

# FREDUN PHARMACEUTICALS LIMITED

*Compassionate Healthcare*



CIN No : L24239MH19 87PLC043662

August 29, 2019

To,  
BSE Ltd.,  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street - Fort,  
Mumbai – 400 001

Ref.: BSE Scrip Code - 539730

**Subject: Notice of the 32<sup>nd</sup> Annual General Meeting**

Dear Sir / Madam,

Pursuant to Regulation 30 and other applicable provisions of SEBI Listing Regulations, 2015; we enclose herewith the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company scheduled to be held on Tuesday, September 24, 2019 at 09:00 A.M. at Ramee Guest Line Hotel, Dadar Plot No. 3, Kohinoor Road, Dadar, Mumbai – 400 014 along with the Proxy form and Attendance slip.

The same is also placed on the website of the Company at [www.fredungroup.com](http://www.fredungroup.com)

Kindly take the same on your Records.

Thanking you,

For Fredun Pharmaceuticals Limited



Priyanka Chaturvedi  
Company Secretary Cum Compliance Officer  
Membership No.: A55917

Encl.: A/a

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

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

Factory Address: 14,15,16, Zorabian Industrial Complex, Vevoor, Palghar (E), Dist: Palghar - 401 404.

Phone No.: +917045957828, +917045957829, +917045957830, +917045956857

E-Mail: [business@fredungroup.com](mailto:business@fredungroup.com) Web: [www.fredungroup.com](http://www.fredungroup.com)



**NOTICE OF 32nd ANNUAL GENERAL MEETING**

Notice is hereby given that the **32nd ANNUAL GENERAL MEETING** (the “32nd AGM”) of the members of **FREDUN PHARMACEUTICALS LIMITED** will be held on **Tuesday, September 24, 2019 at 09:00 A.M.** at Ramee Guest Line Hotel, Dadar Plot No. 3, Kohinoor Road, Dadar, Mumbai – 400 014 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the reports of the Board of Directors and the Auditors thereon;
2. To declare Dividend of 6.5% on the Equity Shares of the Company for the Financial Year ended March 31, 2019.
3. To appoint a Director in place of Mr. Nariman Medhora (DIN No.:02060357) who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible has offered himself for re-appointment.

**SPECIAL BUSINESS:**

**4. To Ratify the remuneration of the Cost Auditor:**

To consider and if though fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) remuneration of Rs. 60,000/- (Rupees Sixty Thousand only) payable to M/s. Joshi Apte & Associates, Practising Cost Accountants (Firm Registration No. 00240), allotted by the Institute of Cost Accountants of India; appointed as the Cost Auditor of the Company for the Financial Year 2019-20 by the Board of Directors of the Company, as recommended by the Audit Committee be and is hereby ratified”.

“**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts and take appropriate steps as may be necessary and proper to give effect to this resolution.”

**By Order of the Board  
For Fredun Pharmaceuticals Limited**

Sd/-

**Priyanka Chaturvedi**

**Company Secretary Cum Compliance Officer**

**Place: Mumbai  
Date: June 10, 2019**

**REGISTERED OFFICE:**

26, Manoj Industrial Premises,  
G.D. Ambekar Marg, Wadala,  
Mumbai - 400 031



**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 32ND ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND ON A POLL. VOTE INSTEAD OF HIMSELF / HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013 ("the Act"), read with the applicable rules thereon, a person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. A member holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder. Proxies in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than forty-eight hours before the commencement of the Annual General Meeting.
3. Every Member entitled to vote at the 32nd Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty-four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the 32<sup>nd</sup> AGM. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company. Further, Corporate Members are required to send a Certified Copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013 authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
4. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015; the Register of Members of the Company will remain closed from September 18, 2019 to September 24, 2019; both days inclusive (Book Closure Date) for the purpose of 32nd Annual General Meeting.
5. Pursuant to the provisions of Section 124(5) and Section 124(6) of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules") and amendments thereto, all shares on which Dividend has not been paid or claimed for seven consecutive years or more shall be transferred to the demat account of the IEPF authority.

The Company at its 30th AGM held on September 28, 2017 and 31st AGM held on September 27, 2018; had declared dividend at the rate of 6%. The unclaimed / unpaid amount is lying in the account and we thus request the shareholders to contact the Company or Purva Sharegistry (India) Pvt. Ltd. in this matter. The details of the unclaimed / unpaid dividend is available on the website of the Company at [www.fredungroup.com](http://www.fredungroup.com)

6. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. Entry at the 32nd AGM hall shall be strictly restricted to the Members / valid proxies only carrying the attendance slip.
7. The Members are requested to notify any change in their registered address / residential status immediately to the Registrar and Share Transfer Agents; M/S. Purva Sharegistry (India) Pvt. Ltd., (hereinafter referred to as "Purva") Unit No. 9, Shiv Shakti Indl. Estate, J.R. Boricha Marg, Off N. M. Joshi Marg, Near Lodha Excelus, Lower Parel (E), Mumbai - 400 011. In case of Dematerialised Shares, the aforesaid information should be given to the Depository Participant with whom the Member has an account.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are

therefore requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar and Transfer Agent / Company.

