



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

06<sup>th</sup> March, 2024

To  
The Manager,  
Corporate Filings Department,  
BSE 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**

Dear Sir/Madam,

**Sub: Disclosure of Voting Results of 01/2023-24 Extra-Ordinary General Meeting (“EGM” or “Meeting”) of SMS Pharmaceuticals Limited (“the Company”) held on 06<sup>th</sup> March, 2024:**

The 01/2023-24 Extra-Ordinary General Meeting of the Company held on Wednesday the 06<sup>th</sup> day of March, 2024 at 11.00 a.m. (IST), through two-way Video Conference(VC)/ Other Audio Visual Means(OAVM), in compliance with the Circulars issued by the Ministry of Corporate Affairs, other applicable provisions of the Companies Act, 2013 and Circulars issued by Securities Exchange Board of India from time to time. The business items set out in the EGM Notice dated 08<sup>th</sup> February, 2024 were transacted and approved by the members of the company with requisite majority.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. Consolidated Report of the Scrutinizer dated 06<sup>th</sup> day of March, 2024 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The copy of the voting results along with the Scrutinizer’s Report will be made available on the Company’s website [www.smspharma.com](http://www.smspharma.com)

Thanking You  
**For SMS Pharmaceuticals Limited**

**Thirumalesh Tumma**  
**Company Secretary**

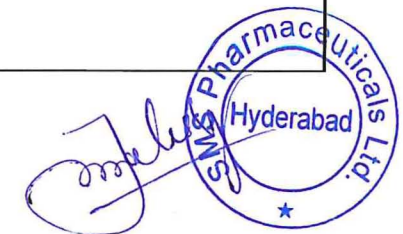
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**SMS Pharmaceuticals Limited - 01/2023-24 Extra-Ordinary General Meeting (EGM) held  
on 06th March, 2024**

**Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015**

**The details of the voting results passed in EGM (remote e-voting & voting at the EGM) are furnished below**

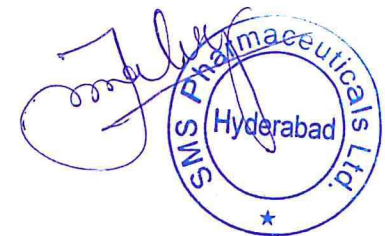
Details of EGM:	
a) Date of EGM	06th March, 2024
b) Date of Declaration of Result of EGM	06th March, 2024
Last date of receipt of remote E-voting	28th February, 2024
Total number of shareholders on cut off date i.e <b>28th February, 2024</b>	33,480
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: In Person Through Proxy	No arrangement for Physical Meeting or appointment of proxy was made, as the meeting was held through VC/OAVM
No. of Shareholders attended the meeting through VC/OAVM Promoters and Promoter Group: Public:	8 65
No. of resolutions passed at the meeting	1



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				ISSUE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS TO PROMOTERS/ PROMOTERS GROUP OF THE COMPANY				
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		0	0.0000	0	0	0	0
	Poll	54445010						
	Postal Ballot (if applicable)							
	<b>Total</b>	54445010	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	58398						
	Postal Ballot (if applicable)							
	<b>Total</b>	58398	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		13308195	44.1420	13307824	371	99.9972	0.0028
	Poll	30148622						
	Postal Ballot (if applicable)							
	<b>Total</b>	30148622	13308195	44.1420	13307824	371	99.9972	0.0028
<b>Total</b>		84652030	13308195	15.7211	13307824	371	99.9972	0.0028
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	2188000
Public Insitutions	25487
Public - Non Insitutions	153850





**CSB Associates**

Company Secretaries

# 307, Babukhan Estate,  
Basheerbagh, Hyderabad - 500001.  
Mobile: +91 7981191458  
+91 9493676368  
E-mail: csbassociates27@gmail.com

**CONSOLIDATED 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,  
SMS Pharmaceuticals Limited,  
Hyderabad - 500034.

