

CONFIDENTIAL

Date: 02nd September, 2022

To
The Chairperson/Company Secretary
Gufic Biosciences Limited
Shop - 37, First Floor, Kamala Bhavan II,
S Nityanand Road,
Andheri East,
Mumbai MH 400069.

Sir/Madam,

Sub.: Scrutinizer's Report for passing of resolution through E-Voting

I have completed the assignment as the Scrutinizer for the E-Voting process under Section 108 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and I submit herewith my report for your necessary further action.

I further report that the electronic data and all other relevant records relating to E-Voting prior and during the AGM, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Chairman/Company Secretary & Compliance Officer of the Company for safe keeping.

I request you to preserve electronic data and all other relevant records as required under Rule 22 of Companies (Management and Administration) Rules, 2014.

Thanking you,

For **Manish Ghia & Associates**
Company Secretaries

Mannish L. Ghia



CS Mannish L. Ghia
Partner
M. No. FCS 6252; C. P. No.3531

CONSOLIDATED SCRUTINIZER REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of Companies (Management and Administration) Rules, 2014]*

To
The Chairperson/Company Secretary
Gufic Biosciences Limited
Shop - 37, First Floor, Kamala Bhavan II,
S Nityanand Road,
Andheri East,
Mumbai MH 400069.

Dear Sir/Madam,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting & E-Voting during the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at the 38th Annual General Meeting ("AGM") of the members of Gufic Biosciences Limited ('the Company') held on Friday, 02nd September, 2022 at 03:30 p.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the rules') as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the regulations') in a fair and transparent manner, for passing of the resolution as mentioned under item numbers 1 to 9 as set out in the Notice of AGM dated 14th July, 2022 ("Notice"), issued by the Company in accordance with General Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 05th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular no. 19/2021 dated 08th December, 2021, Circular No. 21/2021 dated 14th December, 2021 and Circular No. 02/2022 dated 05th May, 2022 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), convening the 38th AGM of its members through VC / OAVM on Friday, 02nd September, 2022 at 03:30 p.m.



1. The e-voting conducted in terms of MCA Circulars, has been completed and now I submit my report as under:

1.1 The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including the above-mentioned MCA Circulars and the regulations. Our responsibility as Scrutinizer is restricted to make Scrutinizers Report of the votes cast in favor and against the resolution(s) stated in the Notice.

1.2 The Company had availed the e-voting platform/facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting facility prior and during the AGM.

1.3 The Company on Wednesday, 10th August, 2022, completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories as on the cut-off date being, Friday, 5th August, 2022.

1.4 As per applicable provisions of the rules, the Company had published an advertisement about completion of dispatch of Notice as above, provision of e-voting facility and other mandated particulars in English Newspaper "Business Standard" and Marathi Newspaper "Mumbai Lakshadeep" on Thursday, 11th August 2022.

1.5 The remote e-voting period commenced on Tuesday, 30th August 2022, 9:00 a.m. (IST) onwards and ended on Thursday, 01st September 2022 at 5:00 p.m. (IST).

1.6 Votes cast through remote e-voting till 5:00 p.m. on Thursday, 01st September 2022 being the last date and time fixed by the Company for remote e-voting and e-voting during the AGM, are considered for my scrutiny.

1.7 The remote e-voting module was disabled by NSDL on Thursday, 01st September, 2022 after 5:00 p.m. and as required under the rules, the votes cast under the e-voting facility during the remote e-voting period and e-voting during the AGM, were unblocked in the presence of Mr. Vivek Thakur and Ms. Vaishnavi Ambre who are not in employment with the Company; thereafter the data of e-voting was downloaded and the shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficiaries maintained by the Company/its Registrar and Share Transfer Agents / Depositories as on the cut-off date for remote e-voting i.e., Thursday, 25th August, 2022.

1.8 The remote e-voting and e-voting during the AGM data was scrutinized for verification of votes cast in favor and against the resolution.



2. The summary of the voting through remote e-voting and e-voting during the AGM is as follows:

ORDINARY BUSINESS:

Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, including the Audited Balance Sheet as at March 31, 2022, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date together with the Reports of Board of Directors and Auditors thereon.

- (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
154	72019239	99.9998%

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	109	0.0002%

- (iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 2: Ordinary Resolution

To declare a Final Dividend @ 10 % i.e., Re. 0.10/- per equity share of the face value of Rs 1/- each for the Financial Year ended March 31, 2022.

- (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
150	72015213	99.9943%



(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	4135	0.0057%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 3: Ordinary Resolution

To appoint a director in place of Mr. Jayesh P. Choksi (DIN: 00001729), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
150	71988218	99.9568%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	31130	0.0432%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 4: Ordinary Resolution

To appoint a director in place of Mr. Dilip Ghosh (DIN: 00412406), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.



(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
154	72019239	99.9998%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	109	0.0002%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Resolution No. 5: Special Resolution

Re-appointment of Dr. Rabi N. Sahoo (DIN: 01237464) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
149	70988218	98.5683%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	1031130	1.4317%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 6: Special Resolution



Continuation of Directorship of Mr. Dilip B. Ghosh (DIN: 00412406) as a Whole Time Director upon attaining the age of 70 years.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
153	72016739	99.9998%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	109	0.0002%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 7: Ordinary Resolution

Ratification of remuneration payable to M/s. Kale & Associates (FRN: 001819), Cost Auditors, for the Financial Year 2022-23.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
154	72019239	99.9998%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	109	0.0002%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Resolution No. 8: Special Resolution

Increase in the Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
147	71755631	99.6338%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	263717	0.3662%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 9: Special Resolution

Creation of charges on the properties of the Company in respect of borrowings under Section 180(1)(a) of the Companies Act, 2013:

(i) Voted in favour of the resolution:

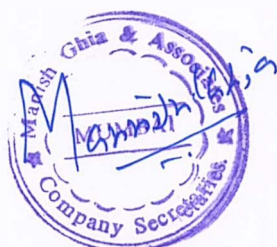
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
147	71753133	99.6304%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	266215	0.3696%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Results:

- a. For Resolution No. 1, 2, 3, 4 and 7 – We report that number of votes cast in favour are more than the number of votes cast against;
- b. For Resolution No. 5, 6, 8 and 9 – We report that the number of votes cast in favour are more than three times the number of votes cast against.

Accordingly, the resolutions as contained in the Notice of AGM dated 14th July, 2022 may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting and e-voting during the AGM.



For Manish Ghia & Associates
Company Secretaries

(Unique ID: P2006MH007190)

Mannish L. Ghia

CS Mannish L. Ghia
Partner

M. No. FCS 6252, C.P. No. 3531
PR 822/2020

Place: Mumbai

Date: September 02, 2022

UDIN: F006252D000900631

Countersigned by

For Gufic Bioscience Limited

Jayesh P. Choksi

Jayesh P. Choksi
Chairman & Managing Director

DIN: 00001729

Place: Mumbai

Date: 03/09/2022