9. Members may note that the Rule 11 of the Companies (Accounts) Rules, 2014; permits circulation of Annual Report to shareholders through electronic means to such of the Members whose e-mail addresses are registered with NSDL or CDSL or the shareholders who have registered their E-mail ID with the Company and physical copies to those shareholders whose e-mail IDs have not been either registered with the Company or with the depositories.
  - 9.1 Keeping in view the Green Initiative taken by the Government and to save the cost involved in printing and dispatch; Members are requested to register their e-mail addresses with the DPs, in case shares are held in dematerialized form and with the Purva, in case the shares are held in physical form and also intimate changes, if any, in their registered e-mail addresses to the Company / DPs, from time to time.
  - 9.2 Please note that as a Member of the Company, you will always be entitled to receive all communications in Physical form, upon request.
10. SEBI through its circular dated December 3, 2018; has instructed that the securities of the Listed Companies can be transferred only in dematerialised form from April 1, 2019. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise shares held by them in physical form.
11. Members holding shares in physical form; under single name are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13 prescribed by the Government can be obtained from the Registrar and Share Transfer Agent.
12. In case of joint holders attending the Annual General Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Item no. 4 of the Notice is annexed herewith.
14. All documents referred to in the accompanying Notice and the Explanatory statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 A.M. to 5:00 P.M.) on all working days except Saturdays, Sundays and Holidays, up to and including the date of the 32<sup>nd</sup> Annual General Meeting of the Company.
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013; the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013; will be available for inspection at the 32<sup>nd</sup> AGM.
16. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. All Shareholders holding Shares as on September 17, 2019 (end of the day) being the cut-off date [i.e record date for the purpose of Rule 20(2)(ii) of the Companies (Management and Administration) Rules, 2015] fixed for determining voting rights of Members will be entitled to participate in E-voting process. The instructions for e-voting are given herein below. Resolution(s) passed by Members through e-voting is / are deemed to have been passed as if they have been passed at the 32<sup>nd</sup> AGM.
17. Members can opt for only one mode of voting. i.e. either by Ballot Form or e -voting. In case members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through the

Ballot form shall be treated as invalid. The Members who have cast their votes by remote E-voting prior to the meeting can also attend the meeting but shall not be entitled to cast their votes.

18. The Board vide its Resolution passed on June 10, 2019 had appointed Mr. Rajendra R. Vaze, Practicing Company Secretaries (Membership No. FCS 4247 CP N0. 1975) as the Scrutinizer for conducting the remote E-voting and Ballot form process in accordance with the law and in a fair and transparent manner.
19. The Chairperson shall, after the conclusion of the discussion(s) on the resolutions on which voting is to be held at the 32nd AGM, shall allow voting with the assistance of the scrutinizer, by use of ballot paper for all those Members who are present at the 32nd AGM but have not cast their votes by availing the remote E-voting facility.
20. Pursuant to Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, details of Directors seeking re-appointment at the 32<sup>nd</sup> Annual General Meeting of the Company to be held on September 24, 2019 are provided in **Annexure A** of this Notice. The Company had received the consents / declarations for their re-appointments as required under the Act and the rules framed thereunder.
21. Members may contact Ms. Priyanka Chaturvedi, Company Secretary Cum Compliance Officer of the Company for any grievances connected with electronic means at the Registered office of the Company i.e. at 26, Manoj Industrial Premises G.D. Ambekar Marg, Wadala, Mumbai - 400 031.
22. The Scrutinizer shall, after the conclusion of the voting at the 32nd AGM, first count the votes cast at the meeting and then unblock the votes cast through remote e-voting. In the presence of at least two witnesses not in the employment of the Company and shall make not later than 48 hours of the conclusion of the 32<sup>nd</sup> AGM as envisaged under Regulation 44 of SEBI Listing Regulations, 2015; a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson of Company / Meeting in writing, who shall countersign the same and declare the results of the voting forthwith. The results declared with the Scrutinizer's report shall be placed on the website of the Company and will be forwarded to the BSE Limited.

