



· To,

Date: 27:02.2020

BSE Limited NSE Limited

P.J. Towers, Dalal Street-Bandra - Kurla Complex, Bandra (East),

Mumbai - 400001 Mumbai- 400051

Dear Sir/ Madam,

Voting Results and Scrutinizers Report of Hon'ble NCLT Convened Meetings of the Equity Sub:

Shareholders and Sundry Creditors of Ortin Laboratories Limited (the "Company")

Ref: BSE Scrip Code: 539287, NSE: ORTINLABSS

With reference to the subject cited and Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to the Hon'ble Tribunal convened meetings of Sundry Creditors and Equity Shareholders of the Company held on 26th February 2020 at 10:30 a.m.&11:00 a.m. respectively, please find enclosed the following:

- (a) Voting Results and Scrutinizer's Report of the meeting of the Equity Shareholders.
- (b) Scrutinizer's Report on the meeting of the Sundry Creditors.

We further wish to inform that as per the reports of Scrutinizers, the Equity Shareholders and Sundry Creditors of the Company, at their respective meetings held on 26th February 2020 have approved with the requisite majoritythe following:

- 1. Proposed Scheme of Arrangement between Ortin laboratories Limited and Vineet Laboratories Limited and
- 2. The Reclassification of Persons forming part of the Promoter Group from 'Promoter & Promoter Group Category' To 'Public Category'.

This is for the information and records of the Exchange, please.

Thanking you.

Yours sincerely,

For Ortin Laboratories Limited

S. Murali Krishna Murthy Managing Director

DIN: 00540632

Practicing Company Secretary, Insolvency Professional & Registered Valuer



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Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Shri Amir Ali Bavani,
Hon'ble NCLT appointed Chairman for the Meeting of
the Equity Shareholders of Ortin Laboratories Limited
(CIN: L24110TG1986PLC006885)
Held on Wednesday, the 26th February, 2020 at 11.00 AM at
Hotel Minerva Banquets, 8-113/A/1, Kothapet, Hyderabad – 500035
Telangana, India.

Dear Sir,

Sub: Consolidated Report on voting carried out through Remote e-Voting during Sunday, the 23rd February, 2020 at 9.00 A.M. to Tuesday, the 25th February, 2020 at 5.00 P.M. IST and through Ballot Paper at the venue of the Meeting, for the Hon'ble NCLT convened Meeting of the Equity Shareholders of Ortin Laboratories Limited ("Transferor Company") held on Wednesday, the 26th February, 2020 at 11.00 a.m. at Hotel Minerva Banquets, 8-113/A/1, Kothapet, Hyderabad – 500035, Telangana, India and concluded at 12:10 p.m.

Ref: Please refer to my respective reports on:

i. Voting carried out through Remote e-Voting during Sunday, the 23rd February, 2020 at 9.00 A.M. to Tuesday, the 25th February, 2020 at 5.00 P.M. IST for the Hon'ble NCLT convened Meeting of the Equity Shareholders of Ortin Laboratories Limited ("Transferor Company") held on Wednesday, the 26th February, 2020 at 11.00 a.m.

H.No. 1-8-588/29/A, Acchai Nagar Adj to RTC Kalyanamandapam, Baglingampally, Hyderabad - 500 044

Practicing Company Secretary, Insolvency Professional & Registered Valuer



ii. Voting carried out through Ballot Paper at the Hon'ble NCLT convened Meeting of the Equity Shareholders of Ortin Laboratories Limited ("Transferor Company") held on Wednesday, the 26th February, 2020 at 11.00 a.m.

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With reference to the above subject, I, N. Varalakshmi, Practicing Company Secretary (ICSI CP No. 20197, M No. F6999), state that I was appointed as a Scrutinizer for the aforementioned Meeting of the Equity Shareholders ("Meeting") by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, vide its order dated 6th January 2020 in Company Application CA (CAA) No.230/230/HDB/2019, to scrutinize the voting through Remote e-Voting process and voting at the venue of the Meeting in a fair and transparent manner, on the resolutions, *inter-alia* seeking approval of Equity Shareholders of the Transferor Company, to the Scheme of Arrangement of Ortin Laboratories Limited (Demerged Company or Transferor Company) and Vineet Laboratories Limited (Resulting Company or Transferee Company) and their respective Shareholders and Creditors ("Scheme") in terms of the Notice dated 20th January, 2020.

