

FREDUN PHARMACEUTICALS LIMITED

Compassionate Healthcare



CIN No : L24239MH1987PLC043662

Date: 01st October, 2022

To,
The BSE Limited.,
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai- 400001

Ref: BSE Scrip Code: 539730

Dear Sir/Madam,

Subject: Submission of Voting Results of 35th Annual General Meeting.

With reference to the captioned subject matter, please find enclosed herewith the Voting Results of 35th Annual General Meeting of Fredun Pharmaceuticals Limited for the year ended 31st March, 2022 as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements), 2015.

Kindly take note of the same.

Thanking You,
Yours Sincerely,

For Fredun Pharmaceuticals Limited

FREDUN NARIMAN MEDHORA
DIRECTOR
DIN NO. 01745348

Encl: As Above

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

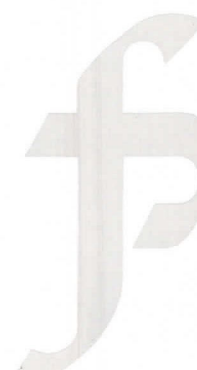
Corporate Office: Urmi Estate, 11th Floor, Ganpatrao Kadam Marg, Lower Parel (W), Mumbai - 400013.

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

Factory: 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



DISCLOSURE AS PER REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Date of the AGM	September 30,2022
Total number of Shareholders on Record Date	3802
No. of shareholders present in the meeting either in person:	
Promoters and Promoter Group:	NIL
Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	2
Public:	77

FREDUN PHARMACEUTICALS LIMITED

Resolution Required : (Ordinary)		1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon						
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2272745	1553230	68.34	1553230	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2272745	1553230	68.34	1553230	-	100	-
Public Institutions	E-Voting	75000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	75000	-	-	-	-	-	-
Public Non Institutions	E-Voting	2105034	27139	1.28	27139	-	1.3	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2105034	27139	1.28	27139	-	1.3	-
Total		4452779	1580369	35.49	1580369	-	100	-

FREDUN PHARMACEUTICALS LIMITED

Resolution Required : (Ordinary)		2. To declare a Dividend of 7% on the Equity Shares of the Company for the Financial Year ended March 31, 2022						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Voters 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	2272745	1553230	68.34	1553230	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2272745	1553230	68.34	1553230	-	100	-
Public Institutions	E-Voting	75000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	75000	-	-	-	-	-	-
Public Non Institutions	E-Voting	2105034	27004	1.28	26994	10	99.97	0.03
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2105034	27004	1.28	26994	10	99.97	0.03
Total		4452779	1580234	35.48	1580224	10	99.99	0.01

FREDUN PHARMACEUTICALS LIMITED

Resolution Required : (Ordinary)		3. To appoint a director in place of Mr. Nariman Medhora (DIN No: 02060357) Non Executive Non Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Voters 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2272745	1553230	68.34	1553230	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2272745	1553230	68.34	1553230	-	100	-
Public Institutions	E-Voting	75000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	75000	-	-	-	-	-	-
Public Non Institutions	E-Voting	2105034	27004	1.28	26993	11	99.95	0.05
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2105034	27004	1.28	26993	11	99.95	0.05
Total		4452779	1580234	35.48	1580223	11	99.99	0.01

FREDUN PHARMACEUTICALS LIMITED

Resolution Required : (Ordinary)		4. To ratify the remuneration of the Cost Auditor for the Financial Year ended 31st March, 2023						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Voters 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2272745	1553230	68.34	1553230	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2272745	1553230	68.34	1553230	-	100	-
Public Institutions	E-Voting	75000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	75000	-	-	-	-	-	-
Public Non Institutions	E-Voting	2105034	27004	1.28	27003	1	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2105034	27004	1.28	27003	1	99.99	0.01
Total		4452779	1580234	35.48	1580233	1	99.99	0.01

FREDUN PHARMACEUTICALS LIMITED

Resolution Required : (Special)		5. To consider and approve continuation of Mr. Nariman Medhora as Director upon his attainment of 75 years of age						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Voters 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2272745	1553230	68.34	1553230	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2272745	1553230	68.34	1553230	-	100	-
Public Institutions	E-Voting	75000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	75000	-	-	-	-	-	-
Public Non Institutions	E-Voting	2105034	27004	1.28	26993	11	99.95	0.05
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2105034	27004	1.28	26993	11	99.95	0.05
Total		4452779	1580234	35.48	1580223	11	99.99	0.01

FREDUN PHARMACEUTICALS LIMITED

Resolution Required : (Special)		6. To consider and approve continuation of Dr. Chandrakant Shah as Director upon his attainment of 75 years of age						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Voters 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2272745	1553230	68.34	1553230	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2272745	1553230	68.34	1553230	-	100	-
Public Institutions	E-Voting	75000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	75000	-	-	-	-	-	-
Public Non Institutions	E-Voting	2105034	27004	1.28	26994	10	99.96	0.04
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	2105034	27004	1.28	26994	10	99.96	0.04
Total	4452779	1580324	35.48	1580224	10	99.99	0.01	

FREDUN PHARMACEUTICALS LIMITED

Compassionate Healthcare



CIN No : L24239MH1987PLC043662

Date: 01st October, 2022

To,
The BSE Limited,
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai- 400001

Ref: BSE Scrip Code: 539730

Dear Sir/Madam,

Subject: Scrutinizer's report pertaining to the 35th Annual General Meeting of the Company.

