



**SCRUTINIZER'S REPORT**

**Form No MGT – 13**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,

The Chairman of Extra-Ordinary General Meeting (EGM No. 01/2024-2025) ("EGM") of members of Vivo Bio Tech Limited held on Friday, February 07, 2025 at 12:30 P.M. (noon) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on Remote E-Voting conducted for the Extra-Ordinary General Meeting (EGM No. 01/2024-2025).**

I, CS Vinay Babu Gade, Company Secretary in whole-time Practice, having office at Hyderabad, Telangana was appointed as the Scrutinizer by the Board of Directors of **Vivo Bio Tech Limited** (CIN: L65993TG1987PLC007163) having registered office at 03<sup>rd</sup> Floor, Ilyas Mohammed Khan Estate, 8-2-672/5&6, Road No.1, Banjara Hills, Hyderabad - 500034, Telangana (the "Company") in the Board Meeting held on January 09, 2025 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

**My scope as a Scrutinizer is:**

- a. To scrutinize the votes casted through electronic means (the "e-voting") and check whether the remote e-voting process was in fair and transparent manner held between Monday, February 03, 2025 (9:00 a.m. IST) and Thursday, February 06, 2025 (5:00 p.m. IST) as stated in the Notice of the EGM.
- b. To scrutinize the votes casted through e-voting at EGM and check whether the voting process by use of e-voting at the EGM held on Friday, February 07, 2025 at 12:30 P.M. (noon) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), is conducted in a fair and transparent manner.

**Notice of the Extra-Ordinary General Meeting:**

The e-Notice dated January 09, 2025 convening EGM of the equity shareholders of the Company held on Friday, February 07, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") at 12:30 P.M. (noon) was sent through e-mail on January 11, 2025 to the shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on January



3, 2025. Pursuant to General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and latest Circular being, General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") and also Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular number SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") the Notice of EGM was sent through electronic mode.

**Cut-Off Date:**

The shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on the "cut-off" date of Friday, January 31, 2025 were entitled to vote on the resolution(s) as set out at item nos.1 in the Notice of the EGM.

**Newspaper Advertisement:**

A public notice by way of an advertisement in newspapers was published by the Company on January 12, 2025 immediately on the completion of dispatch of notices of the EGM, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, in Financial Express (English newspaper having nationwide circulation) and Nava Telangana (principal vernacular language newspaper of the State in which the registered office is situated) for the purpose of e-voting.

**Service Provider for E-Voting:**

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force the Company has arranged for remote e-voting facility to its shareholders through Central Depository Services (India) Limited (CDSL), (the "Agency").

The e-voting period commenced on Monday, February 03, 2025 (9:00 a.m. IST) and ended on Thursday, February 06, 2025 (5:00 p.m. IST). The Agency e-voting platform [[www.evotingindia.com](http://www.evotingindia.com)] was blocked thereafter and the votes cast under e-voting facility were then unblocked by me on Friday, February 07, 2025 at 05:36 P.M. (IST) in presence of Mr. Trinath and Mr. Govind, two witnesses not being in the employment of the Company.

At the EGM of the Company held on Friday, February 07, 2025 at 12:30 P.M. (noon) the Company had also provided e-voting facility to the shareholders present at the EGM through



VC / OAVM and who had not participated in the e-voting facility provided during Monday, February 03, 2025 (9:00 a.m. IST) to Thursday, February 06, 2025 (5:00 p.m. IST) to cast their votes.

After the closure of e-voting at the EGM, the report on voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company and the combined report has been generated based on the data downloaded from the CDSL e-voting system.

I have scrutinized and reviewed the remote e-voting prior and during the EGM and votes cast therein, based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to voting through electronic means on the resolution(s) contained in the notice to the EGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution(s) stated in the EGM notice, based on the reports generated from e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at EGM in respect of the said resolution(s) as per the provisions of Section 108 and 109 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**SPECIAL BUSINESS:**

**Item No. 1 - TO APPROVE THE ISSUE OF CONVERTIBLE EQUITY WARRANTS TO CERTAIN IDENTIFIED PROMOTER/PROMOTER GROUP AND NON-PROMOTER PERSONS/ENTITIES ON PREFERENTIAL BASIS:**

**(Special Resolution)**

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
53	1607036	99.93

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
6	1124	0.07

**(iii) Invalid Votes:**



**VINAY BABU GADE**<sub>ACS, LLB</sub>  
Company Secretary in Practice

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Total Number of Members (Invalid)	Total number of votes cast by them
Nil	Nil

I further confirm that the registers and records generated from the remote e-voting platform of Service Provider including the registers maintained by us in respect of the votes casted through electronic means are being maintained in electronic form.

Based on the aforesaid results, the resolution no. 1 was passed with requisite majority. You may accordingly declare the same.

All relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the EGM and the same shall be handed over to the Chairman / Company Secretary for safe keeping.


Thanking you,

Yours faithfully,


**Scrutinizer**  
**G Vinay Babu**  
Company Secretary in Practice  
ACS No.: 20592.CP No.: 20707  
UDIN: A020592F003897586  
Date: 07/02/2025  
Place: Hyderabad

**Countersigned by**  
**For Vivo Bio Tech Limited**

  
**A V Kiran**  
Company Secretary  
Date: 07/02/2025  
Place: Hyderabad

