



# SUDARSHAN PHARMA INDUSTRIES LTD

**Head Office :** 301, Aura Biplax, Premium Retail, Premises, 7, S.V. Road, Borivali (West), Mumbai - 400092.

**Email :** compliance.spil@gmail.com, **Website:** www.sudarshanpharma.com

**Board line :** +91-22-42221111/ 42221116 (100 line) **CIN :** U51496MH2008PLC184997

**SPIL/CS/SE/2024-2025/10**

**Date:06.02.2024**

To,  
Sr. General Manager  
Listing Operation  
BSE Limited,  
P.J. Towers Dalal Street,  
Mumbai – 400 001

**BSE Scrip Code: 543828**  
**BSE Trading Symbol: SUDARSHAN**  
**ISIN: INE00TV01015**

**Subject: Summary of Proceedings and Voting Results of the Extra Ordinary General Meeting ('EGM') of Sudarshan Pharma Industries Limited ('the Company').**

Dear Sir/ Madam,

In terms of the General Circulars issued by the Ministry of Corporate Affairs and the SEBI Circulars issued by the Securities and Exchange Board of India and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the EGM of the Company was held on Monday, February 05, 2024, at 4.00 p.m. (IST) through Video Conference ('VC')/Other Audio Visual Means ('OAVM') to transact the business as stated in the EGM Notice dated November 10, 2023 ('Notice'). All the items of business contained in the Notice were transacted and passed by the Members with the requisite majority.

In this regard, please find enclosed the following:

- Summary of the proceedings of the EGM of the Company as required under Regulation 30 read with Part A of Schedule III of the Listing Regulations, as amended.
- Combined voting results of remote e-voting and e-voting conducted during the EGM, in relation to the business transacted at the EGM, as required under Regulation 44(3) of the Listing Regulations, as amended.
- The Scrutinizer's Report dated February 06, 2024, pursuant to Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended.

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The EGM concluded at 4:35 P.M. (IST).

The voting results along with the Scrutinizer's Report are available on the Company's website at [www.sudarshanpharma.com](http://www.sudarshanpharma.com) and are also being made available on the website of National Securities Depository Limited ('NSDL') at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and records.

Thanks & Regards,

Yours faithfully,

**For Sudarshan Pharma Industries Limited**

**Mr. Hemal Mehta**  
**Chairman & Managing Director**



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## Summary of proceedings of the Extra-Ordinary General Meeting ('EGM/Meeting')

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, the Extra-Ordinary General Meeting of the members of Sudarshan Pharma Industries Limited was held on Monday, February 05, 2024 at 4.00 p.m. (IST) through two-way Video Conference ('VC')/Other Audio Visual Means ('OAVM') to transact the business as stated in the EGM Notice dated November 10, 2023 ('Notice'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Ms. Ishita Samani, Company Secretary & Compliance Officer, welcomed the Members to the Meeting and briefed them on details relating to their participation in the Meeting through audio-visual means.

Mr. Hemal Mehta, Chairman of the Board, chaired the Meeting. The Chairman welcomed the shareholders to the Meeting and on requisite quorum being present, called the Meeting to order.

All the Directors of the Company were present in the Meeting through Video Conference ('VC')/Other Audio Visual Means ('OAVM'). The Chairman welcomed all the Directors.

The Chairman informed the Members that, the representative of M/s NGST & Associates, Statutory Auditors, M/s. Vishal N. Manseta, Secretarial Auditors and Scrutinizers for the remote e-voting and the e-voting during the proceedings of the EGM, were also present at the Meeting through VC.

With the consent of the shareholders, the Notice convening the Meeting and the Auditors' Report was taken as read.

The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the EGM. The Chairman further informed the Members that, the proceedings of the Meeting could be viewed live by Members by logging on to the website of the National Securities Depository Limited (NSDL).

Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

The Chairman then addressed the Members made his opening remarks with the overview of the present business, and narrated the expansion & growth strategy, digital adoption, employee initiatives & diversity.

