



Aarey

DRUGS & PHARMACEUTICALS LTD.

**MANUFACTURERS OF BULK DRUGS &
DEALERS OF CHEMICALS & SOLVENTS**

CIN No.: L99999MH1990PLC056538

H. O. : 107,204, SAHAKAR BHAVAN, 340 / 48, N. N. STREET, MASJID BUNDER, MUMBAI - 400 009. ☎ : (022) 66312997 / 98 / 99 Fax : 66313166 E-mail : info@aareydrugs.com
REGD. OFFICE & FACTORY : E -34, M.I.D.C., TARAPUR, BOISAR, DIST.: PALGHAR - 401 506. ☎ : (02525) 652165 E-mail : works@aareydrugs.com Web : www.aareydrugs.com

Date: 30th September, 2019

To,
Department of Corporate Services,
Bombay Stock Exchange,
1st Floor, P.J.Towers,
Dalal Street, Fort,
Mumbai – 400001

Dear Sir,

Sub: Clause 35A/B of the Listing Agreement – Details of voting results at the 29th Annual General Meeting of the Company

Pursuant to Clause 35A/B of the Listing Agreement, we are submitting herewith the details regarding the voting results of the business transacted at the 29th Annual General Meeting (AGM) of the equity shareholders of the Company held at E-34, MIDC, Tarapur, Boisar, District Thane on Monday, September 30, 2019 at 9.15am, in the prescribed format showing the results of the voting.

Further, we are also enclosing the consolidated report of the Scrutinizer on e-voting, physical ballot forms and voting at the AGM.

The above are also uploaded on the Company's website.

Kindly take record of the above and acknowledge the receipt of the same.

Thanking You,

For Aarey Drugs and Pharmaceuticals Limited


Managing Director



ANNOUNCEMENT OF RESULTS OF ELECTRONIC VOTING

This is to inform you that the following resolutions for the 29th Annual General Meeting held on 30th September, 2019 at E-34, MIDC, Tarapur, Boisar, dist. Thane-401506 have been declared as passed by the requisite majority at the aforesaid AGM.

DETAILS OF VOTING RESULTS

Sr. No.	Particulars	Details
1.	Date of the AGM/EGM	AGM September 30, 2019
2.	Record date	Cut off Date -20 th September, 2019
3.	No. of shareholders in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	7 26
4.	No. of shareholders attended the meeting through video conferencing: Promoter and Promoter Group: Public:	Not arranged

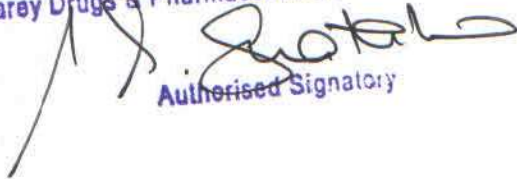
Sr. No.	Resolutions	No. of shares voted in favour of the resolution	% of shares voted in favour of the resolution	No. of shares voted against of the resolution	% of shares voted against of the resolution
1.	Adoption of the Audited Balance Sheet as on 31 st March, 2019, Profit & Loss Account for the year ended 31 st March, 2019 alongwith the Reports of Directors and Auditors.	12023212	99.99%	1	0.01%
2.	Reappointment of Mrs. Damiyanti P Ghatalia, who retires by rotation at this Annual General Meeting, as the Director of the Company.	12023212	99.99%	1	0.01%
3.	Reappointment of M/s DMKH and Company, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 31 st Annual General Meeting to be held in the calendar year 2021.	12023212	99.99%	1	0.01%
4.	Regularization of the appointment of Mr. Mihir R Ghatalia as Managing Director of the Company	12023212	99.99%	1	0.01%
5.	Appointment of Mr. Anil Mandal as an Independent Director.	12023212	99.99%	1	0.01%



Sr. No.	Resolutions	Remarks
1	Adoption of the Audited Balance Sheet as on 31 st March, 2019, Profit & Loss Account for the year ended 31 st March, 2019 alongwith the Reports of Directors and Auditors.	Passed Unanimously
2	Reappointment of Mrs. Damiyanti P Ghatalia, who retires by rotation at this Annual General Meeting, as the Director of the Company.	Passed Unanimously
3	Reappointment of M/s DMKH and Company, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 31 st Annual General Meeting to be held in the calendar year 2021.	Passed Unanimously
4	Regularization of the appointment of Mr. Mihir R Ghatalia as the Chairman cum Managing Director of the Company.	Passed Unanimously
5	Appointment of Mr. Anil Mandal as an Independent Director	Passed Unanimously

The electronic voting was held from 27th September, 2019 (9.00 AM) to 29th September, 2019 (5.00PM). The Chairman at the aforesaid AGM declared the results as above based on the scrutinizer's report dated, a copy of which is attached alongwith.