I report as follows:

1. The Transferor Company has availed the services of KFin Technologies Private Limited ("Service Provider") to offer the e-voting facility to its Shareholders and the said facility was provided on portal https://evoting.karvy.com. The Remote e-Voting facility was offered and kept open for the period commencing from Sunday, the 23rd February, 2020 at 9.00 A.M. to Tuesday, the 25th February, 2020 at 5.00 P.M. IST ("e-Voting period"), to those Equity Shareholders whose name appeared in the Register of Members / List of Beneficial Owners received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on 19th February, 2020 ("Cut-off date"). On 25th February, 2020 at 5:37 p.m. upon counting the votes cast at the Meeting by way of Ballot Papers, the votes cast through Remote

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e-Voting facility were duly unblocked by me on the advice of KFin Technologies Private Limited. For further details kindly refer to my Scrutinizer's Report on Remote e-Voting dated 27.02.2020, attached herewith.

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- 2. On 26th February, 2020, at the said Meeting, facility for voting through Ballot Paper was provided to those Equity Shareholders of the Demerged Company who have not casted vote through remote e-voting. For further details kindly refer to my Scrutinizer's Report On Voting at Meeting through Ballot Paper dated 27.02.2020, attached herewith.
- 3. 1 shareholder has exercised voting through electronic mode. 50 shareholders were present at the meeting. However, only 39 shareholders voted on the resolutions and 11 shareholders did not exercise their voting power.
- 4. The result of the Voting though Remote e-Voting and at the Meeting through Ballot Paper is as under:

| Sl. No | Votes casted through | Total votes casted |
|--------|----------------------|--------------------|
| 1 | E- voting | 200 |
| 2 | Poll | 4097 |
| 3 | Total | 4297 |

RESOLUTION 1: APPROVAL OF SCHEME OF ARRANGEMENT

"RESOLVED THAT pursuant to the provisions of Section 230 to 232 read with Section 66 and other applicable provisions, if any, of the Companies Act, 2013, read with the National Company Law Tribunal Rules, 2016, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 including any statutory modifications, amendments, re-enactments thereof for the time being in

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force, the applicable provisions of the Memorandum and Articles of Association of the Company and subject to the requisite approvals, sanctions, consents, observations, no objections, confirmations, permissions from the Hon'ble National Company Law Tribunal, Bench at Hyderabad or such other competent authority as may be applicable, and the confirmation, permission, sanction and approval of the other statutory / regulatory authorities, if any, in this regard and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any such authorities, from time to time, while granting such approvals, sanctions, consents, observations, no objections, confirmations, permissions and which may be agreed by the Board of Directors of the Company, the draft "Scheme of Arrangement of Ortin Laboratories Limited (Demerged Company or Transferor Company) and Vineet Laboratories Limited (Resulting Company or Transferee Company) and their respective Shareholders and Creditors" ("Scheme"), providing for demerger of API Intermediates Division/Undertaking of the Demerged Company with the Resulting Company on a going concern basis with effect from 01.04.2020 (First Day of April, Two Thousand and Twenty) being the appointed date, as placed before the meeting and initialed by the chairman for the purpose of identification, be and is hereby approved".

and directed to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to aforesaid resolution and to effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, while sanctioning the arrangement/demerger embodied in the

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Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as may be deemed fit and proper".

