



CSB Associates

Company Secretaries

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FORM No. MGT-13 REPORT OF SCRUTINIZER

[Pursuant to rule Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
SMS Pharmaceuticals Limited,
Jubilee Hills, Hyderabad.

27th Annual General Meeting of the Equity Shareholders of M/s. SMS Pharmaceuticals Limited held on 29th September, 2015 at 11:00 a.m.

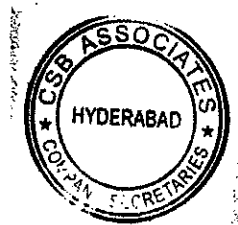
Dear Sir,

I, **C. Sudhir Babu, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 27th meeting of the Equity Shareholders of SMS Pharmaceuticals Limited, held on 29th September, 2015 at 11:00 a.m. submit my report as under:

- (1) After the time fixed for closing of the poll by the Chairman, the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- (2) The locked ballot boxes were subsequently opened in my presence and in the presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the proxies lodged with the Company.
- (3) The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
- (4) The result of the Poll is attached herewith as Annexure.
- (5) A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared in valid for each resolution is enclosed.
- (6) The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

Place: Hyderabad
Date: 29th September, 2015



Yours faithfully,

C. SUDHIR BABU,
Practicing Company Secretary
Proprietor, CSB Associates,
CP. No. 7666; FCS 2724.

Witness -1:		Witness -2:	
Signature :	<i>T. Anjan Devi</i>	Signature :	<i>S.V. Vanshi Krishna</i>
Name:	T. ANJANT DEVI	Name:	S.V. VANSHI KRISHNA

Resolution No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2015, along with the Reports of the Board of Directors' and Auditors' thereon. (Ordinary Resolution)

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	

Resolution 2:

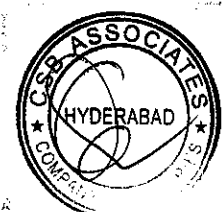
To declare dividend for the financial year 2014-15 (Ordinary Resolution)

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	

Resolution 3

To re-appoint a Sri Ramesh Babu Potluri (DIN: 0016631) who retires by rotation, and being eligible, offers himself for re-appointment. (Ordinary Resolution)

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	



Resolution 4

To appoint M/s. Rambabu & Co. (Firm Registration No. 002976S), Chartered Accountants as Statutory Auditors of the Company. (Ordinary Resolution)

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	

Resolution 5

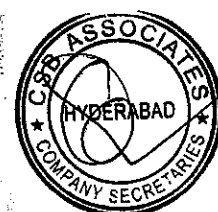
To alter/substitute the Articles of association of the Company and in this regard, adopt new set of Articles of Association of the Company (Special Resolution).

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	

Resolution 6

To approve the remuneration of the Cost Auditors for the Financial year ending 31st March, 2016. (Ordinary Resolution)

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	



Resolution 7

To approve the Related Party Contracts/ Arrangements/ Transaction of the Company.
(Ordinary Resolution)

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	

Resolution 8

To approve the enhancement in prescribed limit of remuneration payable to related parties appointment to an office or place of profit. (Ordinary Resolution).

	Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	2	678029	100
(ii)	Voted against the resolution	NIL	NIL	
(iii)	Invalid Votes	NIL	NIL	

