



# RAJENDRA & CO.

COMPANY SECRETARIES

*Rajendra R. Vaze*

B.Com LL.B. F.C.S. GCD.

Devdha Manzil, 2nd Floor, Maharshi Dadasaheb Rege Road (Shivaji Park Road No. 3), Dadar,  
Mumbai - 400 028. Tel : 24450622 / 32936166 Cell : 9821116504 Email : cs.rajendra@yahoo.in

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of The Companies Act, 2013 ]

(Rule 20 of The Companies (Management and Administration) Rules 2014

To

The Chairman of 29<sup>th</sup> Annual General Meeting of the members of  
FREDUN PHARMACEUTICALS LIMITED (the Company) held  
on 27<sup>th</sup> day of September, 2016 at 11.00 a.m. at Ramee Guestline Hotel-Dadar  
Plot No 3, Kohinoor Road, Dadar (E)  
Mumbai-400 014

Dear Sir,

Sub : Scrutinizer's Report on remote E-voting conducted pursuant to 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 Rule) as amended in respect of E Voting and Postal Ballot results of the members of Fredun Pharmaceuticals Limited for the 29<sup>th</sup> Annual General Meeting held on 27<sup>th</sup> September 2016.

1. I, Rajendra Vaze, a Company Secretary in practice. ( FCS No 4247 CP No. 1975 ) of **Rajendra and Co., Company Secretaries** of Devdha Manzil 2<sup>nd</sup> floor, D. Rege Road, Dadar (W) Mumbai -400 028 have been appointed as a Scrutinizer by the Board of Directors of Fredun Pharmaceuticals Limited (the Company) for the purpose of scrutinizing the E-Voting/Physical Ballot/Poll under The provisions of Section 108 of The Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules. 2014 (Rules) related to the agenda items transacted at the 29<sup>th</sup> Annual General Meeting of the members of Fredun Pharmaceuticals Limited (the Company) held on 27<sup>th</sup> day of September, 2016 at 11.00 a.m. at Ramee Guestline Hotel- Dadar Plot No 3, Kohinoor Road, Dadar Mumbai-400 014

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act. 2013 and Rules relating to E- Voting and Physical Ballot and Poll taken at the Annual General Meeting. My responsibility as a scrutinizer is restricted to make a Scrutinizer's report of the votes cast in favour or against the resolutions based on the reports generated from the E-Voting system provided by CDSL and through Physical Ballot at the Annual General Meeting and any postal Ballot which was received through physical mail.

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3. I submit my report as under:

- a) The e-voting period begins at 09.00 a.m., on Saturday the 24<sup>th</sup> September 2016 and ends at 05.00 p.m., on Monday 26<sup>th</sup> September 2016. The votes received electronically from the Shareholders till Monday 26<sup>th</sup> September 2016 upto 05.00 p.m. being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
- b) At the AGM, the chairman announced that the Members present at the AGM and who have not cast their vote by E-Voting or through the Physical mail can exercise their voting rights through the Poll which was made available at the Venue of the AGM
- c) Thereafter total of 31 Ballot forms were received from shareholders at the venue were given to me and duly held in my safe custody.
- c) I have monitored the process of electronic voting through the scrutinizer's secured link
- d) As per the requirement of The Companies Act 2013 the particulars of all votes received (through physical & electronic mode) from the Members have been accordingly entered in a register separately maintained for the purpose. None of the incomplete, unsigned or incorrect Ballot forms have been considered .
- e) I further report that the e-voting data and physical Ballots were scrutinized by me for verification of votes cast in favour and against the resolution. The signatures verification process was also conducted by the Registrar and Transfer Agents of the company i.e. M/S Purva Sharegistry (India) Pvt. Limited.

Items no. of Notice	Votes in the favour of the Resolution		Votes against the Resolution		Invalid Votes		Total Votes Nos.
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of Invalid votes	
<b>Item No. 1 of the Notice</b>  (As an Ordinary Resolution for Adoption of Audited Balance sheet/financial statement of the Company for the financial year ended 31 <sup>st</sup> March, 2016 together with the reports of the Board of Directors and Auditors thereon.	1314960	100	0	0.00	0	0	1314960
<b>Item No. 2 of the Notice</b>  (As an Ordinary Resolution for Confirmation of Interim Dividend on Equity Shares for the year ended 31 <sup>st</sup> March 2016.	1314960	100%	0	0.00	0	0	1314960



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<b>Item No. 3 of the Notice</b> ( As an Ordinary Resolution for the re-appointment of Dr. Mrs. D.N. Medhora who retires by rotation as the ensuring Annual General Meeting and being eligible offering himself for re-appointment.	1314960	100%	0	0.00	0	0	1314960
<b>Item No. 4 of the Notice</b> ( As an Ordinary Resolution for the appointment of M/S. Savla & Associates Chartered Accountants, (Firm Registration No. 109361W) as Statutory Auditors and fix their remuneration.	1314960	100%	0	0.00	0	0	1314960
<b>Item No. 5 of the Notice</b> (As a Special Resolution for the Transactions with Related Parties. Under Section 188 of The Companies Act 2013.	22160	100%	0	0.00	1	0.00	22160

Sr. No.	Particulars	No. of PBF/E-Voting	No. of shares voted
a)	Postal Ballot Forms received	31	1314960
b)	E-Voting Confirmations	0	0
	<b>Total</b>	<b>31</b>	<b>1314960</b>
c)	Less : Invalid no. of votes casted for resolution no 1 to 4	0	0
d)	Valid no. of votes casted for resolution No 1 to 4	31	1314960

Sr. No.	Particulars	No. of PBF/E-Voting	No. of shares voted
a)	Valid Postal Ballot Forms received	31	22160
b)	E-Voting Confirmations	0	0
	<b>Total</b>	<b>31</b>	<b>22160</b>
c)	Less : Invalid no. of votes casted for resolution no 5	0	0
d)	Valid no. of votes casted for resolution No 5	31	22160

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4. Subsequently the votes were unblocked in the presence of two witness i.e. Mr. Gitesh Nimkar and Mr. Pradeep Ghume who are not the employees of the company..
5. The Register and all other papers relating to e-voting/Physical Ballot shall remain in our safe custody until the chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be handed over to the company.

Thanking you

Yours faithfully  
For Rajendra and Co.,  
Company Secretaries

( CS Rajendra Vaze )  
FCS No . 4247 C.P. No 1975

Place : Mumbai  
Date : 28<sup>th</sup> September 2016



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