the information	Information provided by the Management																
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	<table><tr><th>S. No.</th><th>Nature of Transactions</th><th>Amount (in INR)</th></tr><tr><td>1</td><td>Sale of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Rendering of Services</td><td rowspan="2">Rs. 200 Crore</td></tr><tr><td>2</td><td>Purchase of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Availing of Services</td></tr><tr><td>3</td><td>Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property & Reimbursement of Expenses charged to / by the Related Party / Shared Services</td><td>Rs. 20 Crore</td></tr><tr><td>4</td><td>Inter-Corporate Deposits taken (including Interest expense)</td><td>Rs. 180 Crore</td></tr></table>			S. No.	Nature of Transactions	Amount (in INR)	1	Sale of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Rendering of Services	Rs. 200 Crore	2	Purchase of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Availing of Services	3	Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property & Reimbursement of Expenses charged to / by the Related Party / Shared Services	Rs. 20 Crore	4	Inter-Corporate Deposits taken (including Interest expense)	Rs. 180 Crore
S. No.	Nature of Transactions				Amount (in INR)													
1	Sale of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Rendering of Services				Rs. 200 Crore													
2	Purchase of Goods / Materials / Fixed Assets (Property, Plant & Equipment, etc.) / Availing of Services																	
3	Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property & Reimbursement of Expenses charged to / by the Related Party / Shared Services	Rs. 20 Crore																
4	Inter-Corporate Deposits taken (including Interest expense)	Rs. 180 Crore																
2.	Details of each type of the proposed transaction																	
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 (One) year, i.e., from 1 st April, 2025 up to 31 st March, 2026																

4.	Whether omnibus approval is being sought?	Yes
5.	<p>Value of the proposed transaction during a financial year.</p> <p>If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</p>	<p>Rs.400 Crore (Rupees Four Hundred Crore Only)</p> <p>No approval has been sought for transactions which will be executed over a period extending beyond 1 (one) financial year.</p>
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>Astec LifeSciences Limited (“the Company”) specializes in manufacturing agrochemical active ingredients (technical), bulk formulations and intermediate products, maintaining a balanced sales mix of both exports and domestic sales. The Company has also developed capabilities and infrastructure which enables us to undertake contract development and manufacturing services for a diverse range of agrochemicals, catering to the needs of global innovators in the sector.</p> <p>Godrej Agrovet Limited, Holding Company of the Company, is a food and agri conglomerate, dedicated to improving the productivity of Indian farmers by innovating products and services that sustainably increase crop and livestock yields. The Crop Protection Business of Godrej Agrovet Limited has a wide range of products that cater to the entire crop lifecycle and its product portfolio includes plant growth regulators, organic manures and crop protection chemicals.</p> <p>Thus, the two businesses draw synergies from each other in operations and share common operating space and resources. Therefore, the Company has entered into and proposes to enter into certain Related Party transaction(s) with Godrej Agrovet Limited (Holding Company), on an arm’s length basis and in the ordinary course of its business, during the Financial Year 2025-26, on mutually agreed terms and conditions, based on considerations of various business exigencies, such as synergy in operations and the Company’s long term strategy, in the best interest of the Company.</p> <p>Thus, transactions with the Related Party are essential for business operations of the Company in its interest.</p>
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	None of the promoter(s)/ director(s) / key managerial personnel of the listed entity have interest in the transaction(s), whether directly or indirectly, financially or otherwise, except to the extent of their directorship or shareholding in the Related Party.

