

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

Dear Sir,

**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 37<sup>th</sup> Annual General Meeting ("AGM") of the Members of Gufic Biosciences Limited ("the Company") held on Monday, 20<sup>th</sup> September, 2021 at 03:35 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 7 as set out in the Notice of AGM dated 11<sup>th</sup> August, 2021 ("Notice"), issued by the Company in accordance with General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 and Circular No. 02/2021 dated 13<sup>th</sup> January, 2021 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), convening the 37<sup>th</sup> AGM of its members through VC / OAVM on Monday, September 20, 2021 at 03:30 p.m. [Meeting commenced at 03:35 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



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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 Saturday, 28<sup>th</sup> August, 2021, 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, 20<sup>th</sup> August, 2021.
- 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 "Financial Express" and Marathi Newspaper "Mumbai Lakshdeep" on Sunday, 29<sup>th</sup> August, 2021.
- 1.5 The remote e-voting period commenced on Friday, 17<sup>th</sup> September, 2021, 9:00 a.m. (IST) onwards and ended on Sunday, 19<sup>th</sup> September, 2021 at 5.00 p.m. (IST).
- 1.6 Votes cast through remote e-voting till 5.00 p.m. on Sunday, 19<sup>th</sup> September, 2021 being the last date and time fixed by the Company for voting and e-voting during the AGM, are considered for my scrutiny.
- 1.7 The remote e-voting module was disabled by NSDL on Sunday, 19<sup>th</sup> September, 2021 after 5.00 p.m. and as required under the rules the votes cast under the e-voting facility during the voting period and e-voting during the AGM, were unblocked in the presence of Mr. Vivek Thakur and Ms. Vedika Khandelwal 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 i.e., Monday, 13<sup>th</sup> September, 2021.
- 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 Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2021, including the Audited Balance



A handwritten signature in blue ink, consisting of a stylized 'M' and 'G' followed by a flourish.



Sheet as at March 31, 2021, the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date together with the Report of the 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
41682860	41682704	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41682860	156	0.00

(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 Re. 1/- each for the financial year ended March 31, 2021.

(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
41682860	41680694	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41682860	2166	0.01

(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. Pranav J. Choksi (DIN. 00001731), 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
41682760	41672261	99.97

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41682760	10499	0.03

(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. Pankaj J. Gandhi (DIN 00001858), 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
41682760	41674792	99.98

(ii) Voted against the resolution:



*[Handwritten signature]*



Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41682760	7968	0.02

(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. Anu S. Aurora (DIN :05120192) as an Independent Director.

(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
41682760	41666231	99.96

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41682760	16529	0.04

(iii) Invalid votes:

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

**Resolution No. 6: Ordinary Resolution**

Appointment of Mr. Dilip Ghosh (DIN: 00412406) as a Whole Time Director.

(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
41682758	41676607	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41682758	6151	0.01

(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, Cost Auditors, for the financial year 2021 - 22.

(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
41682758	41676607	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41682758	6151	0.01

(iii) Invalid votes:

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





Result:

- a. For Resolution No. 1, 2, 3, 4, 6 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 – 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 Annual General Meeting dated 11<sup>th</sup> August, 2021 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: P2006MH007100)



*Manish L. Ghia*  
CS Mannish L. Ghia  
Partner  
M. No. FCS 6252, C.P. No. 3531  
PR 822/2020

Place: Mumbai  
Date: September 21, 2021  
UDIN: F006252C000974450

Countersigned by

For Gufic Biosciences Limited

*Jayesh P. Choksi*

Jayesh P. Choksi  
Chairman & Managing Director  
DIN:00001729  
Place: Mumbai  
Date: 22.09.2021

