



SUDARSHAN PHARMA INDUSTRIES LTD

Head Office : 301, Aura Biplax, Premium Retail, Premises, 7, S.V. Road, Borivali (West), Mumbai - 400092.

Email : compliance.spil@gmail.com, **Website:** www.sudarshanpharma.com

Board line : +91-22-42221111/ 42221116 (100 line) **CIN :** U51496MH2008PLC184997

SPIL/CS/SE/2023-2024/22

Date:02.09.2023

To,
Sr. General Manager
Listing Operation
BSE Limited,
P.J. Towers Dalal Street,
Mumbai – 400 001

BSE Scrip Code: 543828
BSE Trading Symbol: SUDARSHAN
ISIN: INE00TV01015

Subject: Summary of Proceedings and Voting Results of the 15th Annual General Meeting ('AGM') of Sudarshan Pharma Industries Limited ('the Company').

Dear Sir/ Madam,

In terms of the General Circulars issued by the Ministry of Corporate Affairs and the SEBI Circulars issued by the Securities and Exchange Board of India and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 15th AGM of the Company was held on Saturday, September 02, 2023, at 4.00 p.m. (IST) through Video Conference ('VC')/Other Audio Visual Means ('OAVM') to transact the business as stated in the AGM Notice dated July 21, 2023 ('Notice'). All the items of business contained in the Notice were transacted and passed by the Members with the requisite majority.

In this regard, please find enclosed the following:

- Summary of the proceedings of the AGM of the Company as required under Regulation 30 read with Part A of Schedule III of the Listing Regulations, as amended.
- Combined voting results of remote e-voting and e-voting conducted during the AGM, in relation to the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations, as amended.
- The Scrutinizer's Report dated September 02, 2023, pursuant to Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended.

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The AGM concluded at 4:42 P.M. (IST).

The voting results along with the Scrutinizer's Report are available on the Company's website at www.sudarshanpharma.com and are also being made available on the website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com.

This is for your information and records.

Thanks & Regards,

Yours faithfully,

For Sudarshan Pharma Industries Limited

Mr. Hemal Mehta
Chairman & Managing Director



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Summary of proceedings of the 15th Annual General Meeting ('AGM/Meeting')

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, the 15th Annual General Meeting of the members of Sudarshan Pharma Industries Limited was held on Saturday, September 02, 2023 at 4.00 p.m. (IST) through two-way Video Conference ('VC')/Other Audio Visual Means ('OAVM') to transact the business as stated in the AGM Notice dated July 21, 2023 ('Notice'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Ms. Ishita Samani, Company Secretary & Compliance Officer, welcomed the Members to the Meeting and briefed them on details relating to their participation in the Meeting through audio-visual means.

Mr. Hemal Mehta, Chairman of the Board, chaired the Meeting. The Chairman welcomed the shareholders to the Meeting and on requisite quorum being present, called the Meeting to order.

All the Directors of the Company were present in the Meeting through Video Conference ('VC')/Other Audio Visual Means ('OAVM'). The Chairman welcomed all the Directors.

The Chairman informed the Members that, the representative of M/s NGST & Associates, Statutory Auditors, M/s. Vishal N. Manseta, Secretarial Auditors and Scrutinizers for the remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through VC.

With the consent of the shareholders, the Notice convening the Meeting and the Auditors' Report was taken as read. There were no qualifications, observations, or adverse remarks in the Statutory & Secretarial Auditors Report.

The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the AGM. The Chairman further informed the Members that, the proceedings of the Meeting could be viewed live by Members by logging on to the website of the Central Depository Services Limited (CSDL).

Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

The Chairman then addressed the Members made his opening remarks with the overview of the present business, and narrated the expansion & growth strategy, digital adoption, employee initiatives & diversity, and financial performance of the Company for the financial year 2022-23.

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With the consent of the shareholders, the Auditors' Report was taken as read. There were no qualifications, observations, or adverse remarks in the Statutory & Secretarial Auditors Report.

In terms of the Notice dated July 21, 2023, convening the 15th AGM of the Company, the following business was transacted at the Meeting through remote e-voting. Item numbers 1 to 3 were Ordinary Resolutions and item number 4 to 11 was a Special Resolution:

1. To receive, consider and adopt the audited Financial Statements of the Company
 - a) Standalone Financial Statements of the company, for the financial year ended 31st March, 2023 including audited Balance Sheet as at 31st March, 2023 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.
 - b) Consolidated Financial Statements of the Group for the financial year ended 31st March, 2023, and the Statement of Profit & Loss and Cash Flow Statement together with the Reports of the Board of the Directors and of the Auditors thereon.
2. Declaration of Dividend.
3. To re-appoint M/s. NGST & Associates., (Firm Regn. No.135159W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held for financial year ended 31st March, 2028 and to authorize the Board of Directors ("the Board") to fix their remuneration.
4. Re-appointment of Mr. Hemal Mehta as Managing Director of the Company for a further period of five years.
5. Re-appointment of Mr. Sachin Mehta as Managing Director of the Company for a further period of five years.
6. To Approve Remuneration of Joint Managing Director
7. To Approve Increase in Remuneration of Managing Director
8. Appointment of Mr. Rushabh Patil, (DIN: 09779021) as an Independent Director.
9. Increase in Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.
10. To approve Employee Stock Option Scheme.
11. To make Borrowings over and above the present limit.