	<i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.	
	a. Name of the director / KMP	<i>Mr. Nadir B. Godrej (Non-Executive Chairman & Member of the Promoter Group of the Company):</i> <i>Shareholding in Godrej Agrovet Limited:</i> <i>0.00% (Directly); 1.79% (As Trustee)</i>
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party (As on 31/03/2025)	<i>Mr. Burjis N. Godrej (Managing Director of the Company):</i> <i>Shareholding in Godrej Agrovet Limited:</i> <i>0.00%</i> <i>Ms. Tanya Dubash</i> <i>(Member of the Promoter Group of the Company):</i> <i>Shareholding in Godrej Agrovet Limited:</i> <i>0.14% (Directly); 0.31% (As Trustee)</i> <i>Ms. Nisaba Godrej</i> <i>(Member of the Promoter Group of the Company):</i> <i>Shareholding in Godrej Agrovet Limited:</i> <i>0.00% (Directly); 0.45% (As Trustee)</i> <i>Mr. Pirojsha Godrej</i> <i>(Member of the Promoter Group of the Company):</i> <i>Shareholding in Godrej Agrovet Limited:</i> <i>0.22% (Directly); 0.00% (As Trustee)</i> <i>Mr. Sunil Kataria</i> <i>(Director of the Company):</i> <i>Shareholding in Godrej Agrovet Limited:</i> <i>0.00% (Negligible)</i>
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable; Arm's length price will be charged
9.	Other information relevant for decision making.	Not Applicable

PART B

Information to be provided *only* if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A:

- B(1): Sale, purchase or supply of goods or services or any other similar business transaction and trade advances
- B(2): Loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary
- B(3): Investment made by the listed entity or its subsidiary

B(4): Guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee)), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

B(5): Borrowings by the listed entity or its subsidiary

B(6): Sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

B(7): Transactions relating to payment of royalty

B (1): Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	There is no bidding process. Parties are chosen on the basis of product requirement, competitive prices and creditworthiness, on mutually agreed terms.
2.	Basis of determination of price	Arm's length price prevailing at the time of execution of the transaction
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	Upto Rs.50 Crore
	b. Tenure	Upto 365 days
	c. Whether same is self-liquidating?	Yes

B (2): Disclosure *only* in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	Not Applicable since the proposed transactions do not relate to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary.
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	

3.	<p>Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.</p> <p><i>Note:</i></p> <p>(1) <i>This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i></p> <p>(2) <i>Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.</i></p>	
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	
5.	Maturity / due date	
6.	Repayment schedule & terms	
7.	Whether secured or unsecured?	
8.	If secured, the nature of security & security coverage ratio	
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	

B (3): Disclosure *only* in case of transactions relating to investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Source of funds in connection with the proposed transaction.</p> <p><i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i></p>	Not Applicable since the proposed transactions do not relate to any investment <u>by</u> the listed entity or its subsidiary.
2.	<p>Where any financial indebtedness is incurred to make investment, specify the following:</p> <p><i>Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.</i></p>	
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Purpose for which funds shall be utilized by the investee company.	
4.	Material terms of the proposed transaction	

B (4): Disclosure *only* in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the Management
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	Not Applicable since the proposed transactions do not relate to guarantee (excluding performance guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.
	(b) Whether it will create a legally binding obligation on listed entity?	
2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	

B (5): Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Material covenants of the proposed transaction	Inter-corporate deposits in compliance with the applicable provisions of law
2.	Interest rate (<i>in terms of numerical value or base rate and applicable spread</i>)	Not exceeding 10% per annum
3.	Cost of borrowing <i>Note: This shall include all costs associated with the borrowing.</i>	Not exceeding 10% per annum
4.	Maturity / due date	Maximum tenure upto 3 (three) years
5.	Repayment schedule & terms	As may be mutually agreed
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	Not Applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	General corporate purposes

B (6): Disclosure *only* in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity	Not Applicable since the proposed transactions do not relate to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity, or disposal of shares of subsidiary or associate
2.	Basis of determination of price	
3.	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate	
4.	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:	
5.	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking.	
	a. Expected impact on turnover	
	b. Expected impact on net worth	
	c. Expected impact on net profits	

B (7): Disclosure *only* in case of transactions relating to payment of royalty:

S. No.	Particulars of the information	Information provided by the Management
1.	Purpose for which royalty is proposed to be paid to the related party in the current financial year. <i>Note: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, <u>state the key components</u> of such agreements and <u>the reasons</u> royalty attributable to those key components could not be furnished separately.</i>	Not Applicable since the proposed transactions do not relate to payment of royalty.
	a. For use of brand name / trademark	

	b. For transfer of technology know-how	
	c. For professional fee, corporate management fee or any other fee	
	d. <i>Any other use (specify)</i>	
2.	<p>(a) The listed entity may confirm whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction.</p> <p>(b) If No, furnish information below.</p> <p>If royalty is paid to the parent company, disclose royalty received by the parent company from group entities in other jurisdiction:</p> <ul style="list-style-type: none"> • Minimum rate of royalty charged along with corresponding absolute amount • Maximum rate of royalty charged along with corresponding absolute amount <p><i>Note: The disclosure shall be made on a gross basis (Cost to the Company), including taxes paid on behalf of the recipient of royalty.</i></p>	
3.	Sunset Clause for Royalty payment, if any.	

PART C

Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B

C (1): Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Latest credit rating of the related party</p> <p><i>Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</i></p>	<p>Not Applicable since the proposed transactions do not relate to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary.</p>
2.	<p>Default on borrowings, <i>if any</i>, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.</p> <p><i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p> <p>In addition, state the following:</p> <p>a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</p> <p>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p> <p><i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i></p>	
	FY 2024-2025	
	FY 2023-2024	
	FY 2022-2023	

C (2): Disclosure *only* in case of transactions relating to any investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Latest credit rating of the related party</p> <p><i>Note:</i></p> <p>a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i></p> <p>b. <i>This shall be applicable in case of investment in debt securities.</i></p>	Not Applicable since the proposed transactions do not relate to any investment <u>by</u> the listed entity or its subsidiary.
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	

C (3): Disclosure *only* in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party</p> <p><i>Note:</i></p> <p>a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i></p> <p>b. <i>This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p>	Not Applicable since the proposed transactions do not relate to guarantee (excluding performance guarantee), surety, indemnity or comfort letter, by whatever name called, made or given <u>by</u> the listed entity or its subsidiary.
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	<i>FY 2024-2025</i>	
	<i>FY 2023-2024</i>	
	<i>FY 2022-2023</i>	
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	

4.	<p>Default on borrowings, <i>if any</i>, over the last three financial years, by the related party from the listed entity or any other person.</p> <p><i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p>	
	<p>In addition, state the following:</p> <p>a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</p> <p>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p> <p><i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i></p>	
	FY 2024-2025	
	FY 2023-2024	
	FY 2022-2023	

C (4): Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	<p>Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements</p> <p><i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.</i></p>	
	<p>a. Before transaction</p> <p>(Total Debt / Shareholders' Equity)</p>	2.37
	b. After transaction	To be determined after execution of the transaction
2.	<p>Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements</p> <p><i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.</i></p>	

a. Before transaction	(1.15)
(Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets/Investment etc.) / (Interest & Lease Payments + Principal Repayments)	
b. After transaction	To be determined after execution of the transaction

C (5): Disclosure *only* in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the management
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Not Applicable since the proposed transactions do not relate to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity, or disposal of shares of subsidiary or associate
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	
4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	

C (6): Disclosure *only* in case of transactions relating to payment of royalty

S. No.	Particulars of the information	Information provided by the management
1.	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years	Not Applicable since the proposed transactions do not relate to payment of royalty.
	<i>FY 2024-2025</i>	
	<i>FY 2023-2024</i>	
	<i>FY 2022-2023</i>	
2.	Purpose for which royalty was paid to the related party during the last three financial years. <i>Explanation: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, state the key components of such agreements and the reasons royalty attributable to those key components could not be furnished separately.</i>	