For Aarey Drugs & Pharmaceuticals Ltd.


Authorized Signatory

Virendra Bhatt

Company Secretary

Office :

Office No. 03, A Wing, 9th Floor,
Pinnacle Corporate Park,
BKC CST Link Rd., MMRDA Area,
Bandra Kurla Complex,
Bandra East, Mumbai - 400 051.

Tel. : 022 - 2652 9367 / 68

Mobile : +91 - 98200 48670

E-mail : bhattivirendra1945@yahoo.co.in

To,
The Chairman
Aarey Drugs & Pharmaceuticals Limited

29th Annual General Meeting of the Members of **Aarey Drugs & Pharmaceuticals Limited** (CIN: L99999MH1990PLC056538) held at E-34, MIDC, Tarapur, Boisar, Dist. Thane-401506 on Monday, 30th September, 2019 at 9:15 a.m.

Sub: Passing of Resolution(s) through remote e-voting and ballot papers pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors of **Aarey Drugs & Pharmaceuticals Limited** (hereinafter referred to as "**the Company**") at its meeting held on 14th August, 2019 has appointed me as the Scrutinizer for the remote e-voting process as well as to scrutinize the voting through ballot papers received from the members at the venue of the Annual General Meeting pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and other applicable provisions, if any, and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'the Listing Regulations'**), for the Resolution(s) in respect of the matter(s) as set out in the Notice of Annual General Meeting proposed to be transacted by e-voting and voting at the venue of Annual General Meeting by way of ballot papers. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

Report on Scrutiny:

- The Company has appointed Central Depository Services (India) Limited ('CDSL') as the Service Provider for the purpose of extending the facility of remote e-voting to the Members of the Company.



- M/s Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.
- The Service Provider had provided an Electronic Voting system for remote e-voting by members on all items of the business (both Ordinary and Special business) sought to be transacted at the 29th Annual General Meeting of the Company, which was held on Monday, 30th September, 2019.
- The Service Provider had set up electronic voting facility on their website, www.evotingindia.com. The Company has uploaded all the items of the business to be transacted at the Annual General Meeting on the website of the Company and also on the Service Provider's website to facilitate their members to cast their vote through remote e-voting.
- The cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was 02nd September, 2019 (Physical & Email) and as on that date, there were 8130 members of the Company. The Company/Service Provider had sent the Notices of the Annual General Meeting along with Annual Report and e-voting by E-mail to 4705 members. In respect of 3425 members whose E-mail IDs were not available and hence the notices were sent by registered post/courier.
- The Company has completed the dispatch of the notice of the Annual General Meeting along with Annual Report in physical form to the members on 07th September, 2019.
- The Notices sent (both through E-mail and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.
- The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 20th September, 2019.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days from Friday, 27th September, 2019 at 09:00 a.m. (IST) to Sunday, 29th September, 2019 till 05:00 p.m. (IST).



- As prescribed in clause (v) of sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company also released an advertisement, which was published at least 21 days before the date of the Annual General Meeting in English language in 'Active Times' Newspaper dated 17th August, 2019 having country-wide circulation and in Maharashtra in Marathi language in 'Mumbai Lakshadeep' Newspaper dated 17th August, 2019. The notice published in the Newspapers carried the required information as specified in sub-rule 4(v) (a) to (h) of the said Rule 20.
- At the end of e-voting period on 29th September, 2019 at 5.00 p.m, the voting period portal of the Service Provider was blocked herewith.
- At the venue of the 29th Annual General Meeting of the Company held on 30th September, 2019 the facility to vote through ballot papers was made available to facilitate those members present in the meeting but could not participate in the remote e- voting to record their votes.
- On 30th September, 2019 after counting of the votes conducted at the venue of the Annual General Meeting through ballot papers, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Ruchita Panchal and Mr. Parbat Chaudhari who acted as the witnesses, as prescribed in sub-rule 4(xii) of the said Rule 20.
- After the voting at the Annual General Meeting was concluded, the locked Ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above and ballot paper were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- Thereafter, I as a Scrutinizer, duly compiled details of remote e-voting and the facility of voting through ballot papers provided at the venue of the Annual General Meeting, the details of which are as follows:



The combined results of the remote e-voting together with that of the voting conducted at venue of the Annual General Meeting by way of ballot papers are as under:

