

FREDUN PHARMACEUTICALS LIMITED

Compassionate Healthcare



CIN No : L24239MH1987PLC043662

Date: 30th September, 2020.

To
BSE Ltd.,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street - Fort,
Mumbai - 400 001

Ref.: BSE Scrip Code - 539730

Subject: Outcome & Voting Results of 33rd Annual General Meeting for the Financial Year 2019-20

Dear Sir / Madam,

In compliance to Regulation 44(3) of SEBI Listing Regulations, 2015; we hereby submit the Voting Results of the of the business transacted at the 33rd Annual General Meeting (the "33rd AGM") of the Company for the Financial Year 2019-20 held on Monday, September 28, 2020.

| <u>Fredun Pharmaceuticals Limited</u> | |
|---|--------------------|
| Date of AGM | September 28, 2020 |
| Total Number of Shareholders as on the record date i.e., September 21, 2020 | 1952 |
| No. of Shareholders Present in the Meeting through video conferencing | 32 |
| Promoter and Promoter Group: | 03 |
| Public: | 29 |

Report of the Scrutinizer is enclosed herewith.

Kindly take the same on your Records.

Thanking you,

For Fredun Pharmaceuticals Limited



Ankita Joshi
Company Secretary Cum Compliance Officer
Encl.: A/a

Office Address: Manoj Industrial Premises, G.D. Ambekar Marg, Wadala (W), Mumbai - 400 031, (INDIA)

Phone No.: 91-22- 4031 8111 Fax : 91-22-4031 8133

Factory Address: 14,15,16, Zorabian Industrial Complex, Vevoor, Palghar (E), Dist: Palghar - 401 404.

Phone No.: +917045957828, +917045957829, +917045957830, +917045956857

E-Mail: business@fredungroup.com Web: www.fredungroup.com



FREDUN PHARMACEUTICALS LIMITED

Compassionate Healthcare



CIN No : L24239MH1987PLC043662

Agenda wise Disclosure

| Resolution No. 1: To Approve the Audited Financial Statements of the Company for the year ended March 31, 2020 together with the Reports of the Directors and 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 (1) | No. of votes polled (2) | No. of votes polled on outstanding shares (3) = [(2)/(1)]*100 | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = [(4)/(2)]*100 | No. of votes in against on votes polled (7) = [(5)/(2)]*100 | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | Nil | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 1828874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 100 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 1828874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 99.9937 | 0.0063 | 0 |

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CIN No : L24239MH1987PLC043662

| Resolution No. 2: To approve the declaration of Dividend of 6.6% on the Equity Shares of the Company. | | | | | | | | | |
|--|-------------------------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|---|---------------|
| Resolution Required (Ordinary / Special) | | | | | | Ordinary | | | |
| 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) | No. of votes polled on outstanding shares (3) = $[(2)/(1)] * 100$ | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = $[(4)/(2)] * 100$ | No. of votes in against on votes polled (7) = $[(5)/(2)] * 100$ | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | 0 | 100 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | Nil | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | | 0 | 100 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 99.8397 | 0.0063 | 0 |

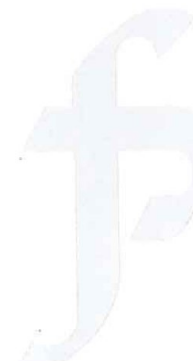
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CIN No : L24239MH1987PLC043662

| Resolution No. 3: To appoint a Director in place of Mr. Fredun Medhora who retires by rotation and being eligible offers himself for reappointment | | | | | | | | | |
|---|-------------------------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|---|---------------|
| Resolution Required (Ordinary / Special) | | | | | | Ordinary | | | |
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution | | | | | | YES | | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of votes polled (2) | No. of votes polled on outstanding shares (3) = $[(2)/(1)] * 100$ | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = $[(4)/(2)] * 100$ | No. of votes in against on votes polled (7) = $[(5)/(2)] * 100$ | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | Nil | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 99.9937 | 0.0063 | 0 |

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| Resolution No. 4: Appointment of Dr. Aspi Raimalwala as an Independent 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 (1) | No. of votes polled (2) | No. of votes polled on outstanding shares (3) = [(2)/(1)]*100 | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = [(4)/(2)]*100 | No. of votes in against on votes polled (7) = [(5)/(2)]*100 | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | Nil | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 99.9937 | 0.0063 | 0 |

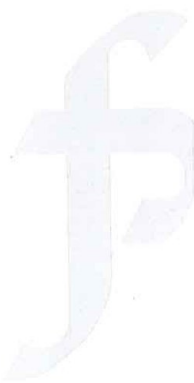
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CIN No : L24239MH1987PLC043662

| Resolution No. 5: Appointment of Dr. Chandrakant Shah as an Independent 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 (1) | No. of votes polled (2) | No. of votes polled on outstanding shares (3) = $[(2)/(1)]*100$ | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = $[(4)/(2)]*100$ | No. of votes in against on votes polled (7) = $[(5)/(2)]*100$ | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 84650 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 10 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 99.9937 | 0.0063 | |