Please find enclosed scrutinizer's report issued by Ms. Kala Agarwal, practicing Company Secretary regarding remote e-voting and e-voting at the 35th Annual General Meeting of the Company held on Friday, September 30, 2022 at 09.00 a.m. through video conferencing facility / other audio visual means.

This is for your information and records.

Thanking You.

Yours Truly,

For Fredun Pharmaceuticals Limited

**FREDUN NARIMAN MEDHORA
DIRECTOR
DIN NO. 01745348**

Encl: As Above

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

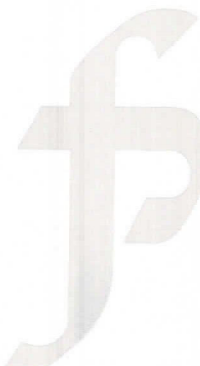
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E-Mail: business@fredungroup.com **Web:** www.fredungroup.com





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www.kalaagarwal.com

FORM NO. MGT-13

SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
Fredun Pharmaceuticals Limited
26 Manoj Industrial Premises G D Ambekar
Wadala Mumbai 400031

Dear Madam,

Sub.: Consolidated Scrutinizer's Report on remote e-voting 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 from time to time and e-voting conducted during the Annual General Meeting, for the 35th Annual General Meeting of Fredun Pharmaceuticals Limited held on Friday, 30th September, 2022 at 09:00 a.m. through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM').

I, Kala Agarwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Fredun Pharmaceuticals Limited** ("the Company") for the purpose of Remote E-voting and E-voting at AGM taken on the below mentioned resolutions at the **35th Annual General Meeting of the Equity Shareholders of Fredun Pharmaceuticals Limited** held on Friday, 30th September, 2022 at 09:00 a.m. through **Video Conferencing ('VC') /Other Audio Visual Means ('OAVM')**, submit my report as under:

The notice dated 27th August, 2022, 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, 13th January, 2021 and 5th May, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022.

The Company had provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The book closure started from Friday, 16th September, 2022 and ended on Friday, 30th September, 2022. The shareholders of the Company holding shares as on 15th September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of NSDL in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done 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 and e-voting during the AGM on the resolutions contained in the notice of the AGM.

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

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

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution-

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
83	1580369	100%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	0%

(3) Invalid Votes

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

ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution-

To declare a Dividend of 7% on the Equity Shares of the Company for the Financial Year ended March 31, 2022:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
81	1580224	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	10	0.01%

(3) Invalid Votes

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

ORDINARY BUSINESS:

Item No. 3- Ordinary Resolution-

To appoint a director in place of Mr. Nariman Medhora Non- Executive Non Independent Director, who retires by rotation and being eligible, offers himself for re-appointment.:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
80	1580223	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	11	0.01%

(3) Invalid Votes

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

SPECIAL BUSINESS:

Item No. 4- Ordinary Resolution-

To ratify the remuneration of the Cost Auditor for the Financial Year ended 31st March, 2023.

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
81	1580233	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.01%

(3) Invalid Votes

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

SPECIAL BUSINESS:

Item No. 5- Special Resolution-

To consider and approve continuation of Mr. Nariman Medhora as Director upon his attainment of 75 years of age:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
80	1580223	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	11	0.01%

(3) Invalid Votes

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

SPECIAL BUSINESS:

Item No. 6- Special Resolution-

To consider and approve continuation of Dr. Chandrakant Shah as Director upon his attainment of 75 years of age:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
81	1580224	99.99%

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	10	0.01%

(3) Invalid Votes

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

All of the above six (6) Resolutions mentioned in the Notice of the AGM dated 27th August, 2022 as per the details mentioned above stand "PASSED" under Remote E-voting and voting conducted during the AGM through E-voting with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the Register received from CDSL electronically in respect of Remote E-voting conducted before the AGM and E-voting conducted during the AGM. I shall arrange to hand over these records to the Authorized Person/Director(s) of the Company for safe keeping, after the Chairman signs the Minutes.

Thanking You,
Yours Faithfully,

KALA AGARWAL
(PRACTISING COMPANY SECRETARY)
COP: 5356

Place: Mumbai
Date: 30th September, 2022
UDIN: F005976D001110629