Details	Remote voting	E-voting	Voting through ballot papers at the Annual General Meeting	Total voting
Number of member who cast their votes		8	8	16
Total number of shares held by them	6128943		5894269	12023212
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.			
Invalid votes	Various as mentioned under each Resolution			



• **ORDINARY BUSINESS**

1) Item No. 1 of the Notice

To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2019, the Balance Sheet as on that date and the reports of Directors and Auditors thereon.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	6128943	0	6128943
Ballots	5894269	0	5894269
Total	12023212	0	12023212

The Result of the e-voting and Poll is as under:

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	11868513	6128922	51.6402	6128922	0	100.0000	0.0000
	Poll		5130560	43.2283	5130560	0	100.0000	0.0000
	Total		11259482	94.8685	11259482	0	100.0000	0.0000
Public Institutions	E-Voting	3469206	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	8046965	21	0.0003	20	1	95.2381	4.7619
	Poll		763709	9.4906	763709	0	100.0000	0.0000
	Total		763730	9.4909	763729	1	99.9999	0.0001
Total		23384684	12023212	51.4149	12023211	1	99.9999	0.0001



2) Item No. 2 of the Notice

To appoint a Director in place of Mrs. Damyanti P. Ghatalia, who retires by rotation and, being eligible, offers herself for reappointment.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	6128943	0	6128943
Ballots	5894269	0	5894269
Total	12023212	0	12023212

The Result of the e-voting and Poll is as under:

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	11868513	6128922	51.6402	6128922	0	100.0000	0.0000
	Poll		5130560	43.2283	5130560	0	100.0000	0.0000
	Total		11259482	94.8685	11259482	0	100.0000	0.0000
Public Institutions	E-Voting	3469206	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	8046965	21	0.0003	20	1	95.2381	4.7619
	Poll		763709	9.4906	763709	0	100.0000	0.0000
	Total		763730	9.4909	763729	1	99.9999	0.0001
Total		23384684	12023212	51.4149	12023211	1	99.9999	0.0001



3) Item No. 3 of the Notice

To re-appoint M/s DMKH and company, as auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the 31st Annual General Meeting and authorise the Board of Directors to fix their remuneration.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	6128943	0	6128943
Ballots	5894269	0	5894269
Total	12023212	0	12023212

The Result of the e-voting and Poll is as under:

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	11868513	6128922	51.6402	6128922	0	100.0000	0.0000
	Poll		5130560	43.2283	5130560	0	100.0000	0.0000
	Total		11259482	94.8685	11259482	0	100.0000	0.0000
Public Institutions	E-Voting	3469206	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	8046965	21	0.0003	20	1	95.2381	4.7619
	Poll		763709	9.4906	763709	0	100.0000	0.0000
	Total		763730	9.4909	763729	1	99.9999	0.0001
Total		23384684	12023212	51.4149	12023211	1	99.9999	0.0001



• **SPECIAL BUSINESS**

4) Item No. 4 of the Notice (As a Special Resolution)

Re-Appointment of Mr. Mihir R. Ghatalia as Managing Director.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	6128943	0	6128943
Ballots	5894269	0	5894269
Total	12023212	0	12023212

The Result of the e-voting and Poll is as under:

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	11868513	6128922	51.6402	6128922	0	100.0000	0.0000
	Poll		5130560	43.2283	5130560	0	100.0000	0.0000
	Total		11259482	94.8685	11259482	0	100.0000	0.0000
Public Institutions	E-Voting	3469206	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	8046965	21	0.0003	20	1	95.2381	4.7619
	Poll		763709	9.4906	763709	0	100.0000	0.0000
	Total		763730	9.4909	763729	1	99.9999	0.0001
Total		23384684	12023212	51.4149	12023211	1	99.9999	0.0001



5) Item No. 5 of the Notice (As an Ordinary Resolution)

Appointment of Mr. Anil Mandal as Independent Director.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
E-Voting	6128943	0	6128943
Ballots	5894269	0	5894269
Total	12023212	0	12023212

The Result of the e-voting and Poll is as under:

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	11868513	6128922	51.6402	6128922	0	100.0000	0.0000
	Poll		5130560	43.2283	5130560	0	100.0000	0.0000
	Total		11259482	94.8685	11259482	0	100.0000	0.0000
Public Institutions	E-Voting	3469206	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	8046965	21	0.0003	20	1	95.2381	4.7619
	Poll		763709	9.4906	763709	0	100.0000	0.0000
	Total		763730	9.4909	763729	1	99.9999	0.0001
Total		23384684	12023212	51.4149	12023211	1	99.9999	0.0001