I. Voted in favour of the Resolution

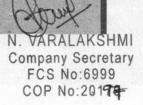
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| Mode of Voting | Number of Equity Shareholders who voted in favour | | % of total no of valid votes cast / shares |
|---|---|------|--|
| Remote e-Voting | 1 | 200 | 100.00 |
| Voting through Ballot Paper at the venue of the Meeting | 38 | 4003 | 97.71 |
| Total | 39 | 4203 | 97.81 |

II. Voted against of the Resolution

| Mode of Voting | Number Equity Shareholders who voted against | of in | Number of votes cast / shares against | % of total no of valid votes cast / shares |
|--|--|----------|---|--|
| Remote e-Voting | | - | | - |
| Voting through Ballot Paper at the venue of the Meeting | | 1 | 94 | 2.29 |
| Total | | 1 | 94 | 2.19 |

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III. Invalid Votes

| Mode of Voting | Number of Equity Shareholders who voted | Number of votes cast / shares |
|---|--|-------------------------------|
| Remote e-Voting | - | - |
| Voting through Ballot Paper at the venue of the Meeting | - | - |
| Total | - | - |

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RESOLUTION 2: RECLASSIFICATION OF PERSONS FORMING PART OF THE PROMOTER GROUP FROM 'PROMOTER & PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY:

"RESOLVED THAT in accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereof, for the time being in force and other applicable provisions, the consent of the shareholders of the Company be and is hereby accorded to reclassify the following persons/entities (hereinafter individually and jointly referred to as the 'applicants') forming part of the Promoter Group from 'Promoter & Promoter Group Category' to "Public Category' as per the Scheme of Arrangement between Ortin Laboratories Limited (demerged company) and Vineet Laboratories Limited (resulting company).

| Sl. No | Name of the Shareholders | No of shares held | % of the paid up capital |
|-----------|-----------------------------------|----------------------|--------------------------|
| 1 | Satyanarayanaraju Bhupathiraju | 496130 | 2.93 |
| 2 | A. Srinivas Raju | 392634 | 2.32 |

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| 3 | A Ranga Raju | 302775 | 1.79 |
|----|-----------------------|---------|-------|
| 4 | A Prabhakar Raju | 616933 | 3.64 |
| 5 | A Maithali | 323310 | 1.91 |
| 6 | Venkata Ramana Gaddam | 818409 | 4.83 |
| 7 | A Anantalakshmi | 319022 | 1.88 |
| 8 | Venkata Rama Gaddam | 767247 | 4.53 |
| 9 | Gaddam Srinivasa Rao | 69680 | 0.41 |
| 10 | Gaddam Balaji | 32680 | 0.19 |
| | Total | 4138820 | 24.43 |

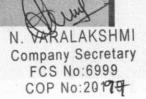
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"RESOLVED FURTHER THAT re-classification of promoter as public shareholders shall be subject to Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereof."

"RESOLVED FURTHER THAT after such reclassification following shall be the Promoters of the Company:"

| Sl. No | Name of the Shareholders | No of shares held | % of the paid up capital |
|--------|--------------------------|-------------------|--------------------------|
| 1 | S Murali Krishna Murthy | 143475 | 0.85 |
| 2 | S. Balaji Venkateswarulu | 157827 | 0.93 |
| 3 | S Sarath Kumar | 120200 | 0.71 |
| 4 | S Venkata Sujatha | 122800 | 0.72 |
| 5 | Lakshmi Shravani Dasari | 87500 | 0.52 |
| 6 | S Srinivas Kumar | 246723 | 1.46 |
| 7 | S Hema Kumari | 110200 | 0.65 |
| 8 | S Tandav Krishna | 90650 | 0.54 |
| 9 | S Ravi Sankar | 85000 | 0.50 |
| 10 | S Rajeshwari | 39110 | 0.23 |
| 11 | S Krishna Karthik | 60000 | 0.35 |
| 12 | S Satya Praveen Kumar | 79316 | 0.47 |
| 13 | S. Nagajyothi | 90290 | 0.53 |
| 14 | S Venkataratnamma | 192389 | 1.14 |

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| 15 16 | S. Venkata Subbamma S Mohan Krishna Murthy | 101250 35816 | 0.6 |
|----------|--|-----------------|-------|
| | Total | 1762546 | 10.41 |

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"RESOLVED FURTHER THAT the disclosures given under clause 9.1.2 of the Explanatory Statement of this Notice is hereby noted and approved."

"RESOLVED FURTHER THAT Board be and is hereby authorized to take such steps expedient or desirable to give effect to this resolution."

