



Pharmaceuticals Limited

**Registered & Corporate Office :**

Plot No. 72, H. No. 8-2-334/3 & 4, Road No. 5,

Opp. SBI Executive Enclave, Banjara Hills,

Hyderabad - 500 034, Telangana, INDIA.

Tel : +91-40-2525 9999, Fax : +91-40-2525 9889

CIN : L24239TG1987PLC008066

Email: info@smspharma.com, www.smspharma.com

Date: 11<sup>th</sup> August, 2023

To

The Manager,  
Corporate Filings Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.

The Manager,  
Listing Compliance Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051.

**Security Code: 532815**

**Symbol: SMSPHARMA**

**Sub: Submission of Voting Results of Postal Ballot and Scrutinizer's Report under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Dear Sir/ Madam,

This is further to our letter dated 10<sup>th</sup> July, 2023 regarding the Postal Ballot Notice seeking approval of Members of the Company for the resolutions as set out in the said Postal Ballot Notice.

We wish to inform that, based on the scrutinizer report dated 10<sup>th</sup> August, 2023 on the Postal Ballot, the members of the Company have duly passed the resolution(s) as set out in the Notice approving the following:

1. Re-appointment of Mr. Shravan Kudaravalli (DIN: 06905851) as an Independent Director of the Company, for a further period of 5 (Five) consecutive years -Special Resolution.

In view of the above, please find enclosed herewith the following documents:

- a) Details of voting results in the format specified under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 - **Annexure I**
- b) Report of the Scrutinizer dated 10<sup>th</sup> August, 2023, issued by Mr. C. Sudhir Babu, Practicing Company Secretary, Hyderabad-**Annexure II**

The resolutions as set out in Postal Ballot Notice are passed with requisite majority on 10<sup>th</sup> August, 2023 (the last date for e-voting)

The voting results and scrutinizer report will also be hosted on the Company's website viz. [www.smspharma.com](http://www.smspharma.com) and Central Depository Services (India) Limited website viz. [www.evotingindia.com](http://www.evotingindia.com)

Request you to kindly take the same on record.

Thanking you

Yours faithfully

**For SMS Pharmaceuticals Limited**

**Thirumalesh Tumma**  
**Company Secretary**

Encl: as above

**SMS PHARMACEUTICALS LIMITED - POSTAL BALLOT**

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

<b>The details of the voting results passed through Postal Ballot are furnished below</b>	
Date of Postal Ballot (Last Date of Postal Ballot- E-Voting)	10th August, 2023
Total number of shareholders on cut-off date i.e <b>07th July, 2023</b>	25,167
Date of commencement of E-voting for the Postal Ballot	Wednesday, 12th July, 2023 at 9.00 a.m. (IST)
Date of end of E-voting for the Postal Ballot	Thursday, 10th August, 2023 at 5.00 p.m. (IST)
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable (Resolutions Passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable (Resolutions Passed through Postal Ballot)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Shravan Kudravalli (DIN: 06905851) as an Independent Director of the Company, for a further period of 5 (Five) consecutive years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll	54445010						
	Postal Ballot (if applicable)		54445010	100.0000	54445010	0	100.0000	0.0000
	<b>Total</b>	54445010	54445010	100.0000	54445010	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll	571032						
	Postal Ballot (if applicable)		250	0.0438	250	0	100.0000	0.0000
	<b>Total</b>	571032	250	0.0438	250	0	100.0000	0.0000
Public- Non Institutions	E-Voting							
	Poll	29635988						
	Postal Ballot (if applicable)		4259807	14.3738	4235182	24625	99.4219	0.5781
	<b>Total</b>	29635988	4259807	14.3738	4235182	24625	99.4219	0.5781
<b>Total</b>		84652030	58705067	69.3487	58680442	24625	99.9581	0.0419
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	30000



**CSB Associates**

Company Secretaries

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Basheerbagh, Hyderabad - 500001.  
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**REPORT OF SCRUTINIZER**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies  
(Management and Administration) Rules, 2014]

To  
The Chairman,  
SMS Pharmaceuticals Limited,  
Hyderabad.

