

Ref:SPL/Corp.Sec/BSE/2022/255

To,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Re: Regulation 44 (3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 with BSE Limited - Voting results with Scrip Code 524703

Dear Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 of the Listing Agreement this is to inform you that the members of the company at the 37th Annual General Meeting of the Equity Shareholders of Sandu Pharmaceuticals Limited held on Friday, 30th September, 2022 at 4:30 p.m through Vedio conferencing (“ VC”)/ other Audio Audio-Visual means (QAVM) transacted the following business:

Sr. No.	Description	Particulars			
1	Date of the AGM	30 th September 2022			
2	Book Closure Date	24 th September 2022 to 30 th September 2022			
3	Total no. of shareholders on record date	10317			
4	No. of Shareholders present in the meeting either in person or through proxy or through Authorised Representative.: NIL				
5	No. of Shareholders attending Meeting through Video Conferencing -				
	Shareholders	In Person	Proxy	Authorised Representative	Total
	Promoters and Group	6	0	3	9
	Public	32	0	0	32
	Total	0	0	0	41
6	Agenda wise voting results for e-voting and v	As enclosed			

Also attaching herewith our report as Scrutinizers of Annual General Meeting of even date.

Requesting you to kindly take the same on record.

Thanking You,

FOR SANDU PHARMACEUTICALS LTD.

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MHAMBRAV

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PRATIKA MHAMBRAV
COMPANY SECRETARY

CONSOLIDATED VOTING RESULTS

Resolution No 1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2022 and the Reports of the Board of Directors and the Auditors thereon
Resolution Required (Ordinary/Special)	Ordinary Resolution
Whether Promoter/Promoters Group Are interested in the Agenda/Resolution	NO

Category	Mode of Voting	No of Shares	No of Votes Casted	% of votes casted on outstanding Shares	No of votes in favour	No of Votes against	% of votes in favour on votes casted	% of Votes Against on votes casted
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoters Group	E-voting	4443637	4443637	100%	4443637	0	100%	0%
	Ballot		0	0%	0	0	0%	0%
	Total		4443637	100%	4443637	0	100%	0%
Public Institution	E-voting	500	0	0%	0	0	0%	0%
	Ballot	0	0	0%	0	0	0%	0%
	Total	0	0	0%	0	0	0%	0%
Public-Non Institutions	E-voting	4367027	660682	15.13%	660679	3	99.99923%	0.00077%
	Ballot		0	%	0	0	0	0%
	Total		660682	15.13%	660679	3	99.99923%	0.00077%
Total		8810664	5104319	57.93%	5104316	3	99.99992%	0.00008%

Details of Invalid Votes	
Categories	Number of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non- Institution	0

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Resolution No. 2	To Appoint Shashank B Sandu (DIN:00678098), who retires by rotation as a Director
Resolution Required (Ordinary/Special)	Ordinary Resolution
Whether Promoter/Promoters Group Are interested in the Agenda/Resolution	YES

Category	Mode of Voting	No of Shares	No of Votes Casted	% of votes casted on outstanding Shares	No of votes in favour	No of Votes against	% of votes in favour on votes casted	% of Votes Against on votes casted
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoters Group	E-voting	4443637	0	0%	0	0	0%	0%
	Ballot		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public Institution	E-voting	500	0	0%	0	0	0%	0%
	Ballot	0	0	0%	0	0	0%	0%
	Total	0	0	0%	0	0	0%	0%
Public-Non Institutions	E-voting	4367027	660682	15.13%	660679	3	99.996%	0.0004%
	Ballot		0	%	0	0	0	0%
	Total		660682	15.13%	660679	3	99.996%	0.0004%
Total		8810664	660682	7.49%	660679	3	0.001%	0.0004%

Details of Invalid Votes	
Categories	Number of Votes
Promoter & Promoter Group	4443637
Public Institutions	0
Public Non- Institution	0

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Resolution No. 3	To declare dividend on equity shares for the financial year ended 31 st March, 2022.
Resolution Required (Ordinary/Special)	Ordinary Resolution
Whether Promoter/Promoters Group Are interested in the Agenda/Resolution	NO