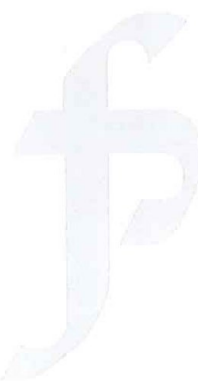
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Compassionate Healthcare



CIN No : L24239MH1987PLC043662

| Resolution No. 6: Appointment of Dr. Rohinton Kanga as an Independent 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 (1) | No. of votes polled (2) | No. of votes polled on outstanding shares (3) = [(2)/(1)]*100 | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = [(4)/(2)]*100 | No. of votes in against on votes polled (7) = [(5)/(2)]*100 | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 100 | 0.0063 | 0 |

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FREDUN PHARMACEUTICALS LIMITED

Compassionate Healthcare



CIN No : L24239MH1987PLC043662

| Resolution No. 7; Reappointment of Mr. Fredun Medhora as Managing Director | | | | | | | | | |
|---|-------------------------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|---|---------------|
| Resolution Required (Ordinary / Special) | | | | | | | Special | | |
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution | | | | | | | Yes | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of votes polled (2) | No. of votes polled on outstanding shares (3) = [(2)/(1)]*100 | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = [(4)/(2)]*100 | No. of votes in against on votes polled (7) = [(5)/(2)]*100 | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 100 | 0.0063 | 0 |

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Compassionate Healthcare



CIN No : L24239MH1987PLC043662

| Resolution No. 8; Reappointment of Dr. Mrs. Daulat Medhora as Whole Time Director designated as Joint Managing Director | | | | | | | | | |
|--|-------------------------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|---|---------------|
| Resolution Required (Ordinary / Special) | | | | | | Special | | | |
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution | | | | | | Yes | | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of votes polled (2) | No. of votes polled on outstanding shares (3) = [(2)/(1)]*100 | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = [(4)/(2)]*100 | No. of votes in against on votes polled (7) = [(5)/(2)]*100 | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 100 | 0.0063 | 0 |

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Compassionate Healthcare



CIN No : L24239MH1987PLC043662

| Resolution No. 9; Appointment of Cost Auditor | | | | | | | | | |
|---|-------------------------------|------------------------|-------------------------|---|----------------------------|-----------------------------|--|---|---------------|
| Resolution Required (Ordinary / Special) | | | | | | Ordinary | | | |
| 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) | No. of votes polled on outstanding shares (3) = [(2)/(1)]*100 | No. of votes-in favour (4) | No. of votes-in against (5) | No. of votes in favour on votes polled (6) = [(4)/(2)]*100 | No. of votes in against on votes polled (7) = [(5)/(2)]*100 | Votes Invalid |
| Promoter and Promoter Group | E-voting | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| | Poll | 0 | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2076110 | 1545954 | 74.640 | 1545954 | 0 | 100 | 0 | 0 |
| Public Institutions | E-voting | 84650 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non-Institutions | E-voting | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 128874 | 63002 | 3.4449 | 62901 | 101 | 99.8397 | 0.1603 | 0 |
| Total | | 3989634 | 1608956 | 40.3284 | 1608855 | 101 | 100 | 0.0063 | 0 |

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RAJENDRA & CO.

COMPANY SECRETARIES

Rajendra R. Vaze

B.Com. LL.B., DBM, GCD, F.C.S.

Devdha Manzil, 2nd Floor, Maharshi Dadasaheb Rege Road, (Shivaji Park Road No.3), Dadar, Mumbai-400 028.
Tel.: 022 2445 0622 Cell : 9821116504 Email : cs.rajendra@yahoo.in



Consolidated Scrutinizer's Report

[Pursuant to Section 108 of The Companies Act, 2013]

(Rule 20 of The Companies (Management and Administration) Rules 2014

To

The Chairman of 33rd Annual General Meeting of the members of **FREDUN PHARMACEUTICALS LIMITED (the Company)** held on 28th day of September, 2020 at 11.00 a.m. through Video Conferencing(VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

Sub: Scrutinizer's Report on remote E voting conducted pursuant to the provisions of Section 108 of The Companies Act, 2013 ("The Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014 (the Rule) as amended in respect of Remote E-voting and E Voting Results of the members of Fredun Pharmaceuticals Limited for the 33rd Annual General Meeting held on 28th September 2020 through Video Conferencing(VC)/other Audio visual Means(OAVM)

