

GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 55th Annual General Meeting of Anuh Pharma Limited held on Friday, July 24, 2015 at 12.00 noon at 6th Floor, Babasaheb Dahanukar Hall, Maharashtra Chamber of Commerce, Industry & Agriculture, Oricon House, 12, K. Dubash Marg, Mumbai 400 001.

Dear Sir,

1. I, Prasanjit Kumar Baul, Partner of Gupta Baul & Associates, Company Secretaries, Mumbai, appointed as Scrutinizer by the Board of Directors of Anuh Pharma Limited (Company) for the purpose of scrutinizing remote e-voting process and voting through ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated June 12, 2015, convening the 55th Annual General Meeting of the Company.
2. The Company had availed the remote e-voting facility provided by Central Depository Services Limited ("CDSL"), the Agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.
3. The shareholders holding equity shares as on the "cut-off date" i.e. July 17, 2015 were entitled to vote on the resolutions proposed in the Notice calling the 55th Annual General Meeting of the Company. The remote e-voting was concluded on July 23, 2015.
4. Ballot Box which was being kept for the purpose of voting through ballots were locked by me and were opened on closure of the meeting and all the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by Company/Registrar and Transfer Agents of the Company.
5. I have issued a separate scrutinizer's report dated July 24, 2015 on the remote e-voting and voting through ballot process at the venue of the meeting on the basis of the votes exercised by the shareholders of the Company
6. As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of voting through ballot process at the venue of the meeting as under in Annexure 1

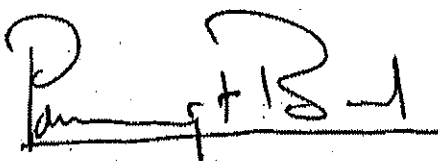


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7. The electronic data and all other relevant records relating to the remote e-voting and poll is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
8. All the aforesaid resolutions were passed with requisite majority.

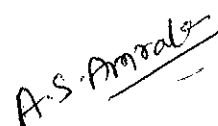
Thanking you,
Yours truly
For Gupta Baul & Associates



Prasanjit Kumar Baul
Partner
M. No. 34347
CP No. 12981

Place: Mumbai
Date: July 25, 2015

Countersigned by:
For Anuh Pharma Limited



Ashwini Ambrale
Company Secretary

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Annexure 1

Consolidated Report of the Remote E-Voting Together With That Of Voting through Ballot Process At The Venue Of The Meeting

(a) **Resolution No. 1: Ordinary Resolution** - *To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.*

(i) Voted **in favour** of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |

(ii) Voted **against** the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(b) **Resolution No. 2: Ordinary Resolution** - *To appoint a Director in place of Mr. Bharat N. Shah (DIN: 00083354) who retires by rotation and, being eligible offers himself for re-appointment.*

(i) Voted **in favour** of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |



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(ii) Voted against the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(c) Resolution No. 3: Ordinary Resolution - To appoint a Director in place of Mr. Lalitkumar P. Shah (DIN: 00396345) who retires by rotation and, being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |

(ii) Voted against the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |



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(d) Resolution No. 4: Ordinary Resolution - To declare dividend for the Financial Year 2014-15

(i) Voted in favour of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |

(ii) Voted against the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(e) Resolution No. 5: Ordinary Resolution - To ratify appointment of Statutory Auditors and fix their remuneration.

(i) Voted in favour of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |

(ii) Voted against the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |



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(iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(f) Resolution No. 6: Ordinary Resolution – To re-appoint Mr. Girikrishna Maniar, (Fellow Membership No. 8202) as a Cost Auditor

(i) Voted in favour of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |

(ii) Voted against the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(g) Resolution No. 7: Ordinary Resolution – To increase the Authorised Share Capital of the Company

(i) Voted in favour of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 583 | 5945349 | 100% |



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(ii) Voted **against** the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 1 | 100 | 0 |

(iii) **Invalid** Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(h) **Resolution No. 8: Special Resolution** – *To alter the Memorandum of Association of the Company.*

(i) Voted **in favour** of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |

(ii) Voted **against** the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) **Invalid** Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |



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(i) **Resolution No. 9: Special Resolution** – *To alter the Articles of Association of the Company.*

(i) Voted **in favour** of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 584 | 5945449 | 100% |

(ii) Voted **against** the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(j) **Resolution No. 10: Special Resolution** – *To authorize Board of Directors to borrow moneys on behalf of the Company*

(i) Voted **in favour** of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 583 | 5945349 | 100% |

(ii) Voted **against** the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 1 | 100 | 0 |



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(iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(k) Resolution No. 11: Special Resolution – *To authorize Board of Directors to create mortgage/pledge/hypothecation/charge on all or any of the movable / immovable properties of the Company.*

(i) Voted in favour of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 582 | 5945049 | 100% |

(ii) Voted against the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 2 | 400 | 0.00 |

(iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

(l) Resolution No. 12: Special Resolution – *To issue Bonus Shares*

(i) Voted in favour of the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 583 | 5945349 | 100% |



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(ii) Voted **against** the resolution:

| Number of members voted through evoting platform and present and voting (in person or by proxy) at the Annual General Meeting | Number of voted cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 1 | 100 | 0 |

(iii) **Invalid** Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 9 | 2685 |

