

110/LG/SE/SEP/2020/GBSL

September 16, 2020

To  
The Manager (CRD)  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai - 400 001

To  
The Manager  
**National Stock Exchange Of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051

**Scrip Code : 509079**

**Symbol : GUFICBIO**

Dear Sirs,

**Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements, 2015 --  
- Details of the Voting results of the business transacted at the National Company Law  
Tribunal, Mumbai bench (NCLT) convened General Meeting of the Equity Shareholders of  
the Company.**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we enclose herewith the details regarding the voting results of the business transacted at the NCLT convened Meeting of the Equity Shareholders of the Company held on Tuesday, September 15, 2020 at 12.30 p.m. through Video Conferencing in the prescribed format.

Further, the report submitted by the Scrutinizer, Mr. Gajanan D. Athavale, Practicing Company Secretary for postal ballot, remote e-voting (prior to the Meeting) and e-voting during the course of the Meeting, is also enclosed herewith.

Kindly take the same on record.

Thanking you

Yours faithfully,

For **Gufic Biosciences Limited**



**Ami Shah**  
**Company Secretary**  
**Mem No. A39579**

Encl.: As above

**NATIONAL COMPANY LAW TRIBUNAL CONVENED MEETING OF THE GUFIC BIOSCIENCES LIMITED**

**Date of Tribunal Convened Meeting: 15th September, 2020**

**Total number of shareholders on record date : 20,175 (as on 07.08.2020)**

**No. of shareholders present in the meeting either in person or through proxy: Not Applicable**

Promoters and Promoter Group: 0

Public: 0

**No. of shareholders attended the meeting through video conferencing : 53**

Promoters and Promoter Group: 0

Public: 53

| <b>Item No. 1</b>   |                               |                           | <b>Approval of Scheme of Amalgamation (Meregr by Absorption) of Gufic Lifesciences Private Limited ("Transferor Company") with Gufic Biosciences Limited ("Transferee Company") and their respective Shareholders and Creditors</b> |  |                               |                               |   |   |
|---|-------------------------------|---------------------------|---|--|-------------------------------|-------------------------------|---|---|
| <b>Resolution required: (Ordinary/Special)</b>                                |                               |                           | <b>Special</b>  |  |                               |                               |   |   |
| <b>Whether promoter/promoter group are interested in agenda / resolution?</b> |                               |                           | <b>Yes</b>  |  |                               |                               |   |   |
| <b>Category</b>   | <b>Mode of Voting</b>         | <b>No. of shares held</b> | <b>No. of votes polled</b>  | <b>% of votes Polled on outstanding shares</b> | <b>No. of Votes in favour</b> | <b>No. of votes - against</b> | <b>% of votes in favour on votes polled</b> | <b>% of votes against on votes polled</b> |
| <b>Promoter and Promoter Group</b>  | E-Voting                      | 5,11,76,372               | -   | -  | -                             | -                             | -   | -   |
|   | Poll                          |                           | -   | -  | -                             | -                             | -   | -   |
|   | Postal Ballot (if applicable) |                           | -   | -  | -                             | -                             | -   | -   |
|   | <b>Total</b>                  | <b>5,11,76,372</b>        | <b>-</b>  | <b>-</b>                                       | <b>-</b>                      | <b>-</b>                      | <b>-</b>                                    | <b>-</b>                                  |
|   |                               |                           |   |  |                               |                               |   |   |