I. Voted in favour of the Resolution

| Mode of Voting | Number of Equity Shareholders who voted in favour | | % of total no of valid votes cast / shares |
|---|---|------|--|
| Remote e-Voting | 1 | 200 | 100.00 |
| Voting through Ballot Paper at the venue of the Meeting | 38 | 4003 | 97.71 |
| Total | 39 | 4203 | 97.81 |

II. Voted against of the Resolution

| Mode of Voting | Number of Equity Shareholders who voted in against | Number of votes cast / shares against | |
|---|--|---|------|
| Remote e-Voting | - | - | - |
| Voting through Ballot Paper at the venue of the | 1 | 94 | 2.29 |

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| Meeting | | | |
|---------|---|----|------|
| Total | 1 | 94 | 2.19 |

III. Invalid Votes

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| Mode of Voting | Number of Equity Shareholders who voted | Number of votes cast / shares |
|---|--|----------------------------------|
| Remote e-Voting | - | - |
| Voting through Ballot Paper at the venue of the Meeting | - | - |
| Total | - | - |

5. Based on the foregoing, the Resolutions as set out in the Notice of the Meeting dated 20th January 2020, stands passed with requisite majority under Remote e-voting and voting through Ballot Paper at the venue of the Meeting.

Thanking You, Yours Sincerely,

> N. VARALAKSHMI Company Secretary FCS No:6999 COP No:20179

N. Varalakshmi,

Practising Company Secretary,

CP No: 20197; M No: F6999

Hon'ble NCLT appointed Scrutinizer for the Meeting of the Equity Shareholders of Ortin Laboratories Limited

Date: 27.02.2020 Place: Hyderabad

UDIN: F006999A000577492

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VOTING RESULTS

| Total number of shareholders on record / cut-off date 6739 No. of shareholders present in the meeting either in person or through proxy: | No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: 2 48 | Date of the Hon'ble Tribunal Convened meeting of Equity Shareholders | 26.02.2020 | | | ta | |
|--|--|--|------------|-----|-------|----|------|
| through proxy: | through proxy: Promoters and Promoter Group: Public: 2 48 | Total number of shareholders on record / cut-off date | 6739 | | | | |
| | Public: . 48 | through proxy: | | | | A. | ui i |
| A CONTRACTOR OF CONTRACTOR CONTRA | | A STANDARD CONTRACTOR AND A STANDARD CONTRAC | 2 | | | | |
| No. of Shareholders attended the meeting through Video | | Promoters and Promoter Group: | Nil | 1.0 | | | |
| Conferencing | | Public | Nil | | (198) | | |

1. APPROVAL OF SCHEME OF ARRANGEMENT

| | | | Reso | olution (1) | | | | | |
|--|-------------------------------------|--------------------|----------------------------|--|--------------------------------|------------------------|--|--|--|
| Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? | | | Extraordinary -Special Yes | | | | | | |
| | | | | | | | | | |
| 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 again st | % 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 | |
| | E-Voting | | 0 | 0.0000 | 0 | . 0 | 0 | 0 | |
| Promoter and | Poll | 5901366 | 0 | 0.0000 | 0 | . 0 | * 0 | 0 | |
| Promoter Group | Postal Ballot (if applicable) | | 0. | 0.0000 | 0 | . 0 | 0 | 0 | |
| | Total ` | 5901366 | 0 | 0.0000 | 0 | 0 | . 0.0000 | 0.0000 | |
| | E-Voting | | 0 | 0.0000 | 0 | . 0 | 0 | 0 | |
| | Poll | 13559 | .0 | 0.0000 | 0 | 0 | 0 | 0 | |
| Public- Institutions | Postal Ballot (if applicable) | 13333 | | 0.0000 | . 0 | ō | 0 | 0 | |
| | Total | 13559 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | E-Voting · | | 200 | 0:0018 | 200 | . 0 | 100.0000 | 0.0000 | |
| Public- Non Institutions | Poll | 11025475 | 4097 | 0.0372 | 4003 | 94 | 97.7056 | 2.2944 | |
| | Postal Ballot (if | 2: | 0 | 0.0000 | 0 | . 0 | ·. o | ORAG | |







| 10 | applicable) | | 1 100 | • | - | | | |
|-----|-------------|----------|-------|---------------|------|---------|---------|--------|
| 3.4 | Total | 11023473 | | 0.0390 | 4203 | 94 | 97.8124 | 2.1876 |
| | Total | 16940400 | 4207 | 0.0254 | 4203 | · 94 | 97.8124 | 2.1876 |
| | | | | Whether resol | | or Not. | Υe | es |

