



Pharmaceuticals Limited

Registered & Corporate Office :

Plot No. 72, H. No. 8-2-334/3 & 4, Road No. 5,
Opp. SBI Executive Enclave, Banjara Hills,
Hyderabad - 500 034, Telangana, INDIA.
Tel : +91-40-2525 9999, Fax : +91-40-2525 9889
CIN : L24239TG1987PLC008066

Email: info@smspharma.com, www.smspharma.com

Date: 2nd October, 2020

To,
The Manager,
Corporate Filings Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

The Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.

Security Code: 532815

Symbol: SMSPHARMA

Subject: Voting Results of 32nd AGM under Regulation 44(3) of SEBI (LODR) Regulations

Ref: Outcome of E-voting and Scrutinizers report dated 30th September, 2020

Dear Sir/Madam,

The 32nd Annual General Meeting (AGM) of the Company was held on 30th September, 2020 at 09.00 A.M. at the Registered Office of the Company Situated at Plot.No: 72, H.No: 8-2-334/3&4, Road No.5, Opp. SBI Executive Enclave, Banjara Hills, Hyderabad 500034.

1. In accordance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, with reference to all the items of the business contained in the AGM Notice dated 7th September, 2020 were transacted and approved by the members with requisite majority.
2. Report of the Scrutinizer dated 30th September, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2015 is annexed.

Sl. No.	Description	Particulars	
1	Date of the AGM	30 th September, 2020	
2	Total number of shareholders on record date (cut off) date (18 st September, 2020)	27,191	
3	No. of shareholders present in the meeting either in person or through proxy		
		in person	through proxy
3a	Promoters and Promoter Group	NA	NA
3b	Public	NA	NA
4	No. of Shareholders attended the meeting through Video Conferencing		
4a	Promoters and Promoter Group	6	NA
4b	Public	52	NA

Kindly take in to your records.

Thanking You
For SMS Pharmaceuticals Limited


V.S.Venkatish

Company Secretary

Encl: a/a

CC: Central Depository Services Limited, National Securities Depository Limited

SMS Pharmaceuticals Limited -32nd AGM held on 30th September, 2020
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 1		To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2020 along with the Reports of the Board of Directors' and Auditors' thereon.						
Resolution Required		Ordinary						
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 (Remote)		56965350	99.99	56965350	0	100	0
	Poll	56965750	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	56965750	56965350	99.999	56965350	0	100	0
Public - Institutions	E-Voting (Remote)		0	0	0	0	0	0
	Poll	257145	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	257145	0	0	0	0	99.96	0
Public - Non Institutions	E-Voting (Remote)		8436187	30.76	8432808	3379	100	0
	Poll	0	494995	1.8	494995	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	27429135	8931182	32.560	8927803	3379	99.962	0.0378
Grand Total		84652030	65896532	77.844	65893153	3379	99.994	0.0051

SMS Pharmaceuticals Limited – 32nd AGM held on 30th September, 2020
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 2		Confirmation of Interim Dividend paid during the Financial Year 2019-20						
Resolution Required		Ordinary						
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 (Remote)	56965750	56965350	99.99	56965350	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	56965750	56965350	99.999	569635350	0	100	0
Public – Institutions	E-Voting (Remote)	257145	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		Not applicable					
	Total	257145	0	0	0	0	0	0
Public – Non Institutions	E-Voting (Remote)	27429135	8436187	30.76	8432640	3547	99.96	0
	Poll		494995	1.8	494995	0	100	0
	Postal Ballot (if applicable)		Not applicable					
	Total	27429135	8931182	32.560	8927635	3547	99.960	0.0397
Grand Total		84652030	65896532	77.844	65892985	3547	99.994	0.0053

SMS Pharmaceuticals Limited – 32nd AGM held on 30th September, 2020
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 3	To re-appoint Sri. TVVSN Murthy (DIN: 00465198) who retires by rotation, and being eligible, offers himself for re-appointment.							
Resolution Required	Ordinary							
Whether Promoter/Promoter Group are interested in the agenda resolution?	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 - 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 (Remote)			0	0	0	0	0
	Poll	56965750	1025000	1.79	0	1025000	0	100
	Postal Ballot (if applicable)	Not applicable						
	Total	56965750	0	1.79	0	0	0	100
Public - Institutions	E-Voting (Remote)		0	0	0	0	0	0
	Poll	257145	0	0	0	0	0	0
	Postal Ballot (if applicable)	Not applicable						
	Total	257145	0	0	0	0	0	0
Public - Non Institutions	E-Voting (Remote)		8436187	30.76	8432808	3379	99.96	0.0401
	Poll	27429135	494995	1.8	494995	0	100	0
	Postal Ballot (if applicable)	Not applicable						
	Total	27429135	8931182	32.560	8927803	3379		
Grand Total		84652030	9956182	11.76	8927803	1028379	89.67	10.329

