



CIN No : L24239MH1987PLC043662

October 30, 2017

To,

BSE Ltd.,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street - Fort,
Mumbai – 400 001

Ref.: BSE Scrip Code - 539730

Subject: Voting Results of Postal Ballot

Dear Sir / Madam,

In reference to our letter dated September 28, 2017; we wish to inform you that in accordance to Section 110 of the Companies Act, 2013 (“Act”) read with the Companies (Management and Administration) Rules, 2014 as amended from time to time and other applicable provisions of the Act, Postal Ballot Notice and Form dated September 22, 2017; containing Resolutions as enlisted below were sent to the Shareholders of the Company.

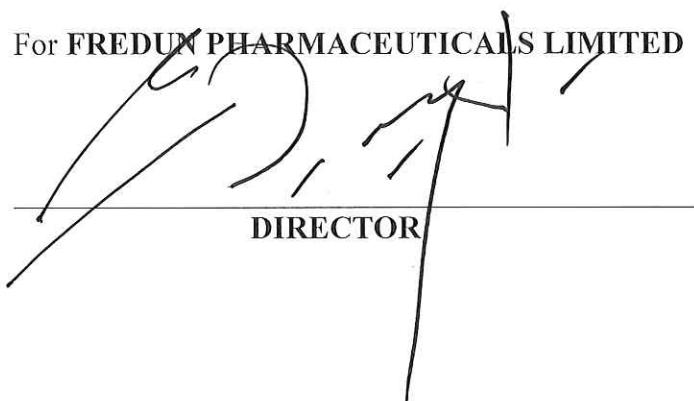
In compliance to Regulation 44(3) of SEBI Listing Regulations, 2015, we hereby submit the Voting Results of the business transacted by the Postal Ballot of the Company, along with the Scrutinizers Report issued by Mr. Rajendra Vaze, M/s. Rajendra R. Vaze, Practising Company Secretaries.

Details of the same are also published on the website of the Company at www.fredungroup.com

Kindly take the same on your Records.

Thanking you,

For **FREDUN PHARMACEUTICALS LIMITED**

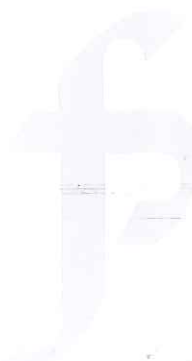


DIRECTOR

Office Address: Manoj Industrial Premises, G.D. Ambekar Marg, Wadala, Mumbai - 400 031, (INDIA)

Factory Address: 14,15,16, Zorabian Industrial Complex, Vevoor, Palghar (E), Dist: Palghar - 401 404.

Phone: 91-22-4031 8111 Fax: 91-22-4031 8133 E-mail: business@fredungroup.com Web: www.fredungroup.com



FREDUN PHARMACEUTICALS LIMITED

Date of AGM / EGM / Postal Ballot	October 30, 2017
Total Number of Shareholders as on the record date (i.e., September 22, 2017 - cut-off date for voting purpose)	543
No. of Shareholders Present in the Meeting either person or through Proxy / who voted on the Resolutions through Postal Ballot / E-voting:- • Promoter and Promoter Group: • Public:	5 13
No. of Shareholders attended the Meeting through video conferencing or through Proxy:- • Promoter and Promoter Group: • Public:	N.A.



A handwritten signature in blue ink, appearing to be "S. S. Joshi", written over the stamp.

Agenda wise Disclosure

Resolution No. 1: To Ratify the Equity Shares issued pursuant to the Shareholder's consent received in an Extraordinary General Meeting held on the 7 th of July 2017.								
Resolution Required (Ordinary / Special)						Special Resolution		
Whether Promoter / Promoter Group are interested in the Agenda / Resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = [(4)/(2)]*100	No. of votes in against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	17,32,210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		17,32,210	100	17,32,210	0	100	0
	Total		17,32,210	17,32,210	100	17,32,210	0	100
Public Institutions	E-voting	Nil	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		Nil	0	0	0	0	0
Public Non Institutions	E-voting	3045	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3045	100	3045	0	100	0
	Total		3045	3045	100	3045	0	100
Total		17,35,255	17,35,255	100	17,35,255	0	100	0