2. RECLASSIFICATION OF PERSONS FORMING PART OF THE PROMOTER GROUP FROM 'PROMOTER & PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY'

| | | | Resolutio | n (2) | | | | | |
|---|--|--------------------|--|--|--------------------------------|--|---|---|--|
| Resolution required: (Ordinary / Special) | | | | Extraordinary -Special | | | | | |
| Whether pror | Whether promoter/promoter group are interested in the agenda/resolution? | | | | . Yes ' | | | | |
| Description of resolution considered | | | RECLASSIFICATION OF PERSONS FORMING PART OF THE PROMOTER GROUP FROM 'PROMOTER & PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY | | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstandi ng shares | No. of votes – in favour | No. of votes — again st | % 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)]*10 0 | |
| | E-Voting | | . 0 | . 0.0000 | 0. | 0 | 0 | 0 | |
| Promoter and Promoter | Poll Postal Ballot (if | 5901366 | | 0.0000 | 0 | . 0 | . 0 | , 0 | |
| Group | applicable) | | . 0 | . 0.0000 | 0 | . 0 | . 0 | 0 | |
| W | Total | 5901366 | , 0 | 0.0000 | 0 | . 0 | 0.0000 | 0.0000 | |
| | E-Voting . | | 0. | 0.0000 | 0 | . 0 | 0 | 0 | |
| Public- Institutions | Poll Postal Ballot (if | 13559 | . 0 | . 0.0000 | 0 | . 0 | 0 | 0 | |
| | applicable) | | 0 | 0.0000 | 0 | 0. | 0 | 0 | |
| | Total | 13559 | • 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | E-Voting | | 200 | 0.0018 | 200 | . 0 | 100.0000 | 0.0000 | |
| Public- Non | Poll | 11025475 | 4097 | 0.0372 | 4003 | 94 . | 97.7056 | 2.2944 | |
| Institutions | Postal Ballot (if applicable) | | . 0 | 0.0000 | 0, | . 0 | 0 | 0 | |
| | Total | 11025475 | 4297 | 0.0390 | 4203 | . 94 | 97.8124 | 2.1876 | |
| | _, Total. | 16940400 | 4297 | 0.0254 | 4203 | 94 | 97.8124 | 2.1876 | |
| | | | . v | hether resol | ution is Pass | or Not. | . Yes | | |

CIN: L24110TG1986PLC006885



Ph: 9908481168

Scrutinizer's Report

On Voting at Tribunal Convened Meeting of the Sundry Creditors of Ortin Laboratories Limited through Ballot Paper

To

Mr. B.V. Ram Naresh Kumar,
Flat No. 204, Panchavati Residency, Sahara Estate Line,
Mansoorabad, L.B. Nagar, Hyderabad - 500068
Hon'ble NCLT appointed Chairman for the Meeting of
the Sundry Creditors of Ortin Laboratories Limited
held on Wednesday, the 26th day of February, 2020 at 10:30 a.m.

Dear Sir,

Sub: Report on voting carried out through Ballot Paper at the Hon'ble NCLT convened Meeting of the Sundry Creditors of Ortin Laboratories Limited ("Demerged Company/Transferor Company") held on Wednesday, the 26th day of February, 2020 at 10:30 a.m. and concluded at 12:05 p.m. at 8-113/A/1, Hotel Minerva Banquets, Kothapet, Hyderabad- 500035, Telangana.

With reference to the above subject, I, B. Poojitha, Advocate, state that I was appointed as the Scrutinizer for the aforementioned Meeting of the Sundry Creditors ("Meeting") by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, vide its Order dated 6th January, 2020 ("Order") in CA (CAA) 230/230/HDB/2019, to scrutinize the voting at the venue of the Meeting in a fair and transparent manner, on the below resolutions, *inter-alia* seeking approval of the Sundry Creditors of the Transferor/Demerged Company, to the Scheme of Arrangement between Ortin Laboratories Limited (Demerged Company/Transferor Company) and Vineet Laboratories Limited (Resultant Company/Transferee Company) and their respective Shareholders and Creditors ("Scheme of Arrangement") in terms of the Notice dated 20th January, 2020, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was kept in my presence.

