

July 29, 2022

To

**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor,  
Plot No. C-1, G- Block,  
Bandra - Kurla Complex, Bandra (East)  
Mumbai – 400 051

**BSE Limited**  
Corporate Relationship Department  
25, P.J. Towers,  
Dalal Street,  
Mumbai 400 001

**Symbol: RPGLIFE**

**Scrip Code: 532983**

Dear Sir/Madam,

**Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) - Brief Proceeding and details of the voting results of the Fifteenth Annual General Meeting of the Company.**

Pursuant to Regulation 30 read with Para A of Part A in Schedule III of the Listing Regulations, we enclose herewith the brief proceedings of the Fifteenth Annual General Meeting (AGM) of the Company held on Friday, July 29, 2022 at 3:00 p.m. as **Annexure A**.

Further, pursuant to Regulation 44(3) of the Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we are also submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format along with the Consolidated report of the Scrutinizer as **Annexure B** and **Annexure C** respectively.

All the resolutions at AGM were passed with requisite majority.

The above information will be uploaded on the website of the Company i.e. [www.rpoglifesciences.com](http://www.rpoglifesciences.com) and on the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to take the same on record.

Thanking you,

Yours faithfully,  
For RPG Life Sciences Limited

  
Rajesh Shirambekar  
Head – Legal & Company Secretary



Encl: as above

**Proceedings of the AGM**

The Fifteenth Annual General Meeting ('AGM') of RPG Life Sciences Limited ('the Company'), was held on Friday, July 29, 2022 at 3:00 P.M. (IST) through Video Conferencing or Other Audio-Visual Means.

Mr. Harsh V. Goenka, Chairman of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order at 3:00 p.m. The Chairman welcomed the Members to the AGM.

The Chairman informed the Members that in view of the continuing COVID-19 pandemic, and to ensure social distancing and safety, the Fifteenth Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015.

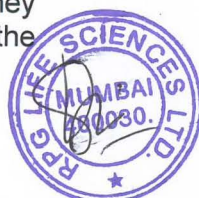
The Chairman then introduced the Members of the Board who were attending the meeting and in particular confirmed the presence of Mr. Mahesh Gupta, Chairman of the Audit Committee and Mr. Narendra Ambwani, Chairman of the Stakeholders' Relationship Committee. He informed that Dr. Lalit Kanodia, Chairman of the Nomination and Remuneration Committee could not attend the meeting and had authorised Mr. Bhaskar Iyer, member of the Committee to attend the meeting on his behalf. He further informed that the representatives of Statutory Auditors "BSR & Co. LLP" and Secretarial Auditors "Parikh Parekh & Associates" were also attending this meeting.

The Chairman also informed the Members that there was no proxy facility available for this meeting, as it was dispensed with by MCA and SEBI, while other statutory registers were available for inspection electronically.

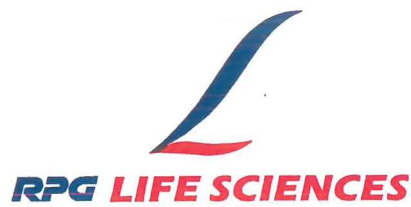
The Chairman informed that the Notice of the meeting was already sent to the Members in accordance with the circulars issued by the MCA and SEBI and therefore was taken as read. He mentioned that the Auditors' Report as well as Secretarial Auditors' Report did not contain any qualification, observation or adverse comment, hence, it was not required to read these Reports at the meeting.

The Chairman addressed the Members highlighting inter-alia the financial performance of the Company for the financial year 2021-22.

Mr. Rajesh Shirambekar, Head – Legal & Company Secretary of the Company informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company has provided the facility to vote at the meeting through e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. Mitesh Dhaliwala of M/s. Parikh Parekh & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and they would hand over the combined report on voting within 2 working days of conclusion of the AGM.







The Chairman then invited the Members who had registered themselves as speakers in advance by sending request from their registered email ID to express their views or ask questions in the AGM. The Chairman replied to the queries raised in the AGM.

The Chairman thanked the Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate the same to the stock exchanges.

