



Bal Pharma Limited

To,

The Manager-Listing

22.12.2023

National Stock Exchange of India Ltd

Mumbai.

BSE Limited

Mumbai.

Dear Sir,

Sub : Scrutinizers report on NCLT convened shareholders meeting.

Ref : Scheme of arrangement for merger of Golden Drugs Pvt Ltd (Transferer Company) Bal Pharma Limited(Transferee Company)

With reference to the above , we are submitting the copy of the scrutinizers report on the e-voting results of the NCLT convened shareholders meeting of the company held on 21.12.2023.

Please take the intimation on record.

Thanking You.

For Bal Pharma Limited

Authorised Signatory.

CORPORATE OFFICE : 5th Floor, Lakshmi Narayan Complex, 10/1, Palace Road, Bengaluru - 560 052. India

Ph. : 91 - 80 - 41379500 Fax : 91 - 80 - 22354057 / 58

Email : info@balpharma.com Website : www.balpharma.com

CIN # L85110KA1987PLC008368

REGD. OFFICE & FACTORY : 21 & 22, Bommasandra Industrial Area, Bengaluru - 560 099. Ph. :080-41570811 / 13 / 19 Fax : 41570820

**FORM NO MGT-13
SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Mr. Theertesh B S
Chairman Appointed by NCLT
No.707, 7th Floor, The Barton Centre,
MG Road, Bangalore- 560001

Dear Sir,

1. Appointment as Scrutinizer:

I, CS P A Vishnu Kumar, Partner of M/s. Vishnu Krishna & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizers of BAL PHARMA LIMITED (CIN: L85110KA1987PLC008368) (the "Company") by National Company Law Tribunal, Bangalore dated 24th August, 2023 & 06th November, 2023 for the purpose of scrutinizing the remote e-voting and e-voting in a fair and transparent manner and to ascertain the requisite majority in respect of resolution as contained in the Notice of NCLT convened Meeting of Equity Shareholders of the Company, held on Thursday, 21st December, 2023 at 12:00 P.M. (IST) via Video Conferencing mode (VC).

By the order of NCLT, Bangalore I hereby submit my scrutinizer's report on remote e-voting and e-voting of the Company as under:

2. Responsibility:

My responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the NCLT convened meeting of Equity Shareholders in a fair and transparent manner and to ascertain requisite majority and is restricted to submit a Scrutinizer's Report on the voting in respect of resolution as set out in the Notice, based on the reports generated from e-voting system of National Securities Depository Limited ("NSDL"), the authorized agency to provide-voting and remote e-voting facilities before and during the NCLT Convened Meeting of Equity Shareholders of the Company, engaged by the Company.

3. Dispatch of Notice convening NCLT Convened Meeting of Equity Shareholders of the Company:

- i) The Notice of NCLT Convened Meeting of Equity Shareholders of the Company along with the material facts as set out in the explanatory statement was sent to the shareholders and the same was also hosted on the website of Company namely https://www.balpharma.com/balpharmacom/pdf/investors/irl/Notice_of_NCLT_convened_Equity_shareholders_Meeting_of_Bal_Pharma_Limited.pdf & and on the website of Stock Exchanges i.e. National Stock Exchange of India Limited & Bombay Stock Exchange Ltd at <https://www.nseindia.com/>

<https://www.bseindia.com/index.html>.

- ii) The Company completed dispatch of Notice of NCLT Convened Meeting of Equity Shareholders on 20th November, 2023 by E-mail to the Members who had registered their email addresses with the Company /Depositories.

4. Cut-off date:

Voting rights were reckoned as on Thursday, 14th December, 2023 being a cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the NCLT Convened Meeting of Equity Shareholders.

5. Remote e-voting process:

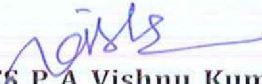
- i) **Agency:** The Company had appointed National Securities Depository Limited ("NSDL"), as an agency for providing the platform of remote e-voting.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. Monday, 18th December, 2023 and ended on Wednesday, 20th December, 2023 at 5:00 p.m.

The votes cast were unblocked on Thursday, 21st December 2023 after the conclusion of NCLT Convened Meeting of Equity Shareholders and was witnessed by two witnesses, who are not in the employment of Company.

- iii) **Voting at the NCLT Convened Meeting of Equity Shareholders:** After the time fixed for closing of e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- iv) I have scrutinized and reviewed the remote e-voting votes tendered based on the data downloaded from NSDL e-voting system.

I hereby submit the Scrutinizer's Report as **Annexure-A** on the results of remote e-voting in respect of the resolution as contained in the notice of NCLT Convened Meeting of Equity Shareholders. All the resolution have secured requisite majority of votes, the resolution may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,
Yours faithfully,
For M/s Vishnu Krishna & Associates
Practicing Company Secretaries


CS P A Vishnu Kumar
Proprietor
FCS No: F11621
COP: 16390
UDIN: F011621E003006613
Peer Review Certificate No: 3872/2023


P.A. Vishnu Kumar
BBM, FCS
Company Secretary in Practice
FCS.No. 11621
CP No. 16390

Date: 21st December, 2023
Place: Bangalore

Witnesses:

We the undersigned witnesses state that the votes were unblocked from the e-voting website of NSDL in our presence.


Witness 1

Name: Sumit Kumar

Sign: 

Witness 2

Name: Sudarshan Bohara

Sign: 

P.A. Vishnu Kumar
BBM, FCS
Company Secretary in Practice
FCS.No. 11621
CP No. 16390

E-VOTING RESULTS**Resolution No.1:**

Resolution for approval of the equity shareholders for the Scheme of Merger by Amalgamation of Golden Drugs Private Limited, which is wholly owned subsidiary of the Bal Pharma Limited. subject to the approval by the requisite majority of the members of Bal Pharma Limited, and subsequent approval of the Hon'ble National Company Law Tribunal, Bengaluru Bench ("NCLT").

a. Voting in favor of resolution:

Number of Members	Number of votes cast by them (Shares)	% of total number of valid votes cast
27	52,24,861	99.99

b. Voting against resolution:

Number of Members	Number of votes cast by them (Shares)	% of total number of valid votes cast
2	27	0.01

c. Invalid Votes:

Number of Members	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

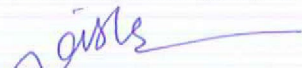
RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting has been handed over to the Company Secretary for safe custody.

The above-mentioned resolution are deemed to have been passed with requisite majority as on the date of NCLT convened meeting of Shareholders of the Company i.e. Thursday, 21st December, 2023.

Thanking you,
Yours faithfully,

For M/s Vishnu Krishna & Associates
Practicing Company Secretaries


CS P A Vishnu Kumar
Proprietor
FCS No: F11621
COP: 16390
UDIN: F011621E003006613


P.A. Vishnu Kumar
BBM, FCS
Company Secretary in Practice
FCS.No. 11621
CP No. 16390

Peer Review Certificate No: 3872/2023
Date: 21st December, 2023
Place: Bangalore
CC: To, BAL PHARMA LIMITED