SMS Pharmaceuticals Limited – 32nd AGM held on 30th September, 2020
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 4		Appointment of Mr.Vamsi Krishna Potluri as a Director (DIN: 06956498)						
Resolution Required		Ordinary						
Whether Promoter/Promoter Group are interested in the agenda resolution?		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 - 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 (Remote)		0	0	0	0	0	0
	Poll	56965750	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	56965750	0	0	0	0	0	0
Public - Institutions	E-Voting (Remote)		0	0	0	0	0	0
	Poll	257145	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	257145	0	0	0	0	0	0
Public - Non Institutions	E-Voting (Remote)		8436187	30.76	8432808	3379	99.96	0.0401
	Poll	27429135	494995	1.8	494995	0	100	0
	Postal Ballot (if applicable)		Not applicable					
	Total	27429135	8931182	32.560	8927803	3379	99.962	0.0378
Grand Total		84652030	8931182	10.5505	8927803	3379	99.9622	0.005

SMS Pharmaceuticals Limited – 32nd AGM held on 30th September, 2020
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 5		Appointment of Mr. Vamsi Krishna Potluri as a whole-time Director, Designated as Executive Director (DIN: 06956498)						
Resolution Required		Special						
Whether Promoter/Promoter Group are interested in the agenda resolution?		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 - 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 (Remote)		0	0	0	0	0	0
	Poll	56965750	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	56965750	0	0	0	0	0	0
Public - Institutions	E-Voting (Remote)		0	0	0	0	0	0
	Poll	257145	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	257145	0	0	0	0	0	0
Public - Non Institutions	E-Voting (Remote)		8436187	30.76	8432808	3379	99.96	0.0401
	Poll	27429135	494995	1.8	494995	0	100	0
	Postal Ballot (if applicable)		Not applicable					
	Total	27429135	8931182	32.560	8927803	3379	99.962	0.0378
Grand Total		84652030	8931182	10.5505	8927803	3379	99.96	0.0378

SMS Pharmaceuticals Limited – 32nd AGM held on 30th September, 2020
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 6		Ratify / Approve the Related Party contracts / Arrangements / transactions of the Company						
Resolution Required		Special						
Whether Promoter/Promoter Group are interested in the agenda resolution?		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 - 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			0	0	0	0	0	0
		56965750	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
		56965750	0	0	00	0	0	0
Public - Institutions			0	0	0	0	0	0
		257145	0	0	0	0	0	0
	Postal Ballot (if applicable)		Not applicable					
	Total	257145	0	0	0	0	0	0
Public - Non Institutions	E-Voting (Remote)		8436187	30.76	8432793	3394	99.96	0.0402
	Poll	27429135	494995	1.8	494995	0	100	0
	Postal Ballot (if applicable)		Not applicable					
	Total	27429135	8931182	32.560	8927788	3394	99.961	0.038
Grand Total		84652030	8931182	10.5505	8927788	3394	99.962	0.0380

SMS Pharmaceuticals Limited – 32nd AGM held on 30th September, 2020
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 7		Ratification of Remuneration payable to the cost auditor for the financial year ending 31 st March, 2021						
Resolution Required		Ordinary						
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		56965750	56965350	99.99	56945350	20000	99.96	0
			0	0	0	0	0	0
	Postal Ballot (if applicable)	Not applicable						
		56965750	56965350	99.999	56945350	20000	99.964	0.035
Public – Institutions		257145	0	0	0	0	0	0
			0	0	0	0	0	0
	Postal Ballot (if applicable)	Not applicable						
	Total	257145	0	0	0	0	99.96	0
Public – Non Institutions	E-Voting (Remote)	27429135	8436187	30.76	8432808	3379	100	0
	Poll		494995	1.8	494995	0	0	0
	Postal Ballot (if applicable)	Not applicable						
	Total	27429135	8931182	32.560	8927803	3379	99.962	0.0378
Grand Total		84652030	65896532	77.844	65873153	23379	99.964	0.0354



CSB Associates

Company Secretaries

3-6-481, Above Vijaya Bank,
Street No.6, Himayatnagar,
Hyderabad - 500 029.
Mobile 99855 23338
85001 18567
E-mail csbassociates27@yahoo.com

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

The Chairman,

32nd Annual General Meeting of the Equity Shareholders of M/s. SMS Pharmaceuticals Limited held on Wednesday, the 30th day of September, 2020 at 09:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Sir,

I, C. Sudhir Babu, Practicing Company Secretary at 3-6-481, Street No. 6, Himayathnagar, Hyderabad – 500029, was appointed as Scrutinizer by the Board of Directors of M/s. SMS Pharmaceuticals Limited for the purpose of scrutinizing e-voting process (remote e-voting and e-voting at the meeting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the resolutions proposed at the 32nd Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Wednesday, the 30th day of September, 2020 at 09:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting and e-voting at the AGM) by the shareholders on the resolutions proposed in the Notice of the 32nd Annual General Meeting of the Company, is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL).

I hereby submit my report as under:

- (1) The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company/ Depository Participants/ Depositories pursuant to MCA Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.