In terms of the Notice dated November 10, 2023, convening the EGM of the Company, the following business was transacted at the Meeting through remote e-voting. Item numbers 1 to 3 were Special Resolution:

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1. **Regularization of Mr. Anil Balkrishna Ghogare (DIN: 00432659) as a Director in the category of Non-Executive Director.**
2. **To approve amendment in Employee Stock Option Scheme.**
3. **To Review & Approve Related Party Transactions.**

The Chairman informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations read along with the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, each as amended from time to time, the Members were provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL and the facility for e-voting at the EGM for Members who have not cast their vote through the remote e-voting.

Mr. Vishal Manseta (Membership No. 25183 and CP No. 8981) of M/s. Vishal N. Manseta, Practicing Company Secretaries, was appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process before and during the Meeting, in a fair and transparent manner.

The Chairman thanked all the Members present at the Meeting and then concluded the same by authorizing Ms. Ishita Samani, Company Secretary & Compliance Officer to carry out the e-voting process and declare the voting results. He informed the Members that the consolidated voting results will be disseminated to the BSE Limited and also will be made available on the NSDL's and Company's website within two working days from the conclusion of the Meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their votes from the conclusion of the Meeting. Post the conclusion of the e-voting, the Scrutinizer's Report was received.

All the resolutions have been passed with the requisite majority.

This is for your information and records.

Thanks & Regards,

Yours faithfully,

For Sudarshan Pharma Industries Limited

Mr. Hemal Mehta  
Chairman & Managing Director

**Regd. Off.:** 301, Aura Biplax, Above Kalyan Jewellers, S V Road, Borivali (West), Mumbai – 400092.

<b>Sudarshan Pharma Industries Limited</b>	
<b>Date of the AGM/EGM</b>	05-02-2024
<b>Total number of shareholders on record date</b>	917
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	12
Promoters and promoter Group:	5
Public:	7



Resolution Details(1)								
Resolution Required				To approve amendment in Employee Stock Option Scheme.				
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		62,41,059.00	49.43	62,41,059.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	62,41,059.00	49.43	62,41,059.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	337600	-	-	-	-	-	-
	Total	337600	-	-	-	-	-	-
Public Non-Institutions	E-voting		26,04,938.00	23.47	26,04,938.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	11101067	-	-	-	-	-	-
	Total	11101067	26,04,938.00	23.47	26,04,938.00	-	100.00	-
Total		24065887	88,45,997.00	36.76	88,45,997.00	-	100.00	-



Resolution Details(3)					Approval of Related Party Transactions			
Resolution Required								
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	-	-	-	-	-	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	337600	-	-	-	-	-	-
	Total	337600	-	-	-	-	-	-
Public Non-Institutions	E-voting		14,20,800.00	12.80	14,20,800.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	11101067	-	-	-	-	-	-
	Total	11101067	14,20,800.00	12.80	14,20,800.00	-	100.00	-
Total		24065887	14,20,800.00	5.90	14,20,800.00	-	100.00	-



Resolution Details(2)								
Resolution Required					Appointment of Mr. Anil Balkrishna Ghogare (DIN: 00432659) as a Director in the category of Non-Executive Director.			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		62,41,059.00	49.43	62,41,059.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	12627220	-	-	-	-	-	-
	Total	12627220	62,41,059.00	49.43	62,41,059.00	-	100.00	-
Public Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	337600	-	-	-	-	-	-
	Total	337600	-	-	-	-	-	-
Public Non-Institutions	E-voting		26,04,938.00	23.47	26,03,338.00	1,600.00	99.94	0.06
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)	11101067	-	-	-	-	-	-
	Total	11101067	26,04,938.00	23.47	26,03,338.00	1,600.00	99.94	0.06
Total		24065887	88,45,997.00	36.76	88,44,397.00	1,600.00	99.98	0.02







