

PARAMESHWAR G. BHAT

B.Com., LLB, ML, MBA, FCS

Company Secretary

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SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

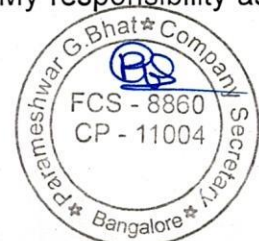
To

Mr. Shailesh D. Siroya
Chairman of the Thirty Fourth Annual General Meeting
Bal Pharma Limited
Bangalore

Dear Sir,

I, Parameshwar G. Bhat, Company Secretary in Whole-Time Practice (FCS No. 8860, CP No. 11004), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru - 560 080, duly appointed as Scrutinizer by Bal Pharma Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 34th Annual General Meeting held on Friday, September 24, 2021 at 11.00 am IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 ('the Act'), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 ('the Rules') as amended from time to time and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), hereby furnish my Report to you.

The notice dated June 29, 2021, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular No. 02/2021 dated January 13, 2021 read with Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and January 15, 2021. The Management of the Company is responsible to ensure compliance of the requirements of the Act and the Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 34th Annual General Meeting. My responsibility as



a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" the resolutions proposed in the Notice convening the 34th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for Three days from 21st September, 2021 (9.00 A.M. IST) till 23rd September, 2021(5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After conclusion of the Meeting, Chairman informed the Shareholders present at the AGM through VC/OAVM to avail the e-voting facility at the AGM provided by NSDL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., 17th September, 2021 were entitled to vote on the Resolutions proposed in the Notice calling the 34th Annual General Meeting.

At the end of the voting period on 23rd September, 2021(5.00 P.M. IST), the voting portal of NSDL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 24th September, 2021, in presence of Mr. S.R.Ravinand and Ms. Sahana Bhat who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of the members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e. www.evoting.nsd.com and based on such reports

- a. 73 (folio wise) members have cast their votes through remote e-voting.
- b. 0 (folio wise) members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:



ORDINARY BUSINESS:

Item No.1: Adoption of Financial Statements for the year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	68	5456772	0	0	68	5456772	99.999
Dissent	4	38	0	0	4	38	0.001
Total	72	5456810	0	0	72	5456810	100
Abstained / Invalid	1*	600*	0	0	1	600	NA

Item No. 2: Declaration of dividend of Re.1/- per Equity Share of Rs. 10/- each:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	69	5456782	0	0	69	5456782	99.999
Dissent	3	28	0	0	3	28	0.001
Total	72	5456810	0	0	72	5456810	100
Abstained / Invalid	1*	600*	0	0	1	600	NA



Item No. 3: Appointment of a Director in place of Mr. Himesh Virupakshaya (DIN: 08554422), who is retiring by rotation and being eligible, offer himself for reappointment:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	66	5456701	0	0	66	5456701	99.998
Dissent	5	94	0	0	5	94	0.002
Total	71	5456795	0	0	71	5456795	100
Abstained / Invalid	2*	615*	0	0	2	615	NA

SPECIAL BUSINESS:

Item No. 4: Appointment of Mr. Jatish Sheth (DIN: 00581963) as an Independent Director of the Company:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	67	5456763	0	0	67	5456763	99.999
Dissent	4	32	0	0	4	32	0.001
Total	71	5456795	0	0	71	5456795	100
Abstained / Invalid	2*	615*	0	0	2	615	NA



Item No. 5: Ratification of the remuneration payable to Cost Auditors for the financial year 2021-22:

Ordinary Resolution:

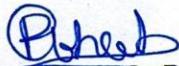
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	67	5456567	0	0	67	5456567	99.999
Dissent	3	28	0	0	3	28	0.001
Total	70	5456595	0	0	70	5456595	100
Abstained / Invalid	3*	815*	0	0	3	815	NA

* The vote cast by one Body Corporate where the resolution/POA is not available has been taken as invalid.

Based on the foregoing, the Resolution Nos. from 1 to 5 in respect of 34th Annual General Meeting maybe deemed to have been **passed by requisite majority**.

All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You
Yours Sincerely



Parameshwar G. Bhat
Company Secretary

Membership No.: FCS No.: 8860

CP No.: 11004

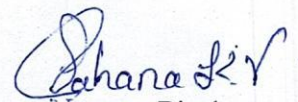
UDIN: F008860C001011391

Date: 27.09.2021

Place: Bangalore

Witnesses:


S.R. Ravinand


Sahana Bhat