Category	Mode of Voting	No of Shares	No of Votes Casted	% of votes casted on outstanding Shares	No of votes in favour	No of Votes against	% of votes in favour on votes casted	% of Votes Against on votes casted
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoters Group	E-voting	4443637	4443637	100%	4443637	0	100%	0%
	Ballot		0	0%	0	0	0%	0%
	Total		4443637	100%	4443637	0	100%	0%
Public Institution	E-voting	500	0	0%	0	0	0%	0%
	Ballot	0	0	0%	0	0	0%	0%
	Total	0	0	0%	0	0	0%	0%
Public-Non Institutions	E-voting	4367027	660682	15.13%	660679	3	99.99923%	0.00077%
	Ballot		0	%	0	0	0	0%
	Total		660682	15.13%	660679	3	99.99923%	0.00077%
Total		8810664	5104319	57.93%	5104316	3	99.99992%	0.00008%

Details of Invalid Votes	
Categories	Number of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non- Institution	0

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Resolution No 4	To Approve/Place, Related Party Transactions between Sandu Pharmaceuticals Limited and Sandu Brothers Private Limited
Resolution Required (Ordinary/Special)	Ordinary Resolution
Whether Promoter/Promoters Group Are interested in the Agenda/Resolution	YES

Category	Mode of Voting	No of Shares	No of Votes Casted	% of votes casted on outstanding Shares	No of votes in favour	No of Votes against	% of votes in favour on votes casted	% of Votes Against on votes casted
		(1)	(2)	(3) =[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoters Group	E-voting	4443637	0	0%	0	0	0%	0%
	Ballot		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public Institution	E-voting	500	0	0%	0	0	0%	0%
	Ballot	0	0	0%	0	0	0%	0%
	Total	0	0	0%	0	0	0%	0%
Public-Non Institutions	E-voting	4367027	660664	15.13%	660661	3	99.99923%	0.00077%
	Ballot		0	%	0	0	0	0%
	Total		660664	15.13%	660661	3	99.99923%	0.00077%
Total		8810664	660664	7.498	660661	3	99.99992%	0.00008%

Details of Invalid Votes	
Categories	Number of Votes
Promoter & Promoter Group	304010
Public Institutions	0
Public Non- Institution	0

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Resolution No 5	Ratification of Cost Auditor's Remuneration
Resolution Required (Ordinary/Special)	Ordinary Resolution
Whether Promoter/Promoters Group Are interested in the Agenda/Resolution	NO

Category	Mode of Voting	No of Shares	No of Votes Casted	% of votes casted on outstanding Shares	No of votes in favour	No of Votes against	% of votes in favour on votes casted	% of Votes Against on votes casted
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and Promoters Group	E-voting	4443637	4443637	100%	4443637	0	100%	0%
	Ballot		0	0%	0	0	0%	0%
	Total		4443637	100%	4443637	0	100%	0%
Public Institution	E-voting	500	0	0%	0	0	0%	0%
	Ballot	0	0	0%	0	0	0%	0%
	Total	0	0	0%	0	0	0%	0%
Public-Non Institutions	E-voting	4367027	660682	15.13%	660664	18	99.99918%	0.00082%
	Ballot		0	%	0	0	0	0%
	Total		660682	15.13%	660664	18	99.99918%	0.00082%
Total		8810664	5104319	57.93%	5104316	18	99.99992%	0.00008%

Details of Invalid Votes	
Categories	Number of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non- Institution	0

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FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Issued under UDIN: **A034739D001112651**

To,
The Chairman,
37th Annual General Meeting of the Equity Shareholders of Sandu Pharmaceuticals Limited held on Friday, 30th September, 2022 at 4:30 p. m through Video conferencing (“VC”)/ other Audio Audio-Visual means (QAVM)

Dear Sir,

I, CS Swapnil Jayant Dixit – Proprietor – Swapnil J. Dixit & Associates, Company Secretaries, appointed as Scrutinizer(s) for the purpose of the E-voting taken on the below mentioned resolution(s), at the 37th Annual General Meeting of the Equity Shareholders of Sandu Pharmaceuticals Limited held on Friday, 30th September, 2022 at 4:30 p. m through Video conferencing (“VC”)/ other Audio Audio-Visual means (QAVM) hereby submit my report as under:

1. The facility of casting the votes by the members using an electronic voting system from a place other than place of the AGM (“remote e-voting”) was provided through e-voting platform of National Securities Depository Limited (NSDL).
2. The e-voting facility was open for the shareholders from 10.00 a.m. on Tuesday, 27th September 2022 till 5.00 pm on Thursday, 29th September 2022 and again on 30th September, 2022 from 4.30 p.m. to 6.00 p.m. during the duration of the Annual General Meeting, as per the guidelines of the Ministry of Corporate Affairs.
3. After the time fixed for closing of the e-voting, the results were unlocked and downloaded by me using the credentials from the NSDL e-voting website in presence of two witnesses, not in employment of the Company.
4. As the meeting was held through Video conferencing (“VC”)/ other Audio Audio-Visual means (QAVM), there was no physical voting through ballots.
5. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (“LODR”) relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

6. Scrutinizer's Responsibility:

My responsibility as Scrutinizer fore-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by e-voting platform of National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or NSDL for my verification.

7. The Resolution wise results of the Ballot and E-Voting are as under:

- (1) To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon.

Type of Business: Ordinary Business / Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		99.99
42	5104316	

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		0.00008
2	3	

(iii) Invalid votes:

Total number of members (in person or by proxy or through e voting) whose votes were declared invalid	Total number of votes cast by them
0	0

(2) To Appoint Shashank B Sandu (DIN:00678098), who retires by rotation as a Director

Type of Business: Ordinary Business / Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		12.94%
32	660676	

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		
2	3	0.0008%

(iii) Invalid votes :

Total number of members (in person or by proxy or through e voting) whose votes were declared invalid	Total number of votes cast by them
10	4443637

(3) To declare dividend on equity shares for the financial year ended 31st March, 2022.

Type of Business: Ordinary Business / Ordinary Resolution

Swapnil J. Dixit & Associates

Company Secretaries

Off: S7/B, 1st Floor, Venkatesh-Prasad Building, Bordem – Bicholim – Goa 403504

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	99.99%
Number of members voting through E-Voting		
42	5104316	

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		
2	3	0.00008

(iii) Invalid votes :

Total number of members (in person or by proxy or through e voting) whose votes were declared invalid	Total number of votes cast by them
0	0

(4) To Approve/Place, Related Party Transactions between Sandu Pharmaceuticals Limited and Sandu Brothers Private Limited.

Type of Business: Special Business / Ordinary Resolution

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(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		68.49%
29	660664	

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	3	0.0003%
Number of members voting through E-Voting		
2	3	0.00008

(iii) Invalid votes :

Total number of members (in person or by proxy or through e Voting) whose votes were declared invalid	Total number of votes cast by them
2	301040

(5) Ratification of Cost Auditor's Remuneration

Type of Business: Special Business / Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		99.99
41	5104301	

(ii) Voted against the resolution:

Swapnil J. Dixit & Associates

Company Secretaries

Off: S7/B, 1st Floor, Venkatesh-Prasad Building, Bordem – Bicholim – Goa 403504

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	NA	
Number of members voting through E-Voting		
3	18	0.00008

(iii) Invalid votes :

Total number of members (in person or by proxy or through e Voting) whose votes were declared invalid	Total number of votes cast by them
0	0

8. A list of equity shareholders who voted “FOR”, “AGAINST” for each resolution, as available for download on the from the NSDL e voting platform is enclosed.
9. All relevant records were handed over to the Company Secretary / Director authorized by the Board for safe keeping.

For Swapnil J Dixit & Associates,
Company Secretaries
ICSI Unique Code No: S2017GO544800

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CS Swapnil Jayant Dixit
Proprietor
M. No. A 34739 / C. P. No. 12942
ICSI Peer Review Cert. No.: 1499/2021
Place: Bicholim - Goa
Date: 1st Day of October, 2022
Issued under UDIN: **A034739D001112651**