**The instructions for members for voting electronically are as under:**

The Remote E-voting period begins on Saturday, September 21, 2019 (9:00 A.M. IST) and ends on Monday, September 23, 2019 (5:00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e., September 17, 2019 may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting thereafter.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2 : Cast your vote electronically on NSDL e-Voting system.**

• **Details on Step 1 is mentioned below:**

- i. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- ii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- iii. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

iv. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:   |
|--|--|
| For Members who hold shares in demat account with NSDL.        | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.    |
| For Members who hold shares in demat account with CDSL.        | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.   |
| For Members holding shares in Physical Form.                   | EVEN Number followed by Folio Number registered with the Company.<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

v. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) **Click** on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.

vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

- viii. Now, you will have to click on "Login" button.
- ix. After you click on the "Login" button, Home page of e-Voting will open.
- **Details on Step 2 is mentioned below:**
    - i. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
    - ii. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
    - iii. Select "EVEN" of Fredun Pharmaceuticals Limited for which you wish to cast your vote.
    - iv. Now you are ready for e-Voting as the Voting page opens.
    - v. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES Implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
    - vi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
    - vii. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
    - viii. Upon confirmation, the message "Vote cast successfully" will be displayed.
    - ix. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
    - x. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

#### **General Guidelines for shareholders**

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cs.rajendra@yahoo.in](mailto:cs.rajendra@yahoo.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### **Other Instructions:**

1. The e-voting period commences on Saturday, September 21, 2019 (9:00 A.M. IST) and ends on Monday, September 23, 2019 (5:00 P.M. IST). During this period, Members of the Company, holding Shares either in physical form or in dematerialized form, as on September 17, 2019 may cast their vote



- electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Shareholder, the Shareholder shall not be allowed to change it subsequently.
2. The voting rights of Members shall be in proportion to their Shares of the paid-up Equity Share Capital of the Company as on the cut-off date September 17, 2019.
  3. Mr. Rajendra R. Vaze, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  4. The Scrutinizer shall, within a period not exceeding two working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, forthwith the Report to the Chairperson of the Company.
  5. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.fredungroup.com](http://www.fredungroup.com) The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed. The resolution shall be deemed to be passed on the date of the 32<sup>ND</sup> AGM subject to receipt of sufficient votes.
  6. In case of any queries, you may refer the frequently asked Questions (FAQs) for and e-voting user manual for Shareholders available at the "downloads" Section of <https://www.evoting.nsdl.com> or contact NSDL at the toll free no.: 1800-222-990.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

**Item no. 4**

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Joshi Apte & Associates, Cost Accountants, as the cost auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2019-20, at Rs. 60,000/- (Rupees Sixty Thousand only) remuneration.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014; the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending 2019-20.

The Board recommends the Ordinary Resolution for approval by the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

**By Order of the Board  
For Fredun Pharmaceuticals Limited  
Sd/-**

**Priyanka Chaturvedi  
Company Secretary Cum Compliance Officer**

**Place: Mumbai  
Date: June 10, 2019**

**REGISTERED OFFICE:**

26, Manoj Industrial Premises,  
G.D. Ambekar Marg, Wadala,  
Mumbai - 400 031



**Annexure A**

*(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards – 2 on General Meetings*

Details of Directors seeking Appointment / Reappointment at the 32<sup>nd</sup> AGM of the Company to be held on  
September 24, 2019

|  |  |
|--|--|
| Name   | <b>Mr. Nariman Medhora</b>   |
| Date of Birth  | 05/11/1937   |
| Date of Appointment                                    | 30/09/2015   |
| Qualification / expertise in specific functional areas | B.SC from Gujarat University<br>He has wide experience in Plant checking, R.M. stores, Inventory Control and Purchase Department   |
| Brief Profile  | <p>Mr. N. B. Medhora is one of the Promoter Director of Fredun Pharmaceuticals Ltd., till October 2014 after which he has assumed the post of a Mentor to guide the Company forward with his extensive experience. He completed his B.sc from Gujarat University &amp; joined Asbestos Magnesia and Friction Materials (AMFM), a wholly owned subsidiary of Turner &amp; Neuvel a UK based Company in 1958 as an Inspector in Quality Control Department. In the year 1962 he joined M/s. Sarabhai Chemicals Ltd., at Baroda a leading Pharmaceutical Company in the capacity of a chemist in their Quality Control Department. During his tenure in Sarabhai Chemicals Ltd. he gained a wide experience in various departments like Plant checking, R.M. stores, Inventory Control and Purchase Department. In 1973 he was promoted as an Export-Import incharge. Thus, he has an immense knowledge about the Pharma Industry. Besides this, it has also helped him in developing the necessary contacts with importers in Asian &amp; African countries. He left Sarabhai Chemicals Ltd. in 1988 to start his own concern to manufacture Pharmaceutical Formulations.</p> <p>He also started a Proprietary Company M/s. Fredna Enterprises in 1990. This concern is involved in the manufacturing of a specialty product Micro-Crystalline Hydroxyapatite Compound used as an organic calcium supplement. It has acquired Industrial galas / Plots in Palghar for the manufacturing of this product.</p> |
| Directorship held in other Companies                   | NILL   |
| Membership of committees across Companies              | NILL   |
| Shares held as on 31/03//2019                          | 5,75,300 Equity shares   |
| Relationship Between the Directors                     | Mr. Nariman Medhora is husband of Dr. (Mrs.) Daulat Medhora and Father of Mr. Fredun Medhora   |

