



# SANDU PHARMACEUTICALS LIMITED

CIN:L24233GA1985PLC001587

Regd. Office: Plot Nos. 25, 26, 29 & 30, Pilerne Industrial Estate, Marra, Saligao, Bardez, Goa 403511.

Tel: +91 832 2407474 / 6715000, E-mail: sandupharma@sandu.in, Website: www.sandu.in

Ref:SPL/Corp.Sec/BSE/2024/254

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 30 and 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 this is to inform you that the members of the company at its 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Sandu Pharmaceuticals Limited held on Monday, 30th September, 2024 at 4:30 p.m through Video conferencing ("VC")/ other Audio Audio-Visual means (QAVM) transacted the following business:

| Sr. No. | Description  | Particulars  |              |                                  |              |
|---------|--|--|--------------|----------------------------------|--------------|
| 1       | Date of the AGM  | 30 <sup>th</sup> September 2024                                    |              |                                  |              |
| 2       | Book Closure Date  | 20 <sup>th</sup> September 2024 to 30 <sup>th</sup> September 2024 |              |                                  |              |
| 3       | Total no. of shareholders on record date                           | 10327  |              |                                  |              |
| 4       | No. of Shareholders attending Meeting through Video Conferencing - |  |              |                                  |              |
|         | <b>Shareholders</b>  | <b>In Person</b>   | <b>Proxy</b> | <b>Authorised Representative</b> | <b>Total</b> |
|         | Promoters and Group  | 6  | 0            | 1                                | 7            |
|         | Public   | 36   | 0            | 6                                | 42           |
|         | Total  | 42   | 0            | 7                                | 49           |
| 5       | Agenda wise voting results for e-voting                            | 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.**

PRATIKA  
PRATHAMESH  
MHAMBRAY  
Digitally signed by  
PRATIKA PRATHAMESH  
MHAMBRAY  
Date: 2024.10.01  
14:24:23 +05'30'

**PRATIKA MHAMBRAY  
COMPANY SECRETARY**



AN ISO 9001:2015 CERTIFIED ORGANISATION

Corporate Office: P. B. No. 17201, Sandu Nagar, D. K. Sandu Marg, Chembur, Mumbai – 400 071.

Tel.: +91 22 2528 4402 / 3306, E-mail: info@sandu.in



**Declaration of results of the voting on resolution(s) set out in the Notice of the 39th Annual General Meeting of the Company held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 30<sup>th</sup> September 2024**

The 39th Annual General Meeting (AGM) of the Company was held on Monday, 30<sup>th</sup> September 2024 at 04:30 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to seek the approval of the members on the resolution(s) as set out in the Notice of the 39th Annual General Meeting in accordance with the provisions of Sections 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs (“MCA Circulars”) and the Securities and Exchange Board of India (“SEBI Circulars”) from time to time permitting the conduct of the AGM through VC/ OAVM facility.

Further, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and provided an e-voting platform to the shareholders, who were present at the AGM through VC/ OAVM and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company has appointed Mr Swapnil Dixit, Practising Company Goa, as the Scrutinizer to conduct the remote e-voting and the e-voting facility provided at the AGM in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the AGM held on 30<sup>th</sup> September 2024, which has been attached hereto. Based on the report of the Scrutinizer dated 01<sup>st</sup> October 2024, it is hereby declared that the Resolution(s) under Item No(s).1 to 8 set out in the Notice, as detailed herein below, have been duly passed by the shareholders with requisite majority.