1. I, Rajendra Vaze, a Company Secretary in practice. (FCS No 4247 CP No. 1975) of **Rajendra and Co., Company Secretaries** of Devdha Manzil 2nd floor, D. Rege Road, Dadar (W) Mumbai -400 028 have been appointed as a Scrutinizer by The Board, of Directors of Fredun Pharmaceuticals Limited (the Company) for the purpose of scrutinizing the E-Voting/ Remote E-voting under The provisions of Section 108 of The Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules. 2014 (Rules) related to the agenda items transacted at the 33rd Annual General Meeting of the members of Fredun Pharmaceuticals Limited (the Company) held on 28th day of September, 2020 at 11.00 a.m. through Video Conferencing(VC)/ Other Audio Visual Means (OAVM)

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act. 2013 and Rules relating to Remote E-voting for the Annual General Meeting. My responsibility as a scrutinizer is to ensure that the voting process through electronic means (By remote e voting) in the meeting is conducted in a transparent manner and restricted to make a Scrutinizer's report of the votes cast in favour or against the resolutions based on the reports generated from the E-Voting system provided by NSDL.

CERTIFIED FILING CENTRE (CFC)

(APPROVED BY CENTRAL GOVT. UNDER THE DEPT OF COMPANY AFFAIRES)



3. I submit my report as under:

- a) The remote e-voting period begins at 09.00 a.m., on Friday the 25th September 2020 and ends at 05.00 p.m., on Sunday 27th September 2020. The votes received electronically from the Shareholders till Sunday 27th September 2020 upto 05.00 p.m. being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
- b) At the Annual General Meeting, the chairman announced that the Members present at the Annual General Meeting through VC / OAVM and who have not cast their vote earlier by Remote E-Voting can exercise their voting rights available through E voting during the proceedings of the AGM and within 15 minutes of the conclusion of the AGM.
- c) This Annual General Meeting of the Equity Shareholders of Fredun Pharmaceuticals Limited was convened through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to the General Circular number 14/2020, 17/2020 and 20/2020 issued by the Ministry of Corporate Affairs (MCA) and also Circular dated 12th May 2020 issued by the Securities and Exchange Board of India (SEBI).
- d) Thereafter total of **32** E-voting and Remote E-votings were received from shareholders and the details of which were duly recorded with me.
- e) I have monitored the process of electronic voting through the Scrutinizer's secured link
- f) As per the requirement of The Companies Act 2013 the particulars of all votes received (through electronic mode) from the Members have been accordingly entered in a register separately maintained for the purpose.
- g) Cut off date : Voting rights were reckoned as on 21st September 2020 being the cut off date for the purpose of deciding the entitlements of the members for remote e voting and the e voting at the AGM
- h) I further report that the e-voting data and Remote E-voting were scrutinized by me for verification of votes cast in favour and against the resolution.

| Items no. of Notice | Valid Votes in the favour of the Resolution | | Valid Votes against the Resolution | | Invalid Votes | | Total Votes Nos. |
|--|---|--|------------------------------------|--|---------------|------------------------------------|---------------------|
| | Nos. | % of total number of valid votes cast (Favour and Against) | Nos. | % of total number of valid votes cast (Favour and Against) | Nos. | % of total number of Invalid votes | |
| Item No. 1 of the Notice (As an Ordinary Resolution for Adoption of Audited Balance sheet/financial statement of the Company for the financial year ended 31 st March, 2020 together with the reports of the Board of Directors and Auditors thereon. | 1608855 | 100 | 101 | 0.00 | 0 | 0.00 | 1608956 |



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COMPANY SECRETARIES

| | | | | | | | |
|--|---------|------|-----|-------|---------|-------|---------|
| Item No. 2 of the Notice (As an Ordinary Resolution for Declaration a Dividend of 6.6% on Equity Shares of the Company for the financial year ended 31 st March 2020. | 1608855 | 100 | 101 | 0.000 | 0 | 0.00 | 1608956 |
| Item No. 3 of the Notice (As a Ordinary Resolution for to appoint a Director in place of Mr. Fredun Medhora who retires by rotation in term of Section 152 of The Companies Act 2013 and being eligible has offered himself for re-appointment | 62901 | 3.91 | 101 | 0.01 | 1545954 | 96.08 | 1608956 |
| Item No. 4 of the Notice (As a Special Resolution for the Appointment of Dr. Aspi Raimalwala as an Independent Director | 1608855 | 100 | 101 | 0.000 | 0 | 0.00 | 1608956 |
| Item No. 5 of the Notice (As a Special Resolution for Appointment of Dr. Chandrakant Shah as an Independent Director | 1608855 | 100 | 101 | 0.000 | 0 | 0.00 | 1608956 |
| Item No. 6 of the Notice (As a Special Resolution for Appointment of Dr. Rohinton Kanga as an Independent Director | 1608855 | 100 | 101 | 0.000 | 0 | 0.00 | 1608956 |
| Item No. 7 of the Notice (As a Special Resolution for Reappointment of Mr. Fredun Medhora as the Managing Director of the Company | 62901 | 3.91 | 101 | 0.01 | 1545954 | 96.08 | 1608956 |
| Item No. 8 of the Notice (As a Special Resolution for Reappointment of Dr. (Mrs.) Daulat Medhora as Whole Time Director designated as Joint Managing Director | 62901 | 3.91 | 101 | 0.01 | 1545954 | 96.08 | 1608956 |
| Item No. 9 of the Notice (As a Ordinary Resolution for Appointment of Cost Auditor | 1608855 | 100 | 101 | 0.000 | 0 | 0.00 | 1608956 |

