

Date: 6th February, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001

Dear Sir / Ma'am,

Subject: Scrutinizer Report for Extraordinary General Meeting of 2022-23

Ref: Security Id: EARUM / Code: 542724

Pursuant to Section 108 and 109 of the Company Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, we are submitting herewith the Scrutinizer Report of the Extra Ordinary General Meeting of the Company be held Saturday, 4th February, 2023 at 12:00 P.M. through Video Conferencing (VC) / Other Audio Video Means (OAVM).

Kindly take the same on your record and oblige us.

Thanking You,

For, **Earum Pharmaceuticals Limited**

Bhumishth Patel
Director
DIN: 02516641

SCRUTINIZER'S REPORT
[PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF
THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, AS
AMENDED]

To,
Chairman of Extra Ordinary General Meeting of the Equity Shareholders of Earum Pharmaceuticals Limited Held on Saturday, 4th February, 2023 at 12:00 P.M. through Video Conference ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Gaurav Bachani, Proprietor of Gaurav Bachani & Associates, Company Secretaries, Ahmedabad have been appointed as Scrutinizer by the Board of Directors of Earum Pharmaceuticals Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated January 10, 2023 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated April 8, 2020, April 13 2020, May 5 2020, January 13, 2021, December 8, 2021, December 14, 2021, and May 5, 2022, respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the Extra Ordinary General Meeting of its Equity Shareholders ("the Meeting"/"EGM") through VC/OAVM. The EGM was convened on Saturday, 4th February, 2023 at 12:00 P.M through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company.
2. In compliance with the MCA Circulars and SEBI Circular dated May 13, 2022, the Notice was sent through electronic mode to the equity shareholders whose email address is registered with the Company / Registrar & Transfer Agent of the Company / National Securities Depository Limited ("NSDL") / Central Depository Services Limited ("CDSL") / Depository Participants;
3. The said Notice was also uploaded on the website of the Company at www.earumpharma.com and on the website of the Stock Exchange, i.e., BSE Limited www.bseindia.com along with shareholders' facility to exercise their right to vote on the resolutions contained in the Notice calling the Meeting using an electronic voting system before the Meeting on the dates referred to in the Notice and after the Meeting;



Address: 308, Tilakraj Complex, In lane next to Bank of Baroda, Opp. Central Mall, Ambawadi, Ahmedabad - 380 006
Tel: 90166-14499 **Mobile:** 95-1010-6644 **E-mail:** csgauravbachani@gmail.com

4. In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on 13th January, 2023, in English Newspaper in Indian Express Newspaper and Regional Language Newspaper (Gujarati) in Financial Express Newspaper, respectively specifying the day, date and time of the EGM. Notice of the EGM was also made available on the website of the Stock Exchange.

5. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize process of remote e-voting.

6. Management's Responsibility

The management of the Company is responsible for ensuring compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

7. Scrutinizer's Responsibility

My responsibility as Scrutinizer for the e-voting process (i.e. remote e-voting) is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility.

8. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 28th January, 2023, were entitled to vote on the resolutions (item nos. 1 and 2 as set out in the Notice calling the EGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

9. Remote e-voting process

The remote e-voting period remained open from Wednesday, 1st February, 2023, at 9:00 A.M. and ends on Friday, 3rd February, 2023 at 5:00 P.M.



The votes cast during the remote e-voting were unblocked on Saturday, 4th February, 2023, after the conclusion of the EGM and were witnessed by two witnesses, who are not in the employment of the Company.

10. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to the vote, were generated from the e-voting website of National Securities Depository Limited. . Based on the report generated by National Securities Depository Limited and relied upon by me, data regarding remote e-voting was scrutinized on a test check basis.
11. I submit herewith the Scrutinizer's Report on the results of the remote e-voting, based on the reports generated by National Securities Depository Limited, scrutinized on a test check basis and relied upon by me as under:-

| Resolution No. | Votes in favour of the Resolution | | Votes in Against of the Resolution | | Invalid Votes |
|----------------|-----------------------------------|---|------------------------------------|---|---------------|
| | Valid Vote | As a % of the total number of valid votes (in Favour votes and Against) | Valid Vote | As a % of the total number of valid votes (in Favour votes and Against) | |
| 01 | 51,094 | 50.54 % | 50,000 | 49.46 % | 0 |
| 02 | 50,969 | 50.48 % | 50,000 | 49.52 % | 0 |

Based on the aforesaid results, I report that one resolution as set out in items no. 1 of the Notice has been passed with the requisite majority.

Resolution as set out in items no. 2 of the Notice has not been passed with the requisite majority.

The report for e-voting for votes cast by the Shareholders of the Company will be handed over to the Company upon declaration of results.



CS GAURAV V. BACHANI
B. Com., ACS

GAURAV BACHANI & ASSOCIATES
COMPANY SECRETARIES

Address: 308, Tilakraj Complex, In lane next to Bank of Baroda, Opp. Central Mall, Ambawadi, Ahmedabad - 380 006
Tel: 90166-14499 **Mobile:** 95-1010-6644 **E-mail:** csgauravbachani@gmail.com

**FOR, GAURAV BACHANI & ASSOCIATES,
COMPANY SECRETARIES**

G. V. Bachani

GAURAV V. BACHANI
PROPREITOR

ACS No.: 61110

COP No.: 22830

FRN: S2020GJ718800

Peer Review Certificate No.: 2126/2022

UDIN: A061110D003111454

Date: 06-02-2023

Place: Ahmedabad



COUNTERSIGNED BY:

for Earum Pharmaceuticals Limited

Bhumishth Patel
Chairman

WITNESSED BY:

Rahi Thakkar

Ms. Rahi Thakkar

Drashti Dedaniya

Ms. Drashti Dedaniya