Thanking You,

**FOR SANDU PHARMACEUTICALS LTD.**

**PRATIKA**  
**PRATHAMESH**  
**MHAMBRAY**

Digitally signed by  
PRATIKA PRATHAMESH

MHAMBRAY  
Date: 2024.10.01  
14:24:50 +05'30'

**PRATIKA MHAMBRAY**  
**COMPANY SECRETARY**



**CONSOLIDATED VOTING RESULTS**

|  |   |
|--|---|
| Resolution No 1  | To adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024 |
| 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       | 4144730        | 4144730            | 100%                                    | 4144730               | 0                   | 100%                                 | 0%                                 |
|                               | Ballot         |                | 0                  | 0%                                      | 0                     | 0                   | 0%                                   | 0%                                 |
|                               | Total          |                | 4144730            | 100%                                    | 4144730               | 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       | 5515760        | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |                | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |                | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
| <b>Total</b>                  |                | <b>9660990</b> | <b>5744369</b>     | <b>59.4594%</b>                         | <b>5744364</b>        | <b>5</b>            | <b>99.9997%</b>                      | <b>0.0003%</b>                     |

| <b>Details of Invalid Votes</b> |                        |
|---------------------------------|------------------------|
| <b>Categories</b>               | <b>Number of Votes</b> |
| Promoter & Promoter Group       | 0                      |
| Public Institutions             | 0                      |
| Public Non- Institution         | 0                      |



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|--|--|
| Resolution No 2  | To adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024. |
| 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       | 4144730      | 4144730            | 100%                                    | 4144730               | 0                   | 100%                                 | 0%                                 |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0%                                   | 0%                                 |
|                               | Total          |              | 4144730            | 100%                                    | 4144730               | 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       | 5515760      | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |              | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
| Total                         |                | 9660990      | 5744369            | 59.4594%                                | 5744364               | 5                   | 99.9997%                             | 0.0003%                            |

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



|  |  |
|--|--|
| Resolution No. 3   | To Reappoint Mr. Shashank 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       | 4144730        | 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       | 5515760        | 1684639            | 30.5423%                                | 1684634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |                | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |                | 1684639            | 30.5423%                                | 1684634               | 5                   | 99.9997%                             | 0.0003%                            |
| <b>Total</b>                  |                | <b>9660990</b> | <b>1684639</b>     | <b>17.4375%</b>                         | <b>1684634</b>        | <b>5</b>            | <b>99.9997%</b>                      | <b>0.0003%</b>                     |

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



|  |   |
|--|---|
| Resolution No. 4   | To declare dividend on equity shares for the financial year ended 31 <sup>st</sup> March, 2024. |
| 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       | 4144730      | 4144730            | 100%                                    | 4144730               | 0                   | 100%                                 | 0%                                 |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0%                                   | 0%                                 |
|                               | Total          |              | 4144730            | 100%                                    | 4144730               | 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       | 5515760      | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |              | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
| Total                         |                | 9660990      | 5744369            | 59.4594%                                | 5744364               | 5                   | 99.9997%                             | 0.0003%                            |

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



|  |   |
|--|---|
| 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       | 4144730      | 4144730            | 100%                                    | 4144730               | 0                   | 100%                                 | 0%                                 |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0%                                   | 0%                                 |
|                               | Total          |              | 4144730            | 100%                                    | 4144730               | 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       | 5515760      | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |              | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
| Total                         |                | 9660990      | 5744369            | 59.4594%                                | 5744364               | 5                   | 99.9997%                             | 0.0003%                            |

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



|  |   |
|--|---|
| Resolution No 6  | To Appoint Shri Vijay Kottapalli (DIN:10245156) as Non-Executive Independent Director |
| Resolution Required (Ordinary/Special)                                   | Special 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       | 4144730      | 4144730            | 100%                                    | 4144730               | 0                   | 100%                                 | 0%                                 |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0%                                   | 0%                                 |
|                               | Total          |              | 4144730            | 100%                                    | 4144730               | 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       | 5515760      | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |              | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
| Total                         |                | 9660990      | 5744369            | 59.4594%                                | 5744364               | 5                   | 99.9997%                             | 0.0003%                            |

| 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. 7   | To appoint Smt. Jayashree Sandu (DIN: 07480177) n as a Non-Executive Non-Independent Women Director of the Company, who is above 75 years of age |
| Resolution Required (Ordinary/Special)                                   | Special 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       | 4144730      | 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       | 5515760      | 1684639            | 30.5423%                                | 1684634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |              | 1684639            | 30.5423%                                | 1684634               | 5                   | 99.9997%                             | 0.0003%                            |
| Total                         |                | 9660990      | 1684639            | 17.4375%                                | 1684634               | 5                   | 99.9997%                             | 0.0003%                            |