**VISHAL N. MANSETA** (B.Com, A. C. S.)

Practicing Company Secretary

Off. No. 12, B Wing, Smital Avenue, Hatkesh Udyog Nagar Road, Near JP North,  
Mira Road (East), Thane - 401107. Mob. : +91 99870 66314, +91 93217 99780

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To,  
The Chairman,  
Sudarshan Pharma Industries Limited,  
301,3rd Floor, Aura Biplax,  
Above Kalyan Jewellers  
S. V. Road,  
Borivali (West)  
Mumbai - 400 092

Dear Sir,

Sub.: Scrutinizer's Report E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Sudarshan Pharma Industries Limited vide resolution dated November 10, 2023. pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of remote e-voting and e-voting done during the meeting.

As required under Section 101 and 108 of the Companies Act, 2013, Notice dated November 10, 2023 along with Explanatory Statement under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the Ordinary/Special Resolutions as mentioned below:

**Ordinary Business:**

1. Regularization of Mr. Anil Balkrishna Ghogare (DIN: 00432659) as a Director in the category of Non-Executive Director.
2. To approve amendment in Employee Stock Option Scheme.
3. To Review & Approve Related Party Transactions:

passed at the **Extra Ordinary General Meeting of the Company held on February 05, 2024.**

The Company has also availed the e-voting' facility offered by NSDL for conducting e-voting by the Shareholders of the Company.

The e-voting period commenced on Friday February 02, 2024 at 9.00 a.m. and ended on Sunday, February 04, 2024 at 5.00 p.m. and the NSDL e-voting platform was blocked thereafter. However, E-Voting facility was available for members attending EGM through video conferencing and window was provided to the members to cast their vote after conclusion of EGM.



**VISHAL N. MANSETA**  
**PRACTICING COMPANY SECRETARY**

I have scrutinized and reviewed the voting done through remote e-voting and votes casted through electronic means during the meeting and maintained a register in which necessary entries have been made in accordance with the above rules.

I now submit my Report as under on the result of the voting through remote e-voting and by e-voting on EGM date in respect of the said Resolutions.

<b>Date of EGM</b>	<b>February 05, 2024</b>
<b>Total number of shareholders on Record Date:</b>	<b>917</b>
<b>Cut-off date for e-voting -</b>	<b>January 30, 2024</b>
<b>No. of shareholders Present in meeting either in person or through proxy:</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
<b>Promoters and Promoters Group:</b>	<b>5</b>
<b>Public:</b>	<b>7</b>

Agenda Wise :

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Postal Ballot/E-voting)	Remarks
1.	Regularization of Mr. Anil Balkrishna Ghogare (DIN: 00432659) as a Director in the category of Non-Executive Director.	Special	E-Voting	The resolution was passed with the requisite majority.
2.	To approve amendment in Employee Stock Option Scheme.	Special	E-Voting	The resolution was passed with the requisite majority.
3.	To Review & Approve Related Party Transactions.	Special	E-Voting	The resolution was passed with the requisite majority.



Particulars	In favour of resolution			Against the Resolution		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
Regularization of Mr. Anil Balkrishna Ghogare (DIN: 00432659) as a Director in the category of Non-Executive Director.	17	88,44,397	99.98%	1	1,600	0.02%
To approve amendment in Employee Stock Option Scheme.	18	88,45,997	100.00%	-	-	0.00%
To Review & Approve Related Party Transactions.	10	14,20,800	100.00%	-	-	0.00%

The Chairman of the company may declare the results of the e-voting and Poll.

For **Vishal N. Manseta**  
(Practicing Company Secretary)

Vishal Navinchandra Manseta  
Digitally signed by Vishal Navinchandra Manseta  
Date: 2024.02.06 15:57:42 +05'30'

**Vishal N. Manseta**  
ACS No. : 25183  
C.P. No. : 8981  
Date : February 06, 2024  
Place : Mumbai  
UDIN : A025183E003383538