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| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|----------------------|---------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 1 | 0 | 0 |
| d) | Valid no. of votes casted (Net)for resolution No 1 | 32 | 1608956 |
| e) | Votes in favour for Resolution No. 1 | 30 | 1608855 |
| f) | Votes against for Resolution No. 1 | 2 | 101 |

| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|----------------------|---------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 2 | 0 | 0 |
| d) | Valid no. of votes casted (Net)for resolution No 2 | 32 | 1608956 |
| e) | Votes in favour for Resolution No. 2 | 30 | 1608855 |
| f) | Votes against for Resolution No. 2 | 2 | 101 |

| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|----------------------|---------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 3 | 3 | 1545954 |
| d) | Valid no. of votes casted (Net)for resolution No 3 | 29 | 63002 |
| e) | Votes in favour for Resolution No. 3 | 27 | 62901 |
| f) | Votes against for Resolution No. 3 | 2 | 101 |



| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|----------------------|---------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 4 | 0 | 0 |
| d) | Valid no. of votes casted (Net)for resolution No 4 | 32 | 1608956 |
| e) | Votes in favour for Resolution No. 4 | 30 | 1608855 |
| f) | Votes against for Resolution No. 4 | 2 | 101 |

| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|----------------------|---------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 5 | 0 | 0 |
| d) | Valid no. of votes casted (Net)for resolution No 5 | 32 | 1608956 |
| e) | Votes in favour for Resolution No. 5 | 30 | 1608855 |
| f) | Votes against for Resolution No. 5 | 2 | 101 |

| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|----------------------|---------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 6 | 0 | 0 |
| d) | Valid no. of votes casted (Net)for resolution No 6 | 32 | 1608956 |
| e) | Votes in favour for Resolution No. 6 | 30 | 1608855 |
| f) | Votes against for Resolution No. 6 | 2 | 101 |



| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|-------------------------|------------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 7 | 3 | 1545954 |
| d) | Valid no. of votes casted (Net)for resolution No 7 | 29 | 63002 |
| e) | Votes in favour for Resolution No. 7 | 27 | 62901 |
| f) | Votes against for Resolution No. 7 | 2 | 101 |

| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|-------------------------|------------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 8 | 3 | 1545954 |
| d) | Valid no. of votes casted (Net)for resolution No 8 | 29 | 63002 |
| e) | Votes in favour for Resolution No. 8 | 27 | 62901 |
| f) | Votes against for Resolution No. 8 | 2 | 101 |

| Sr. No. | Particulars | No. of PBF/ E-Voting | No. of shares voted |
|---------|--|-------------------------|------------------------|
| a) | Remote E-voting | 32 | 1608956 |
| b) | E-Voting at AGM | 0 | 0 |
| | Total | 32 | 1608956 |
| c) | Less : Invalid no. of votes casted for resolution no 9 | 0 | 0 |
| d) | Valid no. of votes casted (Net)for resolution No 9 | 32 | 1608956 |
| e) | Votes in favour for Resolution No. 9 | 30 | 1608855 |
| f) | Votes against for Resolution No. 9 | 2 | 101 |





RAJENDRA & CO.

COMPANY SECRETARIES

Rajendra R. Vaze

B.Com. LL.B., DBM, GCD, F.C.S.



Devdha Manzil, 2nd Floor, Maharshi Dadasaheb Rege Road, (Shivaji Park Road No.3), Dadar, Mumbai-400 028.

Tel.: 022 2445 0622 Cell : 9821116504 Email : cs.rajendra@yahoo.in

4. The Register and all other details relating to remote e-voting/ e-voting shall remain in our safe custody until the chairman considers,, approves and sign the minutes of the Annual General Meeting and thereafter the same shall be handed over to the company.
5. The Resolutions have been passed with the requisite majority.

Thanking you
Yours faithfully

For Rajendra and Co.,
Company Secretaries



(CS Rajendra Vaze)
FCS No . 4247 C.P. No 1975

Place : Mumbai
Date : 29th September 2020

UDIN No F004247B000806378