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Ph: 9908481168

- 2. The ballot box was subsequently opened in my presence and poll / ballot papers were diligently scrutinized. The Ballot Papers were reconciled with the records maintained by the Company as on 30.06.2019.
- 3. No Ballot (poll) Papers was incomplete and/or which was otherwise found defective.
- 4. The result of the Voting at Meeting through Ballot Paper is as under:

Item No. 1:

To consider and if thought fit, approve the Scheme of Arrangement between Ortin Laboratories Limited (Demerged Company/Transferor Company) and Vineet Laboratories Limited (Resultant Company/ Transferee Company) and their respective Shareholders and Creditors ("Scheme of Amalgamation") under Sections 230 to 232 read with Section 66 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder.

"RESOLVED THAT pursuant to the provisions of Section 230 to 232 read with Section 66 and other applicable provisions, if any, of the Companies Act, 2013, read with the National Company Law Tribunal Rules, 2016, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 including any statutory modifications, amendments, re-enactments thereof for the time being in force, the applicable provisions of the Memorandum and Articles of Association of the Company and subject to the requisite approvals, sanctions, consents, observations, no objections, confirmations, permissions from the Hon'ble National Company Law Tribunal, Bench at Hyderabad or such other competent authority as may be applicable, and the confirmation, permission, sanction and approval of the other statutory / regulatory authorities, if any, in this regard and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any such authorities, from time to time, while granting such approvals, sanctions, consents, observations, no objections, confirmations, permissions and which may be agreed by the Board of Directors of the Company, the draft "Scheme of Arrangement of Ortin Laboratories Limited (Demerged Company or Transferor Company) and Vineet Laboratories Limited (Resulting Company or Transferee Company) and their respective Shareholders and Creditors" ("Scheme"), providing for demerger of API Intermediates Division/Undertaking of the Demerged Company with the Resulting Company on a going concern basis with effect from 01.04.2020 (First Day of April, Two Thousand and





Twenty) being the appointed date, as placed before the meeting and initialed by the chairman for the purpose of identification, be and is hereby approved".

RESOLVED FURTHER THAT the Board be and is hereby authorized, empowered and directed to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to aforesaid resolution and to effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, while sanctioning the arrangement/demerger embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as may be deemed fit and proper".

I. Voted in favour of the Resolution:

| No. of Sundry Creditors | Number of votes cast by | % of total number of |
|--|-------------------------|----------------------|
| present and voting (in person or by proxy) | them | valid votes cast |
| 33 | 12,98,42,674 | 100 |

II. Voted against of the Resolution:

| No. of Sundry Creditors | Number of votes cast by | % of total number of |
|-------------------------|-------------------------|----------------------|
| present and voting (in | them | valid votes cast |
| person or by proxy) | | |
| Nil | NA | NA |
| | | |

III. Invalid Votes:

| Total no. of Sundry Creditors (in person or | Total number of votes cast by them |
|---|------------------------------------|
| by proxy) whose votes were declared invalid | |
| Nil | NA |
| | |





Ph: 9908481168

ITEM No 2:

To consider and if thought fit, approve reclassification of persons forming part of the promoter group from 'promoter & promoter group category' to 'public category:

"RESOLVED THAT in accordance with Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereof, for the time being in force and other applicable provisions, the consent of the shareholders of the Company be and is hereby accorded to reclassify the following persons/entities (hereinafter individually and jointly referred to as the 'applicants') forming part of the Promoter Group from 'Promoter & Promoter Group Category' to "Public Category' as per the Scheme of Arrangement between Ortin Laboratories Limited (demerged company) and Vineet Laboratories Limited (resulting company).