The Chairman informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations read along with the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, each as amended from time to time, the Members were provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL and the facility for e-voting at the AGM for Members who have not cast their vote through the remote e-voting.

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Mr. Vishal Manseta (Membership No. 25183 and CP No. 8981) of M/s. Vishal N. Manseta, Practicing Company Secretaries, was appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process before and during the Meeting, in a fair and transparent manner.

The Chairman thanked all the Members present at the Meeting and then concluded the same by authorizing Ms. Ishita Samani, Company Secretary & Compliance Officer to carry out the e-voting process and declare the voting results. He informed the Members that the consolidated voting results will be disseminated to the BSE Limited and also will be made available on the NSDL's and Company's website within two working days from the conclusion of the Meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their votes from the conclusion of the Meeting. Post the conclusion of the e-voting, the Scrutinizer's Report was received.

All the resolutions have been passed with the requisite majority.

This is for your information and records.

Thanks & Regards,

Yours faithfully,

For Sudarshan Pharma Industries Limited

Mr. Hemal Mehta
Chairman & Managing Director

Sudarshan Pharma Industries Limited

Date of the AGM/EGM	02-09-2023
Total number of shareholders on record date	983
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	17
Promoters and promoter Group:	6
Public:	11



Resolution Details(1)					To receive, consider and adopt the audited Financial Statements of the Company			
Resolution Required					No			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		33,30,338.00	30.33	33,30,338.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	33,30,338.00	30.33	33,30,338.00	-	100.00	-
Total		24065887	1,59,41,111.00	66.24	1,59,41,111.00	-	100.00	-



Resolution Details(2)					Declaration of Dividend			
Resolution Required					No			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		33,30,338.00	30.33	33,30,338.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	33,30,338.00	30.33	33,30,338.00	-	100.00	-
Total		24065887	1,59,41,111.00	66.24	1,59,41,111.00	-	100.00	-



Resolution Details(3)								
Resolution Required					To re-appoint M/s. NGST & Associates., (Firm Regn. No.135159W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held for financial year ended 31st March, 2028 and to authorize the Board of Directors (the Board) to fix their remuneration.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		33,30,338.00	30.33	33,30,338.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	33,30,338.00	30.33	33,30,338.00	-	100.00	-
Total		24065887	1,59,41,111.00	66.24	1,59,41,111.00	-	100.00	-



Resolution Details(4)

Resolution Required

Whether promoter/ promoter group are interested in the agenda/resolution?

Re-appointment of Mr. Hemal Mehta as Managing Director of the Company for a further period of five years.

Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	-	-	-	-	-	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		16,21,200.00	14.76	16,21,200.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	16,21,200.00	14.76	16,21,200.00	-	100.00	-
Total		24065887	16,21,200.00	6.74	16,21,200.00	-	100.00	-



Resolution Details(5)					Re-appointment of Mr. Sachin Mehta as Managing Director of the Company for a further period of five years.			
Resolution Required					Re-appointment of Mr. Sachin Mehta as Managing Director of the Company for a further period of five years.			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	-	-	-	-	-	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		16,21,200.00	14.76	16,21,200.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	16,21,200.00	14.76	16,21,200.00	-	100.00	-
Total		24065887	16,21,200.00	6.74	16,21,200.00	-	100.00	-



Resolution Details(6)					To Approve Remuneration of Joint Managing Director			
Resolution Required					Yes			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	-	-	-	-	-	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		16,21,200.00	14.76	16,21,200.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	16,21,200.00	14.76	16,21,200.00	-	100.00	-
Total		24065887	16,21,200.00	6.74	16,21,200.00	-	100.00	-



Resolution Details(7)					To Approve Increase in Remuneration of Managing Director			
Resolution Required					Yes			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	-	-	-	-	-	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		16,21,200.00	14.76	16,21,200.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	16,21,200.00	14.76	16,21,200.00	-	100.00	-
Total		24065887	16,21,200.00	6.74	16,21,200.00	-	100.00	-