|                                     |                                     |                    |                  |              |                  |            |               |             |
|-------------------------------------|-------------------------------------|--------------------|------------------|--------------|------------------|------------|---------------|-------------|
| <b>Public-<br/>Institutions</b>     | E-Voting                            | 66,82,126          | 61,52,567        | 92.07        | 61,52,567        | -          | 100.00        | 0.00        |
|                                     | Poll                                |                    | -                | -            | -                | -          | -             | -           |
|                                     | Postal Ballot<br>(if<br>applicable) |                    | -                | -            | -                | -          | -             | -           |
|                                     | <b>Total</b>                        | <b>66,82,126</b>   | <b>61,52,567</b> | <b>92.07</b> | <b>61,52,567</b> | <b>-</b>   | <b>100.00</b> | <b>0.00</b> |
| <b>Public- Non<br/>Institutions</b> | E-Voting                            | 1,99,71,502        | 12,62,616        | 6.32         | 12,62,131        | 485        | 99.96         | 0.04        |
|                                     | Poll                                |                    | -                | -            | -                | -          | -             | -           |
|                                     | Postal Ballot<br>(if<br>applicable) |                    | -                | -            | -                | -          | -             | -           |
|                                     | <b>Total</b>                        | <b>1,99,71,502</b> | <b>12,62,616</b> | <b>6.32</b>  | <b>12,62,131</b> | <b>485</b> | <b>99.96</b>  | <b>0.04</b> |
| <b>Total</b>                        |                                     | <b>7,78,30,000</b> | <b>74,15,183</b> | <b>9.53</b>  | <b>74,14,698</b> | <b>485</b> | <b>99.99</b>  | <b>0.01</b> |





**Consolidated Scrutinizer's Report**

To,

Mr. Jayesh Choksi, the appointed Chairman by the Hon'ble National Company Law Tribunal, Mumbai Bench for the meeting of the Equity Shareholders of Gufic Biosciences Limited (CIN L24100MH1984PLC033519) pursuant to Company Scheme Application No. CA (CAA)/1013/MB.V/2020 under section 230 to 232 of the Companies Act, 2013, held on Tuesday the 15th day of September 2020 at 12.30 p.m. at S M House, 11 Sahakar Road, Vile Parle (East), Mumbai, Maharashtra State – 400057, India, by means of audio-visual.

**Subject: Scrutinizer Report on the voting conducted through remote e-voting, postal ballot and e-voting at the NCLT Convened meeting of the Equity Shareholders of Gufic Biosciences Limited (the Applicant Company) conducted by audio-visual means held on 15 September 2020.**

I, Gajanan D. Athavale, Company Secretaries (FCS-9177, CP: 10121), has been appointed as the Scrutinizer by the Honourable National Company Law Tribunal, Mumbai Bench (NCLT) by its order dated 14 July 2020 for the purpose of scrutinizing the voting conducted through remote e-voting, postal ballot and e-voting at the meeting conducted by audio-visual means of the equity shareholders of the Applicant Company at the NCLT convened general meeting held on Tuesday the 15<sup>th</sup> day of September 2020 at 12.30 p.m. at S M House, 11 Sahakar Road, Vile Parle (East), Mumbai, Maharashtra State – 400057, India, in terms of the Company Application No. CA (CAA)/1013/MB.V/2020 under section 230 to 232 of the Companies Act, 2013 read with the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and for the time being in force, for seeking approval of the Equity Shareholders on the resolution for Scheme of Amalgamation (Merger by Absorption) of Gufic Lifesciences Private Limited ("Transferor Company") with Gufic Biosciences Limited ("Transferee Company") and their respective Shareholders and Creditors in terms of notice dated 11<sup>th</sup> day of August 2020, convening the afore referred meeting.

I do hereby submits my report as under:

- (i) The Company has availed remote e-voting and e-voting facility at the equity shareholders meeting conducted by means of audio-visual as was offered by the National Securities Depository Limited (NSDL) by the equity shareholders of the Company holding shares as on the cut-off date of 07<sup>th</sup> day of August 2020, in respect of the resolution as was set out in the notice of NCLT convened general meeting.



