



## **Consolidated Scrutinizer's Report**

To,  
Mr. Jayesh Choksi, the appointed Chairman by the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) for the meeting of the Equity Shareholders of Gufic Biosciences Limited pursuant to Company Scheme Application No. 862 of 2017 under section 230 to 232 of the Companies Act, 2013, held on Monday the 28<sup>th</sup> day of May 2018 at 2.30 p.m. at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall, Vile Parle (East), Mumbai, Maharashtra State – 400 057, India

**Subject: Scrutinizer Report on the voting conducted through remote e-voting, Postal Ballot and the Ballot / Polling papers of the Equity Shareholders of Gufic Biosciences Limited (the Applicant Company)**

I, Gajanan D. Athavale, Company Secretaries (FCS-9177, CP: 10121), had been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) by its order dated 21 March 2018 for the purpose of scrutinizing the voting conducted through remote e-voting, Postal Ballot and the Ballot / Polling papers by the equity shareholders of the Applicant Company at the NCLT convened general meeting held on Monday the 28<sup>th</sup> day of May 2018 at 2.30 p.m. at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall, Vile Parle (East), Mumbai, Maharashtra State – 400 057, India, pursuant to the Company Scheme Application No. 862 of 2017 under section 230 to 232 of the Companies Act, 2013 read with the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and the for the time being in force, on the resolution seeking approval of the Equity Shareholders in respect of Scheme of Amalgamation (Merger by Absorption) of Gufic Stridden Bio-Pharma Private Limited with the Applicant Company and their respective shareholders in terms of notice dated 18<sup>th</sup> day of April 2018, convening the afore referred meeting.

I do hereby submits my report as under:

- (i) The Company has availed remote e-voting facility offered by the National Securities Depository Limited (NSDL) for conducting remote e-voting by the equity shareholders of the Company holding shares as on the cut-off date of 20 April 2018, in respect of the resolution as was set out in the notice of NCLT convened general meeting.
- (ii) The remote e-voting period was opened from 28 April 2018 at 9.00 a.m. and closed on 27 May 2018 at 5 p.m. and thereafter remote e-voting platform was blocked by NSDL and the votes cast under remote e-voting facility were then un-blocked in the presence of two witnesses as prescribed in rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015.



- (iii) Similarly, the equity shareholders were required to send the completed and signed postal ballot forms to reach me on or before 27 May 2018 till 5.00 p.m.
- (iv) The management of the Company is responsible to ensure compliance with the requirements of the applicable provisions of the Companies Act, 2013 and regulation notified under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting by electronic means, postal ballot and voting through polling papers which was made available at the venue of NCLT convened general meeting of equity shareholders held on Monday the 28<sup>th</sup> day of May 2018 at 2.30 p.m. at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall, Vile Parle (East), Mumbai, Maharashtra State – 400 057, India, for voting on the resolution contained in the notice dated 18<sup>th</sup> day of April 2018. My responsibility as a Scrutinizer for scrutinizing the voting process by electronic means is restricted to making consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the notice of dated 18<sup>th</sup> day of April 2018, based on the report generated from the evoting system facility as was provided by NSDL, the agency authorized under the rules and engaged by the Applicant Company to provide evoting facilities for voting through remote evoting and counting of the vote casted through postal ballot facility and polling papers.
- (v) I hereby further confirm that I have handed over following relevant records to the appointed Chairman of meeting:
- remote e-voting as prescribed in rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015;
  - the postal ballot papers; and
  - the ballot/polling papers.



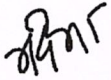


**Combined report on results of remote e-voting, postal ballot & poll**

Resolution: Approval of Scheme of Amalgamation (Merger by Absorption) of Gufic Stridden Bio-Pharma Private Limited with Gufic Biosciences Limited and their respective shareholders.

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	64	9,217,631	99.99	2	18	0.01	0	0
Postal Ballot	13	31,825	100	0	0	0	1	8,445
Poll conducted through ballot/polling paper at the venue of the meeting	36	3,294	99.70	1	10	0.30	0	0
<b>Combined Total</b>	<b>113</b>	<b>9,252,750</b>		<b>3</b>	<b>28</b>		<b>1</b>	<b>8,445</b>

For Gajanan D. Athavale  
Company Secretaries

  
Gajanan D. Athavale  
Proprietor



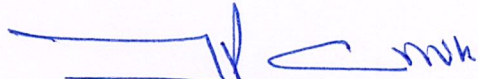
Membership No.: F-9177

Certificate of Practice No.: 10121

Place: Mumbai

Date: 29 May 2018

Encl: as above

  
Signed by Mr. Jayesh Choksi, Chairman of the Meeting