**Details of Invalid Votes**

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




|  |  |
|--|--|
| Resolution No 8  | Increase in Remuneration payable to Statutory Auditors |
| 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       | 4144730      | 4144730            | 100%                                    | 4144730               | 0                   | 100%                                 | 0%                                 |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0%                                   | 0%                                 |
|                               | Total          |              | 4144730            | 100%                                    | 4144730               | 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       | 5515760      | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
|                               | Ballot         |              | 0                  | 0%                                      | 0                     | 0                   | 0                                    | 0%                                 |
|                               | Total          |              | 1599639            | 29.0012%                                | 1599634               | 5                   | 99.9997%                             | 0.0003%                            |
| Total                         |                | 9660990      | 5744369            | 59.4594%                                | 5744364               | 5                   | 99.9997%                             | 0.0003%                            |

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

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

  
CS Swapnil Jayant Dixit  
Proprietor  
M. No. A 34739 / C. P. No. 12942  
ICSI Peer Review Cert. No.: 1499/2021  
Place: Bicholim - Goa  
Date: 1<sup>st</sup> Day of October, 2024



**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: **A034739F001390093**

To,  
The Chairman,  
39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Sandu Pharmaceuticals Limited held on  
Monday, 30<sup>th</sup> September, 2024 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 39<sup>th</sup>  
Annual General Meeting of the Equity Shareholders of Sandu Pharmaceuticals Limited held on Monday,  
30<sup>th</sup> September, 2024 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 Friday, 27<sup>th</sup> September  
2024 till 5.00 pm on Sunday, 29<sup>th</sup> September 2024 and again on 30<sup>th</sup> September, 2024 from 4.30  
p.m. to 6.00 p.m. 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 adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024.

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                    | 5744364                      | 99.99                                 |
| 40   |                              |                                       |

(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                               |
| 3  | 5                            |                                       |

(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                                  |



## Swapnil J. Dixit & Associates

Company Secretaries

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

- (2) To adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024.

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                                 |
| 40   | 5744364                      |                                       |

(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                               |
| 3  | 5                            |                                       |

(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                                  |



(3) To Reappoint Mr. Shashank 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                    |                              | 99.99%                                |
| 32   | 1684634                      |                                       |

(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                    |                              |                                       |
| 3  | 5                            | 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 |
|---|------------------------------------|
| 0   | 0                                  |



(4) To declare dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2024.

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%                                |
| 40   | 5744364                      |                                       |

(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                    |                              |                                       |
| 3  | 5                            | 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                                  |



(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%                                |
| 40   | 5744364                      |                                       |

(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                    |                              | 0.0008%                               |
| 3  | 5                            |                                       |

(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                                  |





(6) Appointment of Shri Vijay Kottapalli (DIN:10245156) as Non Executive Independent Director.

Type of Business: Special Business / special 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                                 |
| 40   | 5744364                      |                                       |

(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                    |                              |                                       |
| 3  | 5                            | 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                                  |



(7) Appointment of Smt Jayshree Sandu (Din:07480177) as Non Executive Non Independent Women Director of The Company who is above 75 Years of age.

Type of Business: Special Business / Special 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%                                |
| 32   | 1684634                      |                                       |

(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                    |                              |                                       |
| 3  | 5                            | 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 |
|---|------------------------------------|
| 0   | 0                                  |



(8) Increase in remuneration payable to Statutory Auditors

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                           | 99.99%                                |
| Number of members voting through E-Voting                    |                              |                                       |
| 40   | 5744364                      |                                       |

(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                    |                              |                                       |
| 3  | 5                            | 0.0010%                               |

(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



CS Swapnil Jayant Dixit  
Proprietor  
M. No. A 34739 / C. P. No. 12942  
ICSI Peer Review Cert. No.: 1499/2021  
Place: Bicholim - Goa  
Date: 1<sup>st</sup> Day of October, 2024  
Issued under UDIN: **A034739F001390093.**