*[Handwritten signature in blue ink]*



- (ii) The voting period for remote e-voting and postal ballot was opened on Sunday, August 16, 2020 at 9:00 a.m. and ended on Monday, September 14, 2020 at 5:00 p.m. and thereafter remote e-voting platform was blocked by NSDL and the votes cast under remote e-voting facility were then un-blocked in the presence of two witnesses as prescribed in rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015.
- (iii) The management of the Company is responsible to ensure compliance with the requirements of the applicable provisions of the Companies Act, 2013 and regulation notified under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the terms of NCLT order dated 14 July 2020 relating to voting by electronic means, postal ballot and e-voting at the meeting conducted through audio-visual means at the NCLT convened meeting of equity shareholders held on Tuesday the 15<sup>th</sup> day of September 2020 at 12.30 p.m. at S M House, 11 Sahakar Road, Vile Parle (East), Mumbai, Maharashtra State – 400057, India.
- (iv) My responsibility as a Scrutinizer for scrutinizing the voting process by electronic means is restricted to making consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the notice of dated 11<sup>th</sup> August 2020, based on the report generated from the evoting system facility as was provided by NSDL, the agency authorized under the rules and engaged by the Applicant Company to provide remote evoting, e-voting at meeting conducted by audio-visual means and counting of votes casted using postal ballot facility as were received either by the Applicant Company or its appointed RTA M/s. Link Intime India Pvt. Ltd., Mumbai. Moreover, as confirmed, neither the Applicant Company nor its appointed RTA M/s. Link Intime India Pvt. Ltd., Mumbai received any postal ballot papers.
- (v) I hereby further confirm that I have handed over relevant records to the appointed Chairman of meeting in regards to vote casted through remote e-voting and the e-voting at the meeting conducted through audio-visual means as prescribed in rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015;



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*[Handwritten signature]*

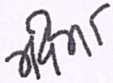


**Combined report on results of remote e-voting, postal ballot & e-voting at the meeting conducted through audio-visual means.**

Resolution: Approval of Scheme of Amalgamation (Merger by Absorption) of Gufic Lifesciences Private Limited ("Transferor Company") with Gufic Biosciences Limited ("Transferee Company") and their respective Shareholders and Creditors.

| Particulars   | In favour of the resolution       |                  |                | Against the resolution            |                  |                | No. of Invalid Votes              |                       |
|---|-----------------------------------|------------------|----------------|-----------------------------------|------------------|----------------|-----------------------------------|-----------------------|
|   | No. of Ballot / Response received | No. of vote cast | % of vote case | No. of Ballot / Response received | No. of vote cast | % of vote case | No. of Ballot / Response received | No. of Shares / Votes |
| E-voting at the meeting conducted through audio-visual means. | 1                                 | 6,45,949         | 100            | 0                                 | 0                | 0              | 0                                 | 0                     |
| Postal Ballot   | 0                                 | 0                | 0              | 0                                 | 0                | 0              | 0                                 | 0                     |
| Remote e-voting   | 160                               | 67,68,749        | 99.99          | 14                                | 485              | 0.01           | 0                                 | 0                     |
| <b>Combined Total</b>   | <b>161</b>                        | <b>74,14,698</b> |                | <b>14</b>                         | <b>485</b>       |                | <b>0</b>                          | <b>0</b>              |

For **Gajanan D. Athavale**  
Company Secretaries



**Gajanan D. Athavale**  
Proprietor

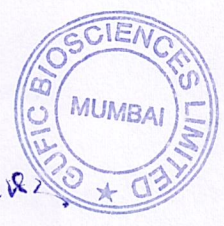
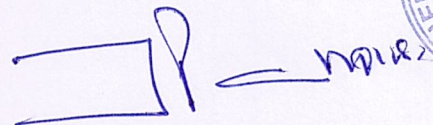


Membership No.: F-9177  
Certificate of Practice No.: 10121  
UDIN: F009177B000716444  
Unique Code No.: I2011MH843800  
Peer Review Certificate No. 558/2018

Place: Mumbai

Date: 15 September 2020

Encl: as above



Signed by Mr. Jayesh Choksi, Chairman of the Meeting