	a. For use of brand name / trademark b. For transfer of technology know-how c. For professional fee, corporate management fee or any other fee d. <i>Any other use (specify)</i>																					
3.	Royalty paid in last 3 FYs as % of Net Profits of previous FYs <i>FY 2024-2025</i> <i>FY 2023-2024</i> <i>FY 2022-2023</i>																					
4.	Percentage or Rate at which royalty has increased in the past 3 years, if any, vis-à-vis rate at which the turnover and profits after tax have increased during the same period.																					
5.	Peer Comparison: Listed entity or its subsidiary paying royalty for any purpose shall also disclose whether any relevant Industry Peer pays royalties for the same purpose, which is disclosed in its audited annual financial statements for the relevant period:																					
	<table border="1"> <thead> <tr> <th></th><th>Listed Entity / Subsidiary</th><th>Peer 1</th><th>Peer 2</th><th>Peer 3</th></tr> </thead> <tbody> <tr> <td>Royalty payment over last 3 years</td><td><i>Aggregate amount</i></td><td><i>Aggregate amount</i></td><td><i>Aggregate amount</i></td><td><i>Aggregate amount</i></td></tr> <tr> <td>Royalty paid as a % of net profits over the last 3 years</td><td><i>N/A</i></td><td><i>N/A</i></td><td><i>N/A</i></td><td><i>N/A</i></td></tr> <tr> <td>Annual growth rate of Turnover over last 3 years</td><td><i>N/A</i></td><td><i>N/A</i></td><td><i>N/A</i></td><td><i>N/A</i></td></tr> </tbody> </table>		Listed Entity / Subsidiary	Peer 1	Peer 2	Peer 3	Royalty payment over last 3 years	<i>Aggregate amount</i>	<i>Aggregate amount</i>	<i>Aggregate amount</i>	<i>Aggregate amount</i>	Royalty paid as a % of net profits over the last 3 years	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	Annual growth rate of Turnover over last 3 years	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	
	Listed Entity / Subsidiary	Peer 1	Peer 2	Peer 3																		
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Royalty paid as a % of net profits over the last 3 years	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>																		
Annual growth rate of Turnover over last 3 years	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>																		
	<p>Explanation: <i>In the case of the payment of, the criteria for comparison with Industry Peers shall be as follows:</i></p> <p>a. <i>The Listed Entity will compare the royalty payment with a minimum of three suitable and relevant Industry Peers (i.e. apple to apple comparable Industry Peers), where feasible.</i></p> <p>b. <i>In cases where fewer than three Industry Peers are available, the listed entity will disclose, that only one or two peers are available for comparison.</i></p> <p>c. <i>If the listed entity is part of any sectoral index, the listed entity is to consider the other constituents of such sectoral index for the purpose of peer comparison which are in similar line of business.</i></p> <p>d. <i>In case there are no Industry Peers, the Listed Entity shall state that no Industry Peers are available for comparison.</i></p>																					



ASTEC

ASTEC LIFESCIENCES LIMITED

(Corporate Identity Number (CIN): L99999MH1994PLC076236)

Registered Office: "Godrej One", 3rd Floor, Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079, Maharashtra, India

Tel. No.: (022) 2518 8010; **Fax No.:** (022) 2261 8289

Website: www.godrejastec.com; **E-mail:** astecinvestors@godrejastec.com

POSTAL BALLOT FORM

1.	Name of the First Named Member (in BLOCK LETTERS)	
2.	Registered Address of the Sole / First Named Member / Beneficial Owner	
3.	Regd. Folio No./ DP ID No.* / Client ID No.* (*applicable only to Members holding Equity Shares in dematerialised form)	
4.	Number of Equity Share(s) held	

I / We hereby exercise my/our vote(s) in respect of the Resolutions to be passed by means of Postal Ballot for the Special business stated in the Postal Ballot Notice dated 3rd October, 2025, by conveying my / our assent or dissent to the said Resolutions by placing a tick mark (✓) in the appropriate box below:

Item No.	Description	Number of Equity Shares for which votes cast	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	Ordinary Resolution: Appointment of Mr. Sunil Kataria as a "Non-Executive, Non-Independent Director" of the Company, liable to retire by rotation			
2.	Special Resolution: Re-appointment of Mr. Nandkumar Dhekne as an "Independent Director" of the Company			
3.	Special Resolution: Re-appointment of Ms. Anjali Gupte as an "Independent Director" of the Company			
4.	Ordinary Resolution: Approval of Related Party Transactions entered into or to be entered into with Godrej Agrovet Limited (Holding Company) during the Financial Year 2025-26, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015			

Place:

Date:

Signature of Member / Authorised Signatory

E-VOTING PARTICULARS

EVEN	USER ID	PASSWORD
137373		

Cut-off date for reckoning voting rights for Postal Ballot and E-voting	Commencement of voting by Postal Ballot and E-voting (Start Date)	Last date of receipt of Postal Ballot and close of E-voting (End Date)
Friday, 3 rd October, 2025	9.00 a.m. (IST) on Thursday, 9 th October, 2025	5.00 p.m. (IST) on Friday, 7 th November, 2025

IMPORTANT INSTRUCTIONS FOR VOTING

1. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of Members / Beneficial Owner as on **Friday, 3rd October, 2025**. A person who is not a Member as on this cut-off date should treat this notice for information purpose only. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the Members as on the cut-off date.
2. For E-voting, please refer the instructions under “E-voting Instructions” in the Notice attached herewith.
3. A Member may vote through electronic mode. E-voting will be available **from 9.00 a.m. (IST) on Thursday, 9th October, 2025 upto 5.00 p.m. (IST) on Friday, 7th November, 2025**. Members are requested to refer to instructions for e-voting, appended to this Notice.
4. Alternatively, Members may print the Postal Ballot Form and return the same duly completed and signed, so as to reach the Scrutinizer, viz., Mr. Vikas R. Chomal, Practicing Company Secretary at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India **on or before 5.00 p.m. (IST) on Friday, 7th November, 2025**, failing which, it will be strictly treated as if no reply has been received from the Member. The Company, in no way, would be responsible for late /non delivery of Postal Ballot Form on account of any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / Courier expenses for sending such physical Postal Ballot Form to the Scrutinizer will be borne by the Members. The Members are also requested NOT to send any other paper along with the Postal Ballot Form. Any extraneous paper found with the Postal Ballot Form would be destroyed by the Scrutinizer and the Company would not act on the same.
5. The Members can opt for only one mode of voting, i.e. either by Physical Postal Ballot Form or E-voting. In case Members cast their vote by Physical Postal Ballot Form and E-voting, the voting done through E-voting shall prevail and voting done by physical Postal Ballot Form will be treated as invalid.
6. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company). Voting Rights in a Postal Ballot cannot be exercised by a Proxy. In case of Joint Holding, this Form should be completed and signed (as per the specimen signature registered with the Company) by a First Named Member and in his / her absence, by the next named Member. Holders of the Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA and enclosing an attested copy of the POA.
7. In case of Equity Shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution / Authority and attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
8. The consent must be accorded by recording the assent in the column “FOR” and dissent in the column “AGAINST” by placing a tick mark (✓) in the appropriate box. The assent or dissent received in any other form shall not be considered valid. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
9. The vote(s) of a Member will be considered invalid, *inter alia*, on any of the following grounds:
 - a. If a form other than the Postal Ballot Form issued by the Company is used;
 - b. If the Postal Ballot Form has not been signed by the Member or if the Member’s signature does not tally with the specimen signature of the Company;
 - c. If the Member has put a tick mark (✓) in both the columns, that is, for ‘Assent’ and also for ‘Dissent’ to the resolution in such manner that the aggregate shares voted for ‘Assent’ and ‘Dissent’ exceed the total number of shares held;
 - d. If the Postal Ballot Form is incomplete or incorrectly filled;
 - e. If the Member has made any amendment to the resolution or imposed any condition while exercising his/her/their vote;
 - f. If the Postal Ballot Form is received torn or defaced or mutilated or in a manner such that it is difficult for the Scrutinizer to identify either the Member or the number of votes;
 - g. Any competent authority has given directions in writing to the Company to freeze the voting rights of the Members.
10. The Scrutinizer’s decision on the validity of the Postal Ballot Form shall be final.
11. Any query regarding the Resolutions proposed to be passed by Postal Ballot may be sent to astecinvestors@godrejastec.com.
12. The Result of voting on the Resolutions will be declared **within 2 (two) working days from the close of business hours on Friday, 7th November, 2025**, at the Registered Office of the Company and will also be displayed on the website of the Company (www.godrejastec.com) besides being communicated to the Stock Exchanges.