**Scrutinizer's Report on Postal Ballot voting by way of electronic means (e-voting)  
conducted pursuant to provisions of Section 108 and 110 of Companies Act, 2013 read  
with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

Sir,

I, C. Sudhir Babu, Practicing Company Secretary having my office at # 307, Babukhan Estate, Basheerbagh, Hyderabad - 500001, was appointed as Scrutinizer by the Board of Directors of M/s. SMS Pharmaceuticals Limited pursuant to Section 108 and 110 of the Companies Act, 2013 ("Act") and the Rules thereunder for the purpose of scrutinizing the electronic voting process (e-voting) in respect of the Resolutions as set out in the Notice dated May 24, 2023 ("Postal Ballot Notice") in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Section 110 of the Act read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in terms of the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 in relation to "Clarification on passing of Ordinary and Special Resolutions by Companies under Companies Act, 2013 read with Rules made thereunder on account of the threat posed by COVID-19-Extension of timeline" issued by the Ministry of Corporate Affairs ("MCA Circulars") and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard ("SS-2") issued by the Institute of Company Secretaries of India (ICSI) on General





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Meetings, as amended, in respect of the resolutions as set out in the notice of the Postal Ballot.

I hereby submit my report as under:

- (1) The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder including MCA Circulars relating to e-voting on the Resolutions contained in the Notice of Postal Ballot.
- (2) The Company has appointed Central Depository Services Limited (CDSL) as the Agency, for providing the facility of e-voting to the Members of the Company.
- (3) Pursuant to the MCA Circulars the Members of the Company holding equity shares, as on the "cut-off date" i.e., Friday, July 7, 2023 were entitled to vote on the proposed resolutions as set out in the Notice of the Postal Ballot dated May 24, 2023, through e-voting only.
- (4) The e-voting period commenced on Wednesday, July 12, 2023 (9:00 a.m.) and ended on Thursday, August 10, 2023 (5:00 p.m.) at the e-voting Platform on the designated website of CDSL; e-voting facility was blocked forthwith thereafter.
- (5) Pursuant to the provisions of the Act and Circulars issued by the Ministry of Corporate Affairs, the Company has sent Postal Ballot Notice to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and whose e-mail IDs were available with the Company and Depositories, as on the cut-off date i.e., July 7, 2023, through electronic means only and has not dispatched physical notices to any member.
- (6) Pursuant to Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and MCA Circulars, public notices were published by the Company on July 11, 2023 in Financial Express (English Daily) and Nava Telangana (Telugu Daily) informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite documents.





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- (7) I monitored the process of electronic voting (i.e., e-voting) through the scrutinizer's secured link provided by CDSL through its designated website and I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the CDSL e-voting system.
- (8) After completion of e-voting, votes casted by the members were unblocked by me in the presence of two witnesses, who are not in the employment of the Company.
- (9) The e-voting report downloaded from the website of CDSL has been kept separately for the purpose of postal ballot.
- (10) My responsibility as scrutinizer for the e-voting is restricted to ensure that e-voting process is conducted in a fair and transparent manner and issue a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions as specified in the Postal Ballot Notice.
- (11) Based on the data provided by CDSL e-voting system, the total votes cast "in favour" or "against" the resolutions proposed in the notice of the Postal Ballot are as under:

(i) **Resolution - 1: Special Resolution**

Re-appointment of Mr. Shravan Kudaravalli (DIN: 06905851) as an Independent Director of the Company, for a further period of 5 (Five) consecutive years.

(a) Voted in favour of the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
e-voting	217	58680442	99.96

(b) Voted against the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
e-voting	16	24625	0.04





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(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	30000

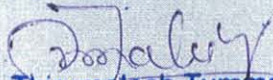
- (12) The aforesaid resolutions have been passed with a requisite majority by the members of the Company.
- (13) The aforesaid resolutions shall be deemed to be passed on 10<sup>th</sup> August, 2023.
- (14) You may accordingly declare the result of the Postal Ballot voting process.
- (15) The relevant records relating to e-voting shall remain in my safe custody until the minutes of Postal Ballot are signed and approved and the same shall thereafter be handed over to the Company Secretary.

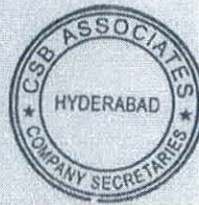
Thanking you,

Place: Hyderabad  
Date: August 10, 2023


Counter Signed by:

For SMS Pharmaceuticals Limited

  
Thirumalesh Tumma  
Company Secretary



Yours faithfully,



C. SUDHIR BABU,  
Practicing Company Secretary,  
Proprietor, CSB Associates,  
CP No. 7666; FCS No. 2724.  
UDIN: F002724E000782351