# PROXY FORM

Fredun Pharmaceuticals Ltd. Annual Report 2018-2019

## FREDUN PHARMACEUTICALS LTD

CIN: L24239MH1987PLC043662

### Registered Office:

26 Manoj Industrial Premises,  
G D Ambekar Marg, Wadala,  
Mumbai-400 031 Maharashtra  
Phone:022-4031811  
Email: [business@fredungroup.com](mailto:business@fredungroup.com)  
Website: [www.fredungroup.com](http://www.fredungroup.com)

### PROXY FORM

#### MGT-11

#### PROXY FORM

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of  
the Companies (Management and Administration) Rules, 2014]*

### 32nd Annual General Meeting, Tuesday, September 24, 2019 at 09:00 A.M.

|   |  |
|---|--|
| Name of Shareholder / Proxyholder / Authorized Representative |  |
| Registered Address  |  |
| E-mail ID   |  |
| DP ID & Client ID / Registered Folio                          |  |

I / We, being the shareholder(s) of \_\_\_\_\_ shares of the above-named Company, hereby appoint:

|    |           |  |
|----|-----------|--|
| 1. | Name      |  |
|    | Address   |  |
|    | E-mail ID |  |
|    | Signature |  |

Or failing him;

|    |           |  |
|----|-----------|--|
| 2. | Name      |  |
|    | Address   |  |
|    | E-mail ID |  |
|    | Signature |  |

Or failing him;

|    |           |  |
|----|-----------|--|
| 3. | Name      |  |
|    | Address   |  |
|    | E-mail ID |  |
|    | Signature |  |

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the **32nd Annual General Meeting** of the Company, to be held on **Tuesday, September 24, 2019 at 09:00 A.M.** at Ramee Guest Line, Hotel - Dadar Plot No.3, Kohinoor Road, Dadar Mumbai – 400 014 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sr. No. | Resolution   |
|---------|--|
| 1.      | To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2019.  |
| 2.      | To declare a Dividend of 6.5% on Equity Shares of the Company for the Financial Year ended March 31, 2019.   |
| 3.      | To appoint a Director in place of Mr. Nariman Medhora (DIN No.:02060357) who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible has offered himself for re-appointment. |
| 4.      | To Ratify the remuneration of the Cost Auditor.  |

Signed this \_\_\_\_\_

Signature of Shareholder: \_\_\_\_\_

Signature of Proxy Holder: \_\_\_\_\_

|   |
|---|
| Affix<br>Revenue<br>Stamp of<br>Rs. 1/- |
|---|

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

# ATTENDANCE SLIP

Fredun Pharmaceuticals Ltd. Annual Report 2018-2019

## FREDUN PHARMACEUTICALS LTD

CIN: L24239MH1987PLC043662

### Registered Office:

26 Manoj Industrial Premises,  
G D Ambekar Marg, Wadala,  
Mumbai-400 031 Maharashtra  
Phone:022-4031811  
Email: [business@fredungroup.com](mailto:business@fredungroup.com)  
Website: [www.fredungroup.com](http://www.fredungroup.com)

### ATTENDANCE SLIP

### 32nd Annual General Meeting, Tuesday, September 24, 2019 at 09:00 A.M.

|  |  |
|--|--|
| DP ID & Client ID / Registered Folio                             |  |
| Name of Shareholder / Proxyholder<br>/ Authorized Representative |  |
| Name of Joint Member(s), if any                                  |  |
| No. of Shares held   |  |

I certify that I am a registered shareholder / proxy for the registered Shareholder of the Company and hereby record my presence at the 32nd Annual General Meeting of the Company on **Tuesday, September 24, 2019 at 09:00 A.M.** at Ramee Guest Line, Hotel - Dadar Plot No.3, Kohinoor Road, Dadar Mumbai – 400 014

\_\_\_\_\_  
Member's / Proxy's Signature

### Note:

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.
2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.
3. The e-voting facility is available at the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com) The electronic voting particulars are set out as follows:

| EVSN<br>(Remote E-Voting Event Number) | USER ID | PASSWORD/PIN |
|--|---------|--------------|
| 111214                                 |         |              |

