

National Stock Exchange of India Limited Listing Department Exchange Plaza, 5th Floor, Plot No: C/1, G - Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Symbol: ORCHPHARMA	BSE Limited Corporate Relationship Department 1st floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort Mumbai - 400 001 BSE Code: 524372
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Sub: Submission of Outcome of Voting on the Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] along with Scrutinizer Report

Dear Sir/Madam

This is further to our letter dated November 09, 2021 wherein the Company had intimated your good office regarding the Notice of Postal Ballot dated November 01, 2021 issued to the Members of the Company for seeking approval for the following items stated in the said Notice, through Postal Ballot:

1. Approval for related party transaction under Section 188 of the Companies Act, 2013 - Purchase of land and building from M/s Dhanuka Laboratories Limited.
2. Approval for related party transaction under Section 188 of the Companies Act, 2013 - Purchase of land and building from M/s Synmedic Laboratories.

In furtherance of the same, we enclose herewith voting results of the Postal Ballot on the aforesaid Resolutions. The Resolutions of the said postal ballot as mentioned in the Notice dated November 01, 2021, have been passed with requisite majority on December 10, 2021. Mr. Prasanta Kumar Roy Burman, Practising Chartered Accountant, who was appointed as Scrutinizer for the aforesaid Postal Ballot process has submitted his report dated December 12, 2021. The disclosure pursuant to Regulation 44 of the SEBI (LODR) pertaining to the voting results of Postal ballot and the Scrutinizer Report are enclosed herewith.

Kindly take the above information on your records.

Thanking you,

Yours faithfully

For **Orchid Pharma Limited**



Nikita
Company Secretary



To
The Chairman
Orchid Pharma Limited
CIN: L24222TN1992PLC0022994
'Orchid Towers', 313, Valluvarkottam High Road,
Nungambakkam, Chennai - 600 034

Scrutinizer Report on result of Postal Ballot

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

Dear Sir,

I, Prasanta Kumar Roy Burman, Proprietor of M/s. Kumar Roy barman Prasanta & Associates, Chartered Accountants, Membership No. 013905, Firm's Registration No. 330634E, have been duly appointed as the Scrutinizer by the Board of Directors of M/s. Orchid Pharma Limited as required under Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") for the purpose of scrutinizing the voting through electronic means in a fair and transparent manner with respect to the resolutions proposed for approval from members through postal ballot notice dated November 1, 2021 relating to:

1. Approval for related party transaction under Section 188 of the Companies Act, 2013 -Purchase of land and building from M/s Dhanuka Laboratories Limited.
2. Approval for related party transaction under Section 188 of the Companies Act, 2013 - Purchase of land and building from M/s Synmedic Laboratories.

WE SUBMIT OUR REPORT AS UNDER:

1. The Company has sent Postal Ballot Notice pursuant to Section 110 of the Act read with Rules made thereunder electronically to all those Members whose names appeared in the Register of Members/List of Beneficial owners and whose e-mail id(s) were registered with the Registrar and Share Transfer Agent/ Depository Participants as on cut-off date i.e. November 05,2021
2. In view of the current extraordinary circumstances and on account of threat posed by COVID-19 pandemic situation and in accordance with General Circulars 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.02/2021 dated January 13, 2021, General Circular No. 10/2021 dated June 23, 2021 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred " the MCA circulars"), the Company has sent the Postal Ballot Notice in **electronic form only** and no physical copy of Postal Ballot Notice, Postal Ballot form and pre-paid business reply envelope has been sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through e-voting system only.

3. In compliance to provisions of Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-Voting facility to all its Shareholders to enable them to cast their votes electronically. The E-voting started on November 11, 2021 at 9.00 A.M.(IST) and ended on December 10, 2021 at 5:00 P.M (IST).
4. The Company has engaged Central Depository Services (India) Limited ("CDSL") as the service provider, for extending the facility of e-voting to all the Members of the Company.
5. I have monitored the process of e-voting through the scrutinizer's secured link provided by CDSL through its designated website.
6. The e-voting was unblocked immediately after the end of e-voting period in presence of two witnesses not in the employment of the Company and we have downloaded the E-voting report from the website of CDSL in respect of members, who voted through e-voting.
7. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including MCA circulars; and (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot and voting by electronic means.
8. My responsibility as Scrutinizer for e-voting process is restricted to making Consolidated 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 CDSL.
9. The total paid up share capital of the Company as on cut-off date was Rs.40,81,64,000/- divided into 4,08,16,400 equity shares of Rs. 10/- each.

I submit herewith the Scrutinizer's Report on the results of the remote e-voting for Postal Ballot, based on the report generated by CDSL, scrutinized and relied upon by me as under:



RESOLUTION NO. 1: APPROVAL FOR RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013 -PURCHASE OF LAND AND BUILDING FROM M/S DHANUKA LABORATORIES LIMITED

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through E-voting	Total no. of votes cast through E-voting	% of total number of valid votes cast
37	12,28,680	55.12

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through E-voting	Total no. of votes cast through E-voting	% of total number of valid votes cast
08	10,00,426	44.88

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast through E-Voting
0	0

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the resolution with regard to Item no. 1 as set out in the Notice of Postal ballot through E voting is passed in favour of the resolution as an Ordinary Resolution.

