



# Ragini Chokshi & Co.

Mob. : 77381 00722  
98696 44388

## Company Secretaries

**Nashik Branch** : G-61, Ambad MIDC, Ambad, Nashik - 422 010.  
**Head Office** : 34, Kamer Bldg., 5th Flr., 38 Cawasji Patel Street, Fort, Mumbai - 400 001.  
**E-mail** : aditi@csraginichokshi.com / bhavsar@csraginichokshi.com  
**Web** : www.csraginichokshi.com

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 57<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of **Anuh Pharma Limited** held on Friday, 22<sup>nd</sup> September, 2017 at 3.00 p.m. at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai- 400018, Maharashtra.

Dear Sir,

I, Aditi S. Bagul , Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Bldg, 5<sup>th</sup> Floor, 38, Cawasji Patel Street, Fort, Mumbai - 400001, have been appointed as the Scrutinizer by the Board of Directors of Anuh Pharma Limited (the Company) for the purpose of:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and

(ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 57<sup>th</sup> AGM held on Friday, 22<sup>nd</sup> September, 2017 at 3:00 p.m. at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai- 400018, Maharashtra.



The Notice dated 9th August, 2017 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 15th September, 2017 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

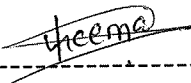
The period for remote e-voting commenced on, Tuesday, 19th September, 2017 at 09:00 a.m.(I.S.T) and ended on Thursday, 21st September, 2017 at 5:00 p.m.(I.S.T).

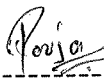
After the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio number and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However, the manner in which the votes were cast by the members were not available.

Further, the Chairman announced the physical ballot (poll) voting at the AGM Venue for the shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

  
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Name: Riya Neema


  
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Name : Pooja Prabhulkar



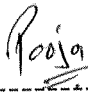
The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Bigshare Services Private Limited, Registrar and Share Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.

  
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Name : Riya Neema

  
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Name : Pooja Prabhulkar

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the Annual General Meeting.



**Resolution No.1: Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and the Auditors' thereon.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	59	18253277	100.00
Physical Ballot	19	12767	100.00
Total	78	18266044	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.000
Physical Ballot	0	0	0.000
Total	0	0	0.000

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



**Resolution No.2: Ordinary Resolution:** To declare Final Dividend on Equity Shares for the financial year 2016-17.

(i) Voted **in favour** of the resolution:

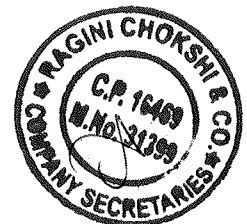
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	59	18253277	100.00
Physical Ballot	19	12767	100.00
Total	78	18266044	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



**Resolution No.3: Ordinary Resolution :** To appoint a Director in place of Mr. Lalitkumar P. Shah (DIN: 00396345), who retires by rotation and, being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	59	18253277	100.00
Physical Ballot	19	12767	100.00
Total	78	18266044	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



**Resolution No.4: Ordinary Resolution:** To appoint a Director in place of Mr. Bharat N. Shah (DIN: 00083354), who retires by rotation and, being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

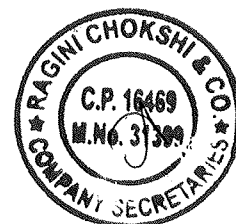
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	59	18253277	100.00
Physical Ballot	19	12767	100.00
Total	78	18266044	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



**Resolution No.5: Ordinary Resolution:** To appoint M/s Jayantilal Thakkar & Co. (FRN: 104133W), Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.

(i) Voted **in favour** of the resolution:

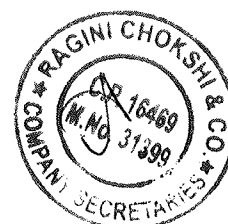
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	59	18253277	100.00
Physical Ballot	19	12767	100.00
Total	78	18266044	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0





**Resolution No.6: Ordinary Resolution:** To fix the remuneration of Mr. Ankit Kishor Chande (C.P. No. 34051), Cost Accountant as a Cost Auditor of the Company for the financial year 2017-18.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	59	18253277	100.00
Physical Ballot	19	12767	100.00
Total	78	18266044	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



**Resolution No.7: Special Resolution:** To approve the revision in remuneration of Mr. Bipin N. Shah (DIN: 00083244), Managing Director of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	52	14781934	99.999
Physical Ballot	19	12767	100.000
Total	71	14794701	99.999

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	245	0.001
Physical Ballot	0	0	0.000
Total	2	245	0.001

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



**Resolution No.8: Special Resolution:** To approve the revision in remuneration of Mr. Ritesh Bipin Shah (DIN: 02496729), Whole Time Director & Chief Executive Officer of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	53	14782934	99.999
Physical Ballot	19	12767	0.000
Total	72	14795701	99.999

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	245	0.001
Physical Ballot	0	0	0.00
Total	0	245	0.001

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



**Resolution No.9: Special Resolution:** To approve the revision in remuneration of Mr. Vivek Bipin Shah (DIN: 02878724), as a Whole Time Director & Chief Executive Officer – R & D of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	53	14782934	99.999
Physical Ballot	19	12767	100.00
Total	72	14795701	99.999

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	245	0.001
Physical Ballot	0	0	0.000
Total	2	245	0.001

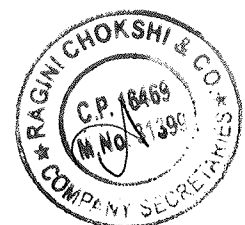
(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0

All the resolutions stated above from 01 to 09 have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical ballot (poll) papers, shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,  
Yours faithfully,



For RAGINI CHOKSHI & CO.



*Aditi Bagul*  
Aditi Bagul  
(Partner)

ICSI M.NO. 31399  
ICSI C.P. NO. 16469

Place: Mumbai  
Date : 22<sup>nd</sup> September, 2017

**Countersigned  
For ANUH PHARMA LTD.**

*Jasvinder Singh*  
(CHAIRMAN)



**57<sup>th</sup> ANNUAL GENERAL MEETING**