

THRU ONLINE FILING

14th August, 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 023

Dear Sir,

Re: **Voting Results of the 38th Annual General Meeting held on 14th August, 2023**
alongwith Scrutinizer's Report

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the results of the voting on the proposed resolutions along with the Consolidated Report on the voting issued by Ms. Jigyasa N. Ved, Practicing Company Secretary, Scrutinizer of the 38th Annual General Meeting of the Company held on 14th August, 2023.

In this regard, kindly note that all the six (6) resolutions placed before the shareholders as per the notice of the Annual General Meeting have been passed by requisite majority.

Thanking you

Yours faithfully
For Makers Laboratories Limited

Surbhi Sharma
Company Secretary
ACS 66485

Encl: a/a

: 2 :

Format for Voting Results

1.	Date of the Annual General Meeting	14 th August, 2023
2.	Total number of shareholders on record date	4473
3.	No. of shareholders present in the meeting either in person or through proxy	Nil
	Promoters and Promoters Group	Nil
	Public	Nil
4.	No. of shareholders attended the meeting through video conferencing	34
	Promoters and Promoter Group	8
	Public	26

Resolution 1 (a) Adoption of Audited Financial Statements for the financial year ended 31st March, 2023, Reports of the Board of Directors and Auditors thereon.
(b) Adoption of Audited Consolidated Financial Statements for the financial year ended 31st March, 2023, Reports of the Auditors thereon.
Resolution Required: (Ordinary / Special)
Ordinary
Whether promoter /promoter group are interested in the agenda / resolution?
No

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	3615356	3615356	100.0000	3615356	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3615356	100.0000	3615356	0	100.0000	0.0000
Public Institutional holders	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Others	E-Voting	2284920	51195	2.2406	51195	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		51195	2.2406	51195	0	100.0000	0.0000
Total		5900376	3666551	62.1410	3666551	0	100.0000	0.0000

: 3 :

Resolution 2 – Re-appointment of Mr. Prashant Godha (DIN 00012759) as a Director								
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter /promoter group are interested in the agenda / resolution?					No			
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	3615356	3615356	100.0000	3615356	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3615356	100.0000	3615356	0	100.0000	0.0000
Public Institutional holders	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Others	E-Voting	2284920	51195	2.2406	51195	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		51195	2.2406	51195	0	100.0000	0.0000
Total		5900376	3666551	62.1410	3666551	0	100.0000	0.0000

: 4 :

Resolution 3 – Re-appointment of Ms. R. K. P. Verma (DIN 02166789) as Independent Director for 2nd term of five consecutive years with effect from 13 th February, 2024 till 12 th February, 2029 and continuation in his appointment even after his attaining age of 75 years on 22 nd March, 2024								
Resolution Required: (Ordinary / Special)					Special			
Whether promoter /promoter group are interested in the agenda / resolution?					No			
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	3615356	3615356	100.0000	3615356	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3615356	100.0000	3615356	0	100.0000	0.0000
Public Institutional holders	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Others	E-Voting	2284920	51195	2.2406	51195	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		51195	2.2406	51195	0	100.0000	0.0000
Total		5900376	3666551	62.1410	3666551	0	100.0000	0.0000

: 5 :

Resolution 4 – Re-appointment of Mr. Saahil Parikh (DIN 00400079) as Wholetime Director and remuneration payable to him								
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter /promoter group are interested in the agenda / resolution?					No			
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	3615356	3615356	100.0000	3615356	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3615356	100.0000	3615356	0	100.0000	0.0000
Public Institutional holders	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Others	E-Voting	2284920	51195	2.2406	51195	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		51195	2.2406	51195	0	100.0000	0.0000
Total		5900376	3666551	62.1410	3666551	0	100.0000	0.0000

: 6 :

Resolution 5 – Approval for related party transactions with Ipca Laboratories Ltd.								
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter /promoter group are interested in the agenda / resolution?					Yes			
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	3615356	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutional holders	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Others	E-Voting	2284920	51195	2.2406	51195	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		51195	2.2406	51195	0	100.0000	0.0000
Total		5900376	51195	0.8677	51195	0	100.0000	0.0000



Makers Laboratories Ltd.

Regd. Office : 54-D, Kandivali Indl. Estate, Kandivali (West), Mumbai - 400 067.

CIN: L24230MH1984PLC033389, website: www.makerslabs.com, e-mail: makers@makerslabs.com

: 7 :

Resolution 6 - Remuneration payable to Cost Auditors								
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter /promoter group are interested in the agenda / resolution?					No			
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	3615356	3615356	100.0000	3615356	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3615356	100.0000	3615356	0	100.0000	0.0000
Public Institutional holders	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Others	E-Voting	2284920	51195	2.2406	51195	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		51195	2.2406	51195	0	100.0000	0.0000
Total		5900376	3666551	62.1410	3666551	0	100.0000	0.0000



To,
The Chairman
Makers Laboratories Limited

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting before the 38th Annual General Meeting ('AGM') of Makers Laboratories Limited held on Monday, 14th August, 2023 at 11.30 a.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting during the AGM, conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, Jigyasa N. Ved, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Makers Laboratories Limited pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 38th Annual General Meeting ('AGM') of Makers Laboratories Limited on Monday, 14th August, 2023 at 11.30 a.m. (IST) through VC.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM.

The Notice dated May 22, 2023 convening the AGM, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 (collectively referred to as 'MCA Circulars') and SEBI Circular dated May 12, 2020 December 9, 2020, January 15, 2021 May 13, 2022, January 5, 2023.

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on: Friday, 11 August, 2023 at 09.00 a.m. (IST) and ends on Sunday, 13 August, 2023 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the 'cut-off' date of Monday, 7th August, 2023 were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, August 7, 2023 and as per the Register of Members of the Company.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a) The Audited Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	36,66,551	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 2: Ordinary Resolution

Appoint a Director in place of Mr. Prashant Godha (DIN 00012759) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	36,66,551	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 3: Special Resolution

Re-appointment of Mr. R.K.P Verma (DIN 02166789) as an Independent Director of the Company for second term of five consecutive years with effect from 13th February, 2024 till 12th February, 2029.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	36,66,551	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 4: Ordinary Resolution

Re-appointment of and remuneration payable to Mr. Saahil Parikh (DIN 00400079) as the Whole-time Director of the Company for a further period of 3 years from 11th August, 2023 to 10th August, 2026.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	36,66,551	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 5: Ordinary Resolution

Approval to enter into contracts/transactions with M/s. Ipca Laboratories Limited, a related party.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
25	51,195	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 6: Ordinary Resolution

Ratification of the payment of remuneration to M/s. Kale & Associates (Firm Registration No. 001819), Cost Auditors of the Company for financial year 2023-2024.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	36,66,551	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Thanking you,
Yours faithfully,

JIGYASA
NILESH
VED

Jigyasa N Ved
Parikh & Associates
Practising Company Secretaries
P. R. No: 1129/2021
FCS: 6488 CP No.: 6018
UDIN: F006488E000801216
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

Place: Mumbai

Dated: August 14, 2023