

# **EARUM PHARMACEUTICALS LIMITED**

**CIN: L24230GJ2012PLC071299**

**Regd. Office:** S.F. Shop – 3/2/B Samruddhi Residency, Raspan Arcade, Cross Road, Nr. Satyam Complex, Nikol, Ahmedabad - 382 350

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**Date:** 18<sup>th</sup> September, 2023

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai –400 001

Dear Sir / Madam,

**Subject: Scrutinizer Report for Annual General Meeting of 2022-23**  
**Ref: Security Id: EARUM / Code: 542724**

Pursuant to Section 108 and 109 of the Company Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, we are submitting herewith the Scrutinizer Report of the Annual General Meeting of the Company held on i.e. Saturday, 16<sup>th</sup> September, 2023 at 12:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Kindly take the same on your record and oblige us.

Thanking You.

**For, Earum Pharmaceuticals Limited**

**Vijaykumar Patel**  
**Managing Director**  
**DIN: 08073622**

SCRUTINIZER'S REPORT

[PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, AS AMENDED]

To,  
Chairman of Annual General Meeting of the Equity Shareholders of Earum Pharmaceuticals Limited  
Held on Saturday, 16<sup>th</sup> September, 2023 at 12:00 P.M. through Video Conference ("VC") / Other  
Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Gaurav Bachani, Proprietor of Gaurav Bachani & Associates, Company Secretaries, Ahmedabad have been appointed as Scrutinizer by the Board of Directors of Earum Pharmaceuticals Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 23<sup>rd</sup> August, 2023 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated April 8, 2020, April 13 2020, May 5 2020, January 13, 2021, December 8, 2021, December 14, 2021, and May 5, 2022, respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM") through VC/ OAVM. The AGM was convened on Saturday, 16<sup>th</sup> September, 2023 at 12:00 P.M. through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company.
2. In compliance with the MCA Circulars and SEBI Circular dated May 13, 2022, the Notice was sent through electronic mode to the equity shareholders whose email address is registered with the Company / Registrar & Transfer Agent of the Company / National Securities Depository Limited ("NSDL") / Central Depository Services Limited ("CDSL") / Depository Participants. *However, the proof of dispatch of Notice to the equity shareholders is not provided by the Company.*
3. The Company is in process to upload Notice on the website of the Stock Exchange of BSE Limited i.e. www.bseindia.com along with shareholders' facility to exercise their right to vote on the resolutions contained in the Notice calling the Meeting using an electronic voting system before the Meeting on the dates referred to in the Notice and after the Meeting.
4. In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on 25<sup>th</sup> August, 2023, in English Newspaper and Regional Language Newspaper respectively specifying the day, date and time of the AGM. *However, proof of advertisement is not provided by the Company.*
5. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize process of remote e-voting.
6. **Management's Responsibility**

The management of the Company is responsible for ensuring 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.



7. **Scrutinizer's Responsibility**

My responsibility as Scrutinizer for the e-voting process (i.e. remote e-voting) is restricted to making a 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 National Securities Depository Limited, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility.

8. **Cut-off date**

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 9<sup>th</sup> September, 2023, were entitled to vote on the resolutions (item no. 1 to 17 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

9. **Remote e-voting process**

The remote e-voting period remained open from Wednesday, 13<sup>th</sup> September, 2023, at 9:00 A.M. and ends on Friday, 15<sup>th</sup> September, 2023 at 5:00 P.M.

The votes cast during the remote e-voting were unblocked on Saturday, 16<sup>th</sup> September, 2023, after the conclusion of the AGM and were witnessed by two witnesses, who are not in the employment of the Company.

10. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to the vote, were generated from the e-voting website of National Securities Depository Limited. Based on the report generated by National Securities Depository Limited and relied upon by me, data regarding remote e-voting was scrutinized on a test check basis.

11. I submit herewith the Scrutinizer's Report on the results of the remote e-voting, based on the reports generated by National Securities Depository Limited, scrutinized on a test check basis and relied upon by me as under:-

Resolution No.	Votes in favour of the Resolution		Votes in Against of the Resolution		Invalid Votes
	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	
01	21040333	99.45%	117342	0.55%	0
02	21016391	99.33%	141284	0.67%	0
03	21074283	99.78%	47495	0.22%	0
04	20059534	94.85%	1088141	5.15%	0
05	20347544	96.22%	800131	3.78%	0
06	21046687	99.52%	100988	0.48%	0
07	20833403	98.85%	241980	1.15%	0
08	20781393	98.72%	269373	1.28%	0
09	21020394	99.74%	54989	0.26%	0
	20847450	98.92%	226933	1.08%	0
	20952933	99.42%	122450	0.58%	0
	20935408	99.34%	139975	0.66%	0



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Tel: 90166-14499 Mobile: 95-1010-6644 E-mail: csgauravbachani@gmail.com

Resolution No.	Votes in favour of the Resolution		Votes in Against of the Resolution		Invalid Votes
	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	
13	20935399	99.34%	139984	0.66%	0
14	20930408	99.31%	144975	0.69%	0
15	20989193	99.62%	80067	0.38%	0
16	20491867	97.58%	508516	2.42%	0
17	20226236	95.97%	849147	4.03%	0

**Based on the aforesaid results, I report that all resolutions as set out in the Notice has been passed with the requisite majority.**

The report for e-voting for votes cast by the Shareholders of the Company will be handed over to the Company upon declaration of results.

For, Gaurav Bachani & Associates  
Company Secretaries

*Gaurav Bachani*

Gaurav V. Bachani  
Proprietor  
ACS No.: 61110  
COP No.: 22830  
FRN: S2020GJ718800  
Peer Review Certificate No.: 2126/2022  
UDIN: A061110E001030991



**COUNTERSIGNED BY:**  
For, Earum Pharmaceuticals Limited

Vijaykumar Patel  
Chairman of AGM

Date: 18/09/2023  
Place: Ahmedabad

**WITNESSED BY:**

*Rahi Thakkar*

Ms. Rahi Thakkar

*Margi Dedaniya*

Ms. Margi Dedaniya