RESOLUTION NO. 2: APPROVAL FOR RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013 -PURCHASE OF LAND AND BUILDING FROM M/S SYNMEDIC LABORATORIES

(I) VOTED IN FAVOUR THE RESOLUTION:



No. of Members voted through E-voting	Total no. of votes cast through E-voting	% of total number of valid votes cast
37	12,28,680	55.12

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through E-voting	Total no. of votes cast through E-voting	% of total number of valid votes cast
08	10,00,426	44.88

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast through E-Voting
01	36,71,9957*

*The votes cast by i.e. Dhanuka Laboratories Limited, being a related party to the resolution has been considered as invalid.

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the resolution with regard to Item no. 2 as set out in the Notice of Postal ballot through E voting is passed in favour of the resolution as an Ordinary Resolution.



11. The electronic data and other relevant records relating to remote e-voting are under our safe custody and shall be retained until the minutes of the Postal Ballot is approved and signed and shall be handed over to the Company Secretary/Director authorized by the Board for safe keeping.
12. You may accordingly declare the result of the e-voting of Postal Ballot Process.

Thanking you

Yours Faithfully
Prasanta Kumar Roy Burman,
Practicing Chartered Accountant
Membership No.013905



Proprietor
Kumar Roy barman Prasanta & Associates
Chartered Accountants
(Firm's Registration No. 330634E)



Place: Kolkata
Date: 12/12/2021
UDIN: 21013905AAAUEL4919

Countersigned by

For Orchid Pharma Limited

MANISH DHANUKA
Digitally signed
by MANISH
DHANUKA
Date: 2021.12.13
12:36:28 +05'30'

Manish Dhanuka
Managing Director

General information about company	
Scrp code	524372
NSE Symbol	ORCHPHARMA
MSEI Symbol	
ISIN	INE191A01027
Name of the company	ORCHID PHARMA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	10-12-2021
Start time of the meeting	
End time of the meeting	



For Orchid Pharma Limited

M. Shankar
Authorised Signatory

Scrutinizer Details	
Name of the Scrutinizer	Mr.Prasanta kumar Roy Barman
Firms Name	M/s. Kumar Roy barman Prasanta & Associates
Qualification	CA
Membership Number	13905
Date of Board Meeting in which appointed	01-11-2021
Date of Issuance of Report to the company	12-12-2021



For Orchid Pharma Limited

A handwritten signature in blue ink, appearing to read "Prasanta", written over the printed name.

Authorised Signatory

Voting results	
Record date	05-11-2021
Total number of shareholders on record date	34775
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



For Orchid Pharma Limited

Maham

Authorised Signatory

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for related party transaction under Section 188 of the Companies Act,2013 -Purchase of land and building from M/s. Dhanuka Laboratories Limited				
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	36719957	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36719957	0	0	0	0	0
Public-Institutions	E-Voting	2112707	1726288	81.7098	726288	1000000	42.0722	57.9278
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2112707	1726288	81.7098	726288	1000000	42.0722
Public- Non Institutions	E-Voting	1983736	502818	25.347	502392	426	99.9153	0.0847
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

For Orchid Pharma Limited



Authorised Signatory



Total	1983736	502818	25.347	502392	426	99.9153	0.0847	
Total	40816400	2229106	5.4613	1228680	1000426	55.1199	44.8801	
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



For Orchid Pharma Limited

[Handwritten Signature]

Authorised Signatory

Text Block	
Textual Information(1)	



For Orchid Pharma Limited

A handwritten signature in blue ink, appearing to read "R. Sankar".

Authorised Signatory

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

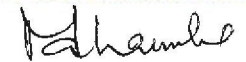


For Orchid Pharma Limited

Authorised Signatory

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for related party transaction under Section 188 of the Companies Act,2013-Purchase of land and building from M/s.Synmedic Laboratories				
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	36719957	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		36719957	0	0	0	0	0
Public-Institutions	E-Voting	2112707	1726288	81.7098	726288	1000000	42.0722	57.9278
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2112707	1726288	81.7098	726288	1000000	42.0722
Public- Non Institutions	E-Voting	1983736	502818	25.347	502392	426	99.9153	0.0847
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

For Orchid Pharma Limited



Authorised Signatory



	Total	1983736	502818	25.347	502392	426	99.9153	0.0847
	Total	40816400	2229106	5.4613	1228680	1000426	55.1199	44.8801
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



For Orchid Pharma Limited

Maham

Authorised Signatory

Text Block	
Textual Information(1)	



For Orchid Pharma Limited

A handwritten signature in blue ink, appearing to read "M. Srinivas".

Authorised Signatory

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	36719957
Public Insitutions	
Public - Non Insitutions	



For Orchid Pharma Limited

Authorised Signatory