Resolution No. 2: To Approve the variation of Rights in respect of the Preference Shareholders.								
Resolution Required (Ordinary / Special)						Special Resolution		
Whether Promoter / Promoter Group are interested in the Agenda / Resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = [(4)/(2)]*100	No. of votes in against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	17,32,210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		17,32,210	100	17,32,210	0	100	0
	Total	17,32,210	17,32,210	100	17,32,210	0	100	0
Public Institutions	E-voting	Nil	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	Nil	0	0	0	0	0	0
Public Non Institutions	E-voting	3045	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3045	100	3045	0	100	0
	Total	3045	3045	100	3045	0	100	0
Total		17,35,255	17,35,255	100	17,35,255	0	100	0



Resolution No. 3: To issue Equity Shares on Preferential basis to the Preference Shareholders.

Resolution Required (Ordinary / Special)						Special Resolution		
Whether Promoter / Promoter Group are interested in the Agenda / Resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = [(4)/(2)]*100	No. of votes in against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	17,32,210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		17,32,210	100	17,32,210	0	100	0
	Total		17,32,210	17,32,210	100	17,32,210	0	100
Public Institutions	E-voting	Nil	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		Nil	0	0	0	0	0
Public Non Institutions	E-voting	3045	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3045	100	3045	0	100	0
	Total		3045	3045	100	3045	0	100
Total		17,35,255	17,35,255	100	17,35,255	0	100	0



Resolution No. 4: To issue Equity Shares on Preferential basis to Eligible Investors.								
Resolution Required (Ordinary / Special)						Special Resolution		
Whether Promoter / Promoter Group are interested in the Agenda / Resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)]*100$	No. of votes in against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	17,32,210	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		17,32,210	100	17,32,210	0	100	0
	Total		17,32,210	17,32,210	100	17,32,210	0	100
Public Institutions	E-voting	Nil	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		Nil	0	0	0	0	0
Public Non Institutions	E-voting	3045	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3045	100	3045	0	100	0
	Total		3045	3045	100	3045	0	100
Total		17,35,255	17,35,255	100	17,35,255	0	100	0



Resolution No. 5: To issue Equity Shares on Preferential basis to Promoters.

Resolution Required (Ordinary / Special)						Special Resolution		
Whether Promoter / Promoter Group are interested in the Agenda / Resolution						Yes		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = [(4)/(2)]*100	No. of votes in against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutions	E-voting	Nil	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		Nil	0	0	0	0	0
Public Non Institutions	E-voting	3045	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3045	100	3045	0	100	0
	Total		3045	3045	100	3045	0	100
Total		3045	3045	100	3045	0	100	0



[Handwritten Signature]



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

Scrutinizer's Report

[Pursuant to The Companies Act, 2013]

(Rule 22 of The Companies (Management and Administration) Rules 2014

To

The Chairperson
FREDUN PHARMACEUTICALS LIMITED
Regd. Office : 26 Manoj industrial Premises,
G D Ambekar Rd, Wadala
Mumbai 400 031

Dear Madam ,

Sub : Scrutinizer's Report U/S 108 & 110 of The Companies Act, 2013 for voting by the Equity shareholders through Postal Ballot and Remote e voting

1. I, Rajendra Vaze, a Company Secretary in practice. (FCS No 4247 CP No. 1975) of **Rajendra and Co., Company Secretaries** of Devdha Manzil 2nd 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) at the meeting of the Board of Directors of the company held on 22nd September for the purpose of scrutinizing the Postal Ballot/Remote E-Voting process under the provisions of Section 108 of The Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014 related to a Resolution as set out in the notice dated 22nd September 2017.

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 Postal Ballot Voting. 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 on the basis of Postal Ballot papers received by the company.

3. I submit my report as under:

- a) The Company has duly dispatched the Ballot forms to the Equity shareholders of the Company whose name(s) appeared on the Register of Equity shareholders as on 22nd September 2017(i.e. cut- off date)
- b) The Company has provided e-voting facility to all the Equity shareholders registered with the Company.