Resolution Details(8)					Appointment of Mr. Rushabh Patil, (DIN: 09779021) as an Independent Director.			
Resolution Required					No			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		33,30,338.00	30.33	33,30,338.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	33,30,338.00	30.33	33,30,338.00	-	100.00	-
Total		24065887	1,59,41,111.00	66.24	1,59,41,111.00	-	100.00	-



Resolution Details(9)					Increase in Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.			
Resolution Required					No			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	12627220	1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total		1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
Public Institutions	E-voting	457600	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total		457600	-	-	-	-	-
Public Non-Institutions	E-voting	10981067	33,30,338.00	30.33	33,30,338.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total		10981067	33,30,338.00	30.33	33,30,338.00	-	100.00
Total		24065887	1,59,41,111.00	66.24	1,59,41,111.00	-	100.00	-

[Handwritten Signature]



Resolution Details(10)					To approve Employee Stock Option Scheme.			
Resolution Required					No			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		33,30,338.00	30.33	33,30,338.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	33,30,338.00	30.33	33,30,338.00	-	100.00	-
Total		24065887	1,59,41,111.00	66.24	1,59,41,111.00	-	100.00	-



Resolution Details(11)								
Resolution Required					To make Borrowings over and above the present limit.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	1,26,10,773.00	99.87	1,26,10,773.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	457600	-	-	-	-	-	-
	Total	457600	-	-	-	-	-	-
Public Non-Institutions	E-voting		33,30,338.00	30.33	33,30,338.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	10981067	-	-	-	-	-	-
	Total	10981067	33,30,338.00	30.33	33,30,338.00	-	100.00	-
Total		24065887	1,59,41,111.00	66.24	1,59,41,111.00	-	100.00	-





VISHAL N. MANSETA (B.Com, A. C. S.)

Practicing Company Secretary

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Web : www.vishalmanseta.com Email : vishal_manseta@rediffmail.com / vishal@vishalmanseta.com

To,
The Chairman,
Sudarshan Pharma Industries Limited,
301,3rd Floor, Aura Biplax,
Above Kalyan Jewellers
S. V. Road,
Borivali (West)
Mumbai – 400 092

Dear Sir,

Sub.: Scrutinizer's Report E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Sudarshan Pharma Industries Limited vide resolution dated May 26, 2023. pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of remote e-voting and e-voting done during the meeting.

As required under Section 101 and 108 of the Companies Act, 2013, Notice dated July 21, 2023 along with Explanatory Statement under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the Ordinary/Special Resolutions as mentioned below:

Ordinary Business:

1. To receive, consider and adopt the Standalone Financial Statements of the Company To receive, consider and adopt the audited Financial Statements of the Company:
 - a) Standalone Financial Statements of the company, for the financial year ended 31st March, 2023 including audited Balance Sheet as at 31st March, 2023 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Report of the Auditors' thereon.
 - b) Consolidated Financial Statements of the Group for the financial year ended 31st March, 2023, and the Statement of Profit & Loss and Cash Flow Statement together with Reports of the Board of Directors and Report of the Auditors thereon
2. To declare dividend of Rs. 0.30/- per equity Shares for the Financial Year ended 31st March, 2023.
3. To re-appoint M/s. NGST & Associates., (Firm Regn. No.135159W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until



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PRACTICING COMPANY SECRETARY

the conclusion of the Annual General Meeting to be held for financial year ended 31st March, 2028 and to authorize the Board of Directors ("the Board") to fix their remuneration.

Special Business:

4. Re-appointment of Mr. Hemal Mehta as Managing Director of the Company for a further period of five years.
5. Re-appointment of Mr. Sachin Mehta as Managing Director of the Company for a further period of five years.
6. To Approve Remuneration of Joint Managing Director.
7. To Approve Increase in Remuneration of Managing Director.
8. Appointment of Mr. Rushabh Patil, (DIN: 09779021) as an Independent Director.
9. Increase in Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.
10. To approve Employee Stock Option Scheme.
11. To make Borrowings over and above the present limit.

passed at the **Annual General Meeting of the Company held on September 02, 2023.**

The Company has also availed the e-voting facility offered by NSDL for conducting e-voting by the Shareholders of the Company.

The e-voting period commenced on Wednesday August 30, 2023 at 9.00 a.m. and ended on Friday, September 01, 2023 at 5.00 p.m. and the NSDL e-voting platform was blocked thereafter. However, E-Voting facility was available for members attending AGM through video conferencing and window was provided to the members to cast their vote after conclusion of AGM.

I have scrutinized and reviewed the voting done through remote e-voting and votes casted through electronic means during the meeting and maintained a register in which necessary entries have been made in accordance with the above rules.

I now submit my Report as under on the result of the voting through remote e-voting and by e-voting on AGM date in respect of the said Resolutions.