Items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and e-voting at the AGM:

<b>Sr. No.</b>	<b>Businesses conducted at the AGM</b>	<b>Type of Resolution</b>
1.	Adoption of Audited Financial Statements for the financial year ended March 31, 2022 and the Reports of the Directors and Auditors thereon.	Ordinary
2.	Declaration of dividend on equity shares at the rate of Rs.9.60 (Rupees Nine and Sixty Paise Only) per equity share for the financial year ended March 31, 2022.	Ordinary
3.	Re-appointment of Mr. Sachin Nandgaonkar (DIN: 03410739), as a Director of the Company.	Ordinary
4.	Appointment of M/s. SRBC & Co. LLP as Statutory Auditors' of the Company.	Ordinary
5.	Ratification of remuneration payable to Cost Auditors of the Company.	Ordinary

All the resolutions at AGM were passed with requisite majority.





**Annexure – B**

**RPG Life Sciences Limited**

Details regarding the voting results of the business transacted at the AGM in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

<b>Date of the Annual General Meeting</b>	July 29, 2022
<b>Total number of shareholders on record date</b>	22,634 (As on Cut-off date for voting purpose i.e. July 22, 2022)
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoters Group:	Not Applicable
Public:	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoters Group:	22
Public:	40





## RPG Life Sciences Limited

Resolution Required : (Ordinary)			1 - Adoption of Audited Financial Statements for the financial year ended March 31, 2022 and the Reports of the Directors and 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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	11980420	11980420	100.0000	11980420	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
	<b>Total</b>		<b>11980420</b>	<b>100.0000</b>	<b>11980420</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	25585	18523	72.3979	18523	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
	<b>Total</b>		<b>18523</b>	<b>72.3979</b>	<b>18523</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4533010	343573	7.5794	343473	100	99.9709	0.0291
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>343573</b>	<b>7.5794</b>	<b>343473</b>	<b>100</b>	<b>99.9709</b>	<b>0.0291</b>
<b>Total</b>		<b>16539015</b>	<b>12342516</b>	<b>74.6267</b>	<b>12342416</b>	<b>100</b>	<b>99.9992</b>	<b>0.0008</b>



## RPG Life Sciences Limited

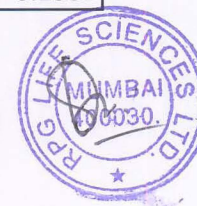
Resolution Required : (Ordinary)			2 - Declaration of dividend on equity shares at the rate of Rs.9.60 (Rupees Nine and Sixty Paise Only) per equity share for the financial year ended March 31, 2022.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of 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	11980420	11980420	100.0000	11980420	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
	<b>Total</b>		<b>11980420</b>	<b>100.0000</b>	<b>11980420</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	25585	18523	72.3979	18523	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
	<b>Total</b>		<b>18523</b>	<b>72.3979</b>	<b>18523</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4533010	343573	7.5794	343473	100	99.9709	0.0291
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>343573</b>	<b>7.5794</b>	<b>343473</b>	<b>100</b>	<b>99.9709</b>	<b>0.0291</b>
<b>Total</b>		<b>16539015</b>	<b>12342516</b>	<b>74.6267</b>	<b>12342416</b>	<b>100</b>	<b>99.9992</b>	<b>0.0008</b>





## RPG Life Sciences Limited

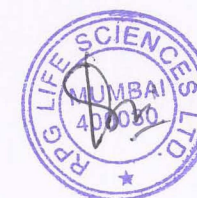
Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Sachin Nandgaonkar (DIN:03410739), as a Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	11980420	11980420	100.0000	11980420	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
	<b>Total</b>		<b>11980420</b>	<b>100.0000</b>	<b>11980420</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	25585	18523	72.3979	0	18523		
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18523</b>	<b>72.3979</b>	<b>0</b>	<b>18523</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	4533010	343573	7.5794	342943	630	99.8166	0.1834
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>343573</b>	<b>7.5794</b>	<b>342943</b>	<b>630</b>	<b>99.8166</b>	<b>0.1834</b>
<b>Total</b>		<b>16539015</b>	<b>12342516</b>	<b>74.6267</b>	<b>12323363</b>	<b>19153</b>	<b>99.8448</b>	<b>0.1552</b>





## RPG Life Sciences Limited

Resolution Required : (Ordinary)			4 - Appointment of M/s. SRBC & Co. LLP as Statutory Auditors' of the Company.					
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	11980420	11980420	100.0000	11980420	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
	<b>Total</b>		<b>11980420</b>	<b>100.0000</b>	<b>11980420</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	25585	18523	72.3979	18523	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
	<b>Total</b>		<b>18523</b>	<b>72.3979</b>	<b>18523</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4533010	343573	7.5794	343462	111	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>343573</b>	<b>7.5794</b>	<b>343462</b>	<b>111</b>	<b>99.9677</b>	<b>0.0323</b>
<b>Total</b>		<b>16539015</b>	<b>12342516</b>	<b>74.6267</b>	<b>12342405</b>	<b>111</b>	<b>99.9991</b>	<b>0.0009</b>