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(APPROVED BY CENTRAL GOVT. UNDER THE DEPT. OF COMPANY AFFAIRS)



- c) The e-voting period began at 09.00 a.m., on Friday, September 29, 2017 and ended on 05.00 p.m., on Saturday 28th October 2017. The votes received electronically from the Shareholders till Saturday 28th October 2017 upto 05.00 p.m. and the Physical ballot forms received till Saturday 28th October 2017 upto 05.00 p.m. being the last date and time fixed by the Company for e-voting and Physical Postal ballot forms were only considered for my scrutiny.
- d) The total of 18 (Eighteen) Ballot forms were received from the Equity shareholders were given to me and duly held in my safe custody
- e) I have monitored the process of electronic voting through the scrutinizer's secured link
- f) As per the requirement of The Companies Act 2013 the particulars of all votes received (through physical and electronic mode) from the Equity shareholders have been accordingly entered in a register separately maintained for the purpose. None of the incomplete, unsigned or incorrect Ballot forms have been considered .
- g) I further report that the e-voting data and Postal Ballots were scrutinized by me for verification of votes cast in favour and against the resolution.

Combined Report (E voting and Postal Ballot Papers)

Items no. of Notice	Votes in the favour of the Resolution		Votes against the Resolution		Invalid Votes		Total Votes
	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	Nos.
Item No. 1 of the Notice for To ratify the Equity Shares issued pursuant to Shareholders Meeting held on July 7, 2017 as per the In-principal approval received from BSE.	1735255	100%	0	0%	0	0%	1735255
Item No. 2 of the Notice for To approve the variation of Rights in respect to the Preference Shareholders..	1735255	100%	0	0%	0	0%	1735255
Item No. 3 of the Notice for To issue Equity Shares on Preferential basis to the Preference Shareholders as per SEBI guidelines. .	1735255	100%	0	0%	0	0%	1735255
Item No. 4 of the Notice for To issue Equity Shares on Preferential basis to Identified Investors as per SEBI guidelines	1735255	100%	0	0%	0	0%	1735255



Item No. 5 of the Notice for To issue Equity Shares on Preferential basis to the Promoters as per SEBI guidelines	3045	0.18%	0	0%	1732210	99.82	1735255
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4. The Register and all other papers relating to e-voting and Ballot Forms shall remain in our safe custody until the Chairperson considers, approves and signs the minutes and thereafter the same shall be returned and handed over to the company.

5. The Resolution has been passed by the Requisite Majority and deemed to be passed at the General Meeting.

Voting Details :

Sr. No.	Particulars	No. of PBF/ E-Voting	No. of shares voted
a)	Postal Ballot Forms received	18	1735255
b)	Remote E-Voting	0	
	Total	18	1735255
c)	Less : Invalid no. of votes casted for Resolution No 1 to 4	0	0
d)	Valid no. of votes casted (Net)	18	1735255
e)	Total no. of votes with assent for the Resolution	18	1735255
f)	Total no. of votes with dissent for the Resolution	0	0





RAJENDRA & CO.

COMPANY SECRETARIES

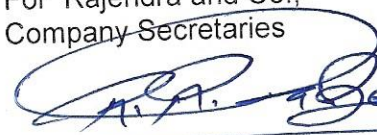
Rajendra R. Vaze

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

Sr. No.	Particulars	No. of PBF/ E-Voting	No. of shares voted
a)	Postal Ballot Forms received	18	1735255
b)	Remote E-Voting	0	
	Total	18	1735255
c)	Less : Invalid no. of votes casted for Resolution No 5	5	1732210
d)	Valid no. of votes casted (Net)	13	3045
e)	Total no. of votes with assent for the Resolution	13	3045
f)	Total no. of votes with dissent for the Resolution	0	0

Thanking you
Yours faithfully
For Rajendra and Co.,
Company Secretaries


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



Place : Mumbai
Date : 30th October 2017

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(APPROVED BY CENTRAL GOVT. UNDER THE DEPT. OF COMPANY AFFAIRS)