Date of AGM	September 02, 2023
Total number of shareholders on Record Date:	983
Cut-off date for e-voting -	August 26, 2023
No. of shareholders Present in meeting either in person or through proxy:	
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoters Group:	6
Public:	11



Agenda –wise

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	<p>To receive, consider and adopt the Standalone Financial Statements of the Company To receive, consider and adopt the audited Financial Statements of the Company:</p> <p>a) Standalone Financial Statements of the company, for the financial year ended 31st March, 2023 including audited Balance Sheet as at 31st March, 2023 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Report of the Auditors' thereon.</p> <p>b) Consolidated Financial Statements of the Group for the financial year ended 31st March, 2023, and the Statement of Profit & Loss and Cash Flow Statement together with Reports of the Board of Directors and Report of the Auditors thereon</p>	Ordinary	E-Voting	The resolution was passed with the requisite majority
2.	To declare dividend of Rs. 0.30/- per equity Shares for the Financial Year ended 31st March, 2023.	Ordinary	E-Voting	The resolution was passed with the requisite majority.
3.	To re-appoint M/s. NGST & Associates., (Firm Regn. No.135159W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held for financial year ended 31st March, 2028 and to authorize the Board of Directors ("the Board") to fix their remuneration.	Ordinary	E-Voting	The resolution was passed with the requisite majority.



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PRACTICING COMPANY SECRETARY

4.	Re-appointment of Mr. Hemal Mehta as Managing Director of the Company for a further period of five years.	Special	E-Voting	The resolution was passed with the requisite majority.
5.	Re-appointment of Mr. Sachin Mehta as Managing Director of the Company for a further period of five years.	Special	E-Voting	The resolution was passed with the requisite majority.
6.	To Approve Remuneration of Joint Managing Director.	Special	E-Voting	The resolution was passed with the requisite majority.
7.	To Approve Increase in Remuneration of Managing Director.	Special	E-Voting	The resolution was passed with the requisite majority.
8.	Appointment of Mr. Rushabh Patil, (DIN: 09779021) as an Independent Director.	Special	E-Voting	The resolution was passed with the requisite majority.
9.	Increase in Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.	Special	E-Voting	The resolution was passed with the requisite majority.
10.	To approve Employee Stock Option Scheme.	Special	E-Voting	The resolution was passed with the requisite majority.
11.	To make Borrowings over and above the present limit.	Special	E-Voting	The resolution was passed with the requisite majority.



Particulars	In favour of the Ordinary/Special Resolution(s)			Against Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
To receive, consider and adopt the Standalone Financial Statements of the Company To receive, consider and adopt the audited Financial Statements of the Company:	26	1,59,41,111	100.00%	-	-	0.00%
a) Standalone Financial Statements of the company, for the financial year ended 31st March, 2023 including audited Balance Sheet as at 31st March, 2023 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Report of the Auditors' thereon.						
b) Consolidated Financial Statements of the Group for the financial year ended 31st March, 2023, and the Statement of Profit & Loss and Cash Flow Statement together with Reports of the Board of Directors and Report of the Auditors thereon						
To declare dividend of Rs. 0.30/- per equity Shares for the Financial Year ended 31st March, 2023.	26	1,59,41,111	100.00%	-	-	0.00%
To re-appoint M/s. NGST & Associates., (Firm Regn. No.135159W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held for financial year ended 31st March,	26	1,59,41,111	100.00%	-	-	0.00%



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PRACTICING COMPANY SECRETARY

2028 and to authorize the Board of Directors ("the Board") to fix their remuneration.						
Re-appointment of Mr. Hemal Mehta as Managing Director of the Company for a further period of five years.	15	16,21,200	100.00%	-	-	0.00%
Re-appointment of Mr. Sachin Mehta as Managing Director of the Company for a further period of five years.	15	16,21,200	100.00%	-	-	0.00%
To Approve Remuneration of Joint Managing Director.	15	16,21,200	100.00%	-	-	0.00%
To Approve Increase in Remuneration of Managing Director.	15	16,21,200	100.00%	-	-	0.00%
Appointment of Mr. Rushabh Patil, (DIN: 09779021) as an Independent Director.	26	1,59,41,111	100.00%	-	-	0.00%
Increase in Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.	26	1,59,41,111	100.00%	-	-	0.00%
To approve Employee Stock Option Scheme.	26	1,59,41,111	100.00%	-	-	0.00%
To make Borrowings over and above the present limit.	26	1,59,41,111	100.00%	-	-	0.00%

The Chairman of the company may declare the results of the e-voting and Poll.

For Vishal N. Manseta
(Practicing Company Secretary)



Vishal N. Manseta
ACS No. : 25183
C.P. No. : 8981

Date : September 02, 2023
Place : Mumbai
UDIN : A025183E000922827