## RPG Life Sciences Limited

Resolution Required : (Ordinary)			5 - Ratification of remuneration payable to Cost Auditors of the Company.					
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	11980420	11980420	100.0000	11980420	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
	<b>Total</b>		<b>11980420</b>	<b>100.0000</b>	<b>11980420</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	25585	18523	72.3979	18523	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
	<b>Total</b>		<b>18523</b>	<b>72.3979</b>	<b>18523</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4533010	343573	7.5794	343462	111	99.9677	0.0323
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>343573</b>	<b>7.5794</b>	<b>343462</b>	<b>111</b>	<b>99.9677</b>	<b>0.0323</b>
<b>Total</b>		<b>16539015</b>	<b>12342516</b>	<b>74.6267</b>	<b>12342405</b>	<b>111</b>	<b>99.9991</b>	<b>0.0009</b>





PARIKH PAREKH & ASSOCIATES  
COMPANY SECRETARIES

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Office: 111, 11th floor, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road, Above Shabari Restaurant, Andheri (West), Mumbai-400 053.  
Tel.: 26301232 / 26301233 Email: cs@parikhassociates.com Website: www.parikhassociates.com Firm Unique Code: P1987MH010000

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To,  
The Chairman  
RPG Life Sciences Limited  
RPG House,  
463, Dr. Annie Besant Road  
Worli, Mumbai – 400 030

Dear Sir,

**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 by Companies (Management and Administration) Amendment Rules, 2015 and remote e-voting during the AGM for the 15<sup>th</sup> Annual General Meeting of RPG Life Sciences Limited held on Friday, July 29, 2022 at 3:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Mitesh Dhaliwala, of Parikh Parekh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of RPG Life Sciences 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 15<sup>th</sup> Annual General Meeting of RPG Life Sciences Limited held on Friday, July 29, 2022 at 3:00 p.m. (IST) through VC/OAVM.

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

The notice dated April 29, 2022, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be 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 Circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and January 15, 2021.



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 Tuesday, July 26, 2022 at 9:00 a.m. (IST) and ended on Thursday, July 28, 2022 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 / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, July 22, 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 remote 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 contained in the notice of the AGM.

My responsibility as 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 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 the Audited Financial Statements for the financial year ended March 31, 2022 and the Report of the Directors and 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
110	1,23,42,416	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	100	0

(iii) **Invalid** votes:

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

**Resolution 2: Ordinary Resolution**

**To declare dividend of ₹ 9.60/- per equity share of face value of ₹8/- each for the Financial Year ended March 31, 2022.**

(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
110	1,23,42,416	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	100	0

(iii) **Invalid** votes:

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



**Resolution 3: Ordinary Resolution**

**To appoint a Director in place of Mr. Sachin Nandgaonkar (DIN:03410739), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013, 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
104	1,23,23,363	99.84

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	19,153	0.16

(iii) **Invalid** votes:

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

**Resolution 4: Ordinary Resolution**

**To consider appointment M/s. SRBC & Co LLP, Chartered Accountants as Statutory Auditors of the Company for a term of five consecutive years and fix their remuneration.**

(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
108	1,23,42,405	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	111	0

(iii) **Invalid** votes:

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

**Resolution 5: Ordinary Resolution**

**To ratify the remuneration payable to the Cost Auditors for the financial year ending March 31, 2023.**

(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
108	1,23,42,405	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	111	0

(iii) Invalid votes:

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

Thanking you,  
Yours faithfully,

MITESH  
DHABLIWALA

Digitally signed by  
MITESH DHABLIWALA  
Date: 2022.07.29  
17:27:57 +05'30'

Mitesh Dhabliwala  
**Parikh Parekh & Associates**  
**Practising Company Secretaries**  
FCS: 8331 CP No.: 9511  
111, 11th Floor, Sai Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai – 400053  
UDIN: F008331D000710428  
Place: Mumbai  
Dated: July 29, 2022



For RPG Life Sciences Limited

*Rajesh Shirambekar*

Rajesh Shirambekar  
Head-Legal & Company Secretary