

# **AJANTA PHARMA LIMITED**

(CIN No. L24230MH1979PLC022059)

Reg. Office: "Ajanta House", Charkop, Kandivali (West), Mumbai - 400 067

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## **CONSOLIDATED SCRUTINIZER'S REPORT**

**ON**

**THE REMOTE E-VOTING AND POLL AT THE VENUE OF THE**

**36<sup>TH</sup> ANNUAL GENERAL MEETING OF AJANTA PHARMA**

**LIMITED HELD ON 04<sup>TH</sup> DAY OF JULY, 2015.**

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**ALWYN DSOUZA  
ALWYN D'SOUZA & CO.  
COMPANY SECRETARIES**

Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101. Tel: 022-28549355

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Br Off: D-003, Gr. Flr, Indraprasta, Poonam Vihar, Mira Rd (E) Thane 401107. Tel: 28125781

Website : [www.alwynjay.com](http://www.alwynjay.com) ; E-mail: [alwyn.co@gmail.com](mailto:alwyn.co@gmail.com) ; Mob: 09820465195

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## **ALWYN D'SOUZA**

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### **Report of the Scrutinizer**

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

To,

**The Chairman**

of 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of AJANTA PHARMA LIMITED held on Saturday 04<sup>th</sup> July, 2015 11.00 a.m at Prabodhankar Thackeray Natyagrah, Sodawala Lane, Borivali (West), Mumbai - 400092.

Dear Sir,

I, Alwyn D'souza of M/S Alwyn D'souza & Co., Company Secretaries, Mumbai, appointed by the Board of Directors of AJANTA PHARMA LIMITED ( "the Company") as the Scrutinizer for the purpose of scrutinizing the remote electronic voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20&21 of the Companies (Management and Administration) Amendment Rules, 2015 and voting by use of ballot at the venue of the Annual General Meeting on the resolutions contained in the Notice calling the 36<sup>th</sup> Annual General Meeting of the Company held on Saturday 04<sup>th</sup> July, 2015 11.00 a.m at Prabodhankar Thackeray Natyagrah, Sodawala Lane, Borivali (West), Mumbai - 400092, submit report as under:

- a) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote E-Voting and voting by using ballots by the shareholders on the resolutions proposed in the Notice calling the 36<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the chairman on the resolutions based on the reports generated from the electronic voting system by the National Securities Depository Limited (NSDL) and the reports generated electronically by R&T Agents, M/s. Link Intime India Private Limited for voting by use of ballots at the meeting.



- b) The remote e-voting was concluded on 03<sup>rd</sup> July, 2015 at 5.00 p.m.
- c) At the 36<sup>th</sup> Annual General Meeting of the Company held on 4<sup>th</sup> July, 2015, the Chairman at the end of the discussions on the resolution(s) announced the voting by use of ballots to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes.
- d) I have issued scrutinizer's report separately on the remote e-voting and voting by use of ballots at the meeting and I hereby submit a consolidated scrutinizer's report pursuant to rule 20 (4) (xii) on the resolutions contained in the Notice of the 36<sup>th</sup> Annual General Meeting.
- e) The consolidated result of the voting is as under:

1. **RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:**

To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2015 together with the Report of the Board of Directors and the Auditors thereon and the consolidated audited financial statement of the Company for the financial year ended 31st March 2015.

- (i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
223	7,23,07,075	100.0000

- (ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	6	0.0000

- (iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	5,06,212

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2. **RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:**

To declare Dividend for the year ended 31st March 2015.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
224	7,23,48,733	100.0000

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	6	0.0000

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	5,06,212

3. **RESOLUTION NO.3 AS A ORDINARY RESOLUTION:**

To appoint a Director in place of Mr. Rajesh M.Agrawal (DIN 00302467), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
216	7,23,47,806	99.9998

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	135	0.0002

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	5,06,212

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4. **RESOLUTION NO.4 AS AN ORDINARY RESOLUTION:**

Appointment of M/S M/s. Kapoor & Parekh Associates, Chartered Accountants (Registration No. ICAI FRN 104803W) as statutory auditors of the Company

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
218	7,23,48,440	99.9998

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	113	0.0002

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	5,06,212

5. **RESOLUTION NO.5 AS SPECIAL RESOLUTION:**

Reappointment of Mr. Madhusudan B. Agrawal (DIN 00073872) as the Vice Chairman of the Company for a period of five years effective from 1st April, 2015

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
219	7,23,48,598	99.9999

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	91	0.0001

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	5,06,212



6. **RESOLUTION NO.6 AS SPECIAL RESOLUTION:**

Adoption of new set of Articles of Association of the Company

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
215	7,22,60,316	99.8778

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	88,415	0.1222

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	5,06,212

7. **RESOLUTION NO.7 AS ORDINARY RESOLUTION:**

Approval of appointment and remuneration M/s. Sevekari Khare & Associates for the cost audit of the Company's manufacturing plants situated at Paithan, Chikalthana, Chitegaon & products manufactured in Active Pharmaceutical Ingredient plant at Waluj, all located in Aurangabad, Maharashtra

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
223	7,23,48,663	99.9999

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	86	0.0001

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	5,06,212

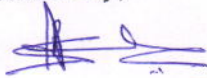


Based on the foregoing, the Resolution No.(s) 1 to 7 shall be deemed to have been passed with the requisite majority.

All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the 36<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking you,

Sincerely,

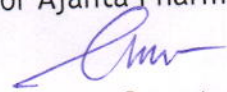


**Alwyn D'souza**

F.C.S No.5559,  
Certificate of Practice No.5137  
Practising Company Secretary  
Place : Mumbai  
Date : 04.07.2015

Countersigned by :

For Ajanta Pharma Limited

  
Company Secretary