- (2) In accordance with the Notice of 32nd Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 on 8th September, 2020, the remote e-voting opened at 9:00 a.m. on 27th September, 2020 and remained open up to 5:00 p.m. on 29th September, 2020.
- (3) The Equity Shareholders holding shares as on 18th September, 2020, being the "cut-off date", were entitled to vote on the resolutions stated in the Notice of 32nd Annual General Meeting of the Company.
- (4) After declaration of voting by the Chairman, the Shareholders present at the AGM through VC voted through e-voting facility provided by CDSL.
- (5) After conclusion of the AGM, the votes cast through remote e-voting were unblocked on 30th September, 2020 at 9:59 am in the presence of two witnesses.
- (6) As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- (7) My responsibility as scrutinizer for the remote e-voting and the e-voting is restricted to making a Scrutinizer's Report on the votes cast in favour or against the resolutions.
- (8) Based on the data provided by CDSL e-voting system, the total votes cast in favour or against the resolutions proposed in the notice of the AGM are as under:

(i) **Resolution - 1: Ordinary Resolution**

To consider and adopt the Audited (Standalone and Consolidated) Financial Statement of the Company for the financial year ended 31st March, 2020 and reports of Board of Directors and Auditors thereon.

(a) **Voted in favour of the Resolution:**

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	184	65398158	99.99
e-Voting	4	494995	100.00
Total	188	65893153	99.995



(b) Voted against the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	21	3379	0.01
e-Voting	0	0	0
Total	21	3379	0.005

(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(ii) Resolution - 2: Ordinary Resolution

To confirm the Interim Dividend of Re. 0. 25 paise per equity share paid during the year as dividend for the Financial Year 2019-20.

(a) Voted in favour of the Resolution:

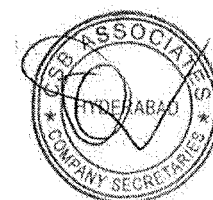
Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	183	65397990	99.99
e-Voting	4	494995	100.00
Total	187	65892985	99.995

(b) Voted against the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	22	3547	0.01
e-Voting	0	0	0
Total	22	3547	0.005

(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



(iii) **Resolution - 3: Ordinary Resolution**

Re-appointment of Mr. TVVSN Murthy (DIN: 00465198) who retires by rotation, and being eligible, offers himself for re-appointment.

(a) Voted **in favour** of the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	167	8432808	99.96
e-Voting	4	494995	32.57
Total	171	8927803	89.67

(b) Voted **against** the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	21	3379	0.04
e-Voting	1	1025000	67.43
Total	22	1028379	10.33

(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	10784930

(iv) **Resolution - 4: Ordinary Resolution**

Appointment of Mr. Vamsi Krishna Potluri (DIN: 06956498) as a Director.

(a) Voted **in favour** of the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	167	8432808	99.96
e-Voting	4	494995	100.00
Total	171	8927803	99.97

(b) Voted **against** the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	21	3379	0.04



e-Voting	0	0	0
Total	21	3379	0.03

(c) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	11809930

(v) **Resolution – 5: Special Resolution**

Appointment of Mr. Vamsi Krishna Potluri, as a Whole-Time-Director, designated as Executive Director.

(a) Voted **in favour** of the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	167	8432808	99.96
e-Voting	4	494995	100.00
Total	171	8927803	99.97

(b) Voted **against** the Resolution:

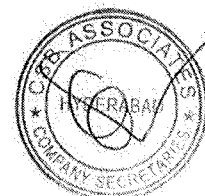
Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	21	3379	0.03
e-Voting	0	0	0
Total	21	3379	0.03

(c) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	11809930

(vi) **Resolution – 6: Special Resolution**

Ratify/ Approve the Related Party Contracts/ Arrangements/ Transactions of the Company.



(a) Voted in favour of the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	165	8432793	99.96
e-Voting	4	494995	100.00
Total	169	8927788	99.97

(b) Voted against the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	23	3394	0.04
e-Voting	0	0	0
Total	23	3394	0.03

(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	11809930

(vii) Resolution – 7: Ordinary Resolution

Ratification of Remuneration payable to the Cost Auditor for the Financial Year ending on 31st March, 2021.

(a) Voted in favour of the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	183	65378158	99.96
e-Voting	4	494995	100
Total	187	65873153	99.96

(b) Voted against the Resolution:

Mode of voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	22	23379	0.04
e-Voting	0	0	0
Total	22	23379	0.04



(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(9) A list of Equity Shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote e-Voting and e-Voting at the AGM) has been handed over to the Company Secretary.

(10) The electronic data and all other relevant records relating to the remote e-voting and the e-voting at the AGM venue are under my safe custody until the Chairman approves and sign the Minutes of the 32nd AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

Yours faithfully,



[Handwritten Signature]
C. SUDHIR BABU,
Practicing Company Secretary,
Proprietor, CSB Associates,
CP No. 7666; FCS No. 2724.
UDIN:F002724B000824204

Place: Hyderabad
Date: September 30, 2020

For SMS PHARMACEUTICALS LIMITED

[Handwritten Signature]
Company Secretary

[Handwritten Signature]
V.S. VENKATISHU
M:mo'A21785