| | Total | 4138820 | 24.43 |
|-----|--------------------------------|-------------|---------------|
| 10 | Gaddam Balaji | 32680 | 0.19 |
| 9 | Gaddam Srinivasa Rao | 69680 | 0.41 |
| 8 | Venkata Rama Gaddam | 767247 | 4.53 |
| 7 | A Anantalakshmi | 319022 | 1.88 |
| 6 | Venkata Ramana Gaddam | 818409 | 4.83 |
| 5 | A Maithali | 323310 | 1.91 |
| 4 | A Prabhakar Raju | 616933 | 3.64 |
| 3 | A Ranga Raju | 302775 | 1.79 |
| 2 | A. Srinivas Raju | 392634 | 2.32 |
| 1 | Satyanarayanaraju Bhupathiraju | 496130 | 2.93 |
| No | | shares held | up capital |
| SI. | Name of the Shareholders | No of | % of the paid |



Ph: 9908481168

"RESOLVED FURTHER THAT re-classification of promoter as public shareholders shall be subject to Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereof."

"RESOLVED FURTHER THAT after such reclassification following shall be the Promoters of the Company:"

| SI. | Name of the Shareholders | No of shares held | % of the paid |
|---|--------------------------|-------------------|---------------|
| No | | | up capital |
| 1 | S Murali Krishna Murthy | 143475 | 0.85 |
| 2 | S. Balaji Venkateswarulu | 157827 | 0.93 |
| 3 | S Sarath Kumar | 120200 | 0.71 |
| 4 | S Venkata Sujatha | 122800 | 0.72 |
| 5 | Lakshmi Shravani Dasari | 87500 | 0.52 |
| 6 | S Srinivas Kumar | 246723 | 1.46 |
| 7 | S Hema Kumari | 110200 | 0.65 |
| 8 | S Tandav Krishna | 90650 | 0.54 |
| 9 | S Ravi Sankar | 85000 | 0.50 |
| 10 | S Rajeshwari | 39110 | 0.23 |
| 11 | S Krishna Karthik | 60000 | 0.35 |
| 12 | S Satya Praveen Kumar | 79316 | 0.47 |
| 13 | S. Nagajyothi | 90290 | 0.53 |
| 14 | S Venkataratnamma | 192389 | 1.14 |
| 15 | S. Venkata Subbamma | 101250 | 0.6 |
| 16 | S Mohan Krishna Murthy | 35816 | 0.21 |
| *************************************** | Total | 1762546 | 10.41 |

"RESOLVED FURTHER THAT the disclosures given under clause 9.1.2 of the Explanatory Statement of this Notice is hereby noted and approved."



Ph: 9908481168

"RESOLVED FURTHER THAT Board be and is hereby authorized to take such steps expedient or desirable to give effect to this resolution."

I. Voted in favour of the Resolution:

| No. of Sundry Creditors | Number of votes cast by | % of total number of |
|-------------------------|--|----------------------|
| present and voting (in | them | valid votes cast |
| person or by proxy) | * Control of the Cont | |
| 33 | 12,98,42,674 | 100 |
| | | 10 |

II. Voted against of the Resolution:

| No. of Sundry Creditors | Number of votes cast by | % of total number of |
|--|-------------------------|----------------------|
| present and voting (in person or by proxy) | them | valid votes cast |
| Nil | NA | NA |

III. Invalid Votes:

| Total no. of Sundry Creditors (in person or | Total number of votes cast by them |
|---|------------------------------------|
| by proxy) whose votes were declared invalid | |
| Nil | NA |
| | |

- 5. A list of **Sundry Creditors** who voted for the resolution has been handed over to the Chairperson.
- 6. I have handed over the Ballot Papers and other related papers / registers and records for safe custody to Mr. B.V. Ram Naresh Kumar, Hon'ble NCLT appointed Chairman for the Meeting of the Sundry Creditors of Ortin Laboratories Limited held on Wednesday, the 26th day of February, 2020 at 10:30 a.m. and concluded at 12.05 p.m.
- 7. The above mentioned resolutions have been passed with requisite majority.

B. Popithe



Thanking You,

Yours Sincerely,

Bilasille

B. Poojitha, Advocate,

Hon'ble NCLT appointed Scrutinizer for the Meeting of the Sundry Creditors of Ortin Laboratories Limited

Date: 27.02.2020

Place: Hyderabad