**Extra-Ordinary General Meeting of the Equity Shareholders of M/s. SMS Pharmaceuticals Limited held on Wednesday, the 6<sup>th</sup> day of March, 2024 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).**

Sir,

I, **C. Sudhir Babu**, Practicing Company Secretary at # 307, Babukhan Estate, Basheerbagh, Hyderabad - 500001, 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) in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and in accordance with Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued by Securities Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA) in respect of scrutinizing the remote e-voting process and e-voting for the resolution proposed at the Extra-Ordinary General Meeting (EGM) of the Equity Shareholders of the Company held on Wednesday, the 6<sup>th</sup> day of March, 2024 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India including Circulars issued by MCA, relating to remote e-voting and e-voting at the EGM for the resolutions contained in the Notice of the EGM dated 8<sup>th</sup> February, 2024. My responsibility as a Scrutinizer is restricted to issue of Scrutinizer's Report of the total votes cast "in favour" or "against" and invalid vote 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).





# CSB Associates

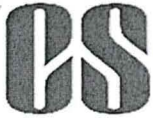
Company Secretaries

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I hereby submit my report as under:

- (1) The Notice of Extra-Ordinary General Meeting and the e-voting instructions were sent only by electronic mode (e-mail) to those members whose email addresses were registered with the Company/ Depository Participants/ Depositories pursuant to MCA Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 21/2021 dated December 14, 2021, read with Circular No. 02/2022 dated May 05, 2022 Circular No. 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities Exchange Board of India (SEBI).
- (2) In accordance with the Notice of Extra-Ordinary 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 13<sup>th</sup> February, 2024, the remote e-voting opened at 9:00 a.m. on 2<sup>nd</sup> March, 2024 and remained open up to 5:00 p.m. on 5<sup>th</sup> March, 2024.
- (3) The Company had appointed Central Depository Services Limited (CDSL) as the service provider for the purpose of extending the facility of remote e-voting and e-voting facility at the EGM, 73 members were present through VC during the EGM forming adequate quorum.
- (4) The Equity Shareholders holding shares as on 28<sup>th</sup> February, 2024, being the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the Extra-Ordinary General Meeting of the Company.
- (5) After declaration of voting by the Chairman, the Shareholders present at the EGM through VC and who have not voted through remote e-voting facility provided by CDSL, were given another opportunity to participate in e-voting provided at the EGM.





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- (6) After conclusion of the voting at the EGM, the votes cast through e-voting at EGM and the remote e-voting prior to the EGM were unblocked on March 6, 2024 at 11:56 a.m. in the presence of two witnesses who were not employees of the Company.
- (7) As per the information given by the CDSL/ 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 EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM.
- (8) My responsibility as scrutinizer for the remote e-voting and the e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.
- (9) Based on the data provided by CDSL e-voting system, the total votes cast in favour or against the resolution proposed in the notice of the EGM is as under:

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

Issue of Convertible Warrants on Preferential Basis to Promoters/ Promoters Group 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	157	13307621	100
EGM e-Voting	4	203	100
<b>Total</b>	<b>161</b>	<b>13307824</b>	<b>100</b>

(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	5	371	0
EGM e-Voting	Nil	Nil	Nil
<b>Total</b>	<b>5</b>	<b>371</b>	<b>0</b>





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Company Secretaries

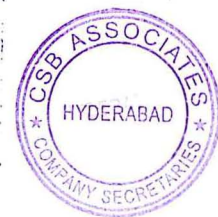
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(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	2367337

- (10) Based on the aforesaid results, I report that, the resolution as per the Notice of the EGM of the Company stands passed with requisite majority.
- (11) A list of Equity Shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote e-Voting and e-Voting at the EGM) will be handed over to the Company Secretary.
- (12) All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Extra-Ordinary General Meeting and the same shall be handed over to the Company Secretary for safe keeping thereafter.

Thanking you,



Yours faithfully,

**C. SUDHIR BABU,**  
Practicing Company Secretary,  
Proprietor, CSB Associates,  
CP No. 7666; FCS No. 2724.  
Peer Review No.: 716/2020  
UDIN: F002724E003546990

Place: Hyderabad  
Date: March 6, 2024

**Counter Signed by:**  
For SMS Pharmaceuticals Limited,

T. Thirumalesh,  
Company Secretary.