



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

01<sup>st</sup> October, 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 36<sup>th</sup> Annual General Meeting (“AGM” or “Meeting”) of SMS Pharmaceuticals Limited (“the Company”) held on 30<sup>th</sup> September, 2024:**

The 36<sup>th</sup> Annual General Meeting of the Company held on Monday the 30<sup>th</sup> day of September, 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 and Securities Exchange Board of India from time to time. The business items set out in the AGM Notice dated 05<sup>th</sup> August, 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 01<sup>st</sup> October, 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**

Encl: a/a



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements				
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	54745010	54745010	100.0000	54745010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>54745010</b>	<b>54745010</b>	<b>100.0000</b>	<b>54745010</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	2641090	2210922	83.7125	2210922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2641090</b>	<b>2210922</b>	<b>83.7125</b>	<b>2210922</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	27265930	11707452	42.9380	11706417	1035	99.9912	0.0088
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>27265930</b>	<b>11707452</b>	<b>42.9380</b>	<b>11706417</b>	<b>1035</b>	<b>99.9912</b>
<b>Total</b>		<b>84652030</b>	<b>68663384</b>	<b>81.1125</b>	<b>68662349</b>	<b>1035</b>	<b>99.9985</b>	<b>0.0015</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

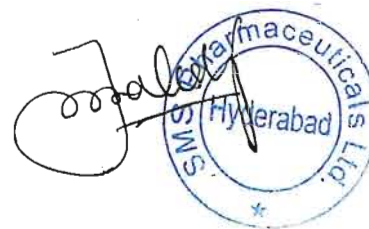
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR 2023-24				
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		54745010	100.0000	54745010	0	100.0000	0.0000
	Poll	54745010	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>54745010</b>	<b>54745010</b>	<b>100.0000</b>	<b>54745010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		2210922	83.7125	2210922	0	100.0000	0.0000
	Poll	2641090	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>2641090</b>	<b>2210922</b>	<b>83.7125</b>	<b>2210922</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		11707452	42.9380	11706417	1035	99.9912	0.0088
	Poll	27265930	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>27265930</b>	<b>11707452</b>	<b>42.9380</b>	<b>11706417</b>	<b>1035</b>	<b>99.9912</b>	<b>0.0088</b>
<b>Total</b>		<b>84652030</b>	<b>68663384</b>	<b>81.1125</b>	<b>68662349</b>	<b>1035</b>	<b>99.9985</b>	<b>0.0015</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

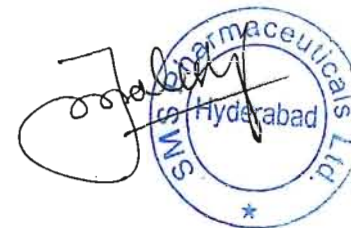
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				RE-APPOINTMENT OF MR. VAMSI KRISHNA POTLURI (DIN: 06956498) WHO RETIRES BY ROTATION, AND BEING ELIGIBLE AND OFFERS HIMSELF FOR				
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	54745010	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		54745010	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	2641090	2210922	83.7125	2154730	56192	97.4584	2.5416
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2641090	2210922	83.7125	2154730	56192	97.4584
Public- Non Institutions	E-Voting	27265930	11692197	42.8821	11691112	1085	99.9907	0.0093
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		27265930	11692197	42.8821	11691112	1085	99.9907
<b>Total</b>		84652030	13903119	16.4238	13845842	57277	99.5880	0.4120
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

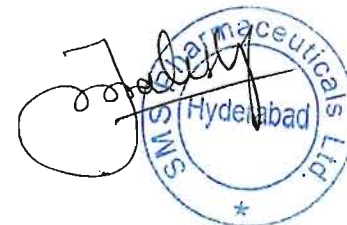
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH VKT PHARMA PRIVATE LIMITED (VKT PHARMA)				
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	54745010	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		54745010	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	2641090	2210922	83.7125	2154730	56192	97.4584	2.5416
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2641090	2210922	83.7125	2154730	56192	97.4584
Public- Non Institutions	E-Voting	27265930	11707452	42.9380	11706404	1048	99.9910	0.0090
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		27265930	11707452	42.9380	11706404	1048	99.9910
<b>Total</b>		84652030	13918374	16.4419	13861134	57240	99.5887	0.4113
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

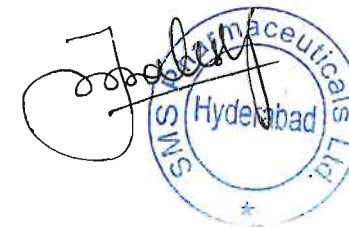
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF REMUNERATION PAYABLE TO THE COST AUDITORS FOR THE FINANCIAL YEAR 2024-2025				
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		54745010	100.0000	54745010	0	100.0000	0.0000
	Poll	54745010	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	54745010	54745010	100.0000	54745010	0	100.0000	0.0000
Public-Institutions	E-Voting		2210922	83.7125	2210922	0	100.0000	0.0000
	Poll	2641090	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2641090	2210922	83.7125	2210922	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11707452	42.9380	11706417	1035	99.9912	0.0088
	Poll	27265930	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27265930	11707452	42.9380	11706417	1035	99.9912	0.0088
<b>Total</b>		84652030	68663384	81.1125	68662349	1035	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

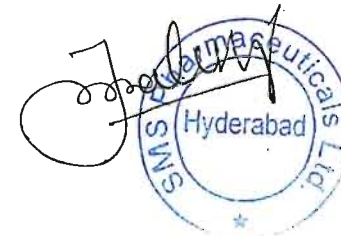
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPOINTMENT OF MR. TRILOK POTELOKI (DIN: 07634613) AS A NON- EXECUTIVE NON INDEPENDENT DIRECTOR				
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	54745010	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	54745010	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		2210922	83.7125	2210041	881	99.9602	0.0398
	Poll	2641090	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2641090	2210922	83.7125	2210041	881	99.9602	0.0398
Public- Non Institutions	E-Voting		11707452	42.9380	11706354	1098	99.9906	0.0094
	Poll	27265930	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27265930	11707452	42.9380	11706354	1098	99.9906	0.0094
<b>Total</b>		84652030	13918374	16.4419	13916395	1979	99.9858	0.0142
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	0
Public Insitutions	0
Public - Non Insitutions	0

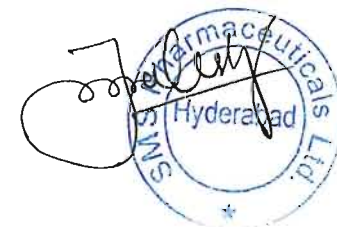




Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPOINTMENT OF DR. SUNKARA VENKATA SATYA SHIVA PRASAD (DIN: 10404277) AS A NON- EXECUTIVE NON INDEPENDENT DIRECTOR				
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	54745010	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		54745010	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	2641090	2210922	83.7125	2210041	881	99.9602	0.0398
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2641090	2210922	83.7125	2210041	881	99.9602
Public- Non Institutions	E-Voting	27265930	11530576	42.2893	11529541	1035	99.9910	0.0090
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		27265930	11530576	42.2893	11529541	1035	99.9910
<b>Total</b>		84652030	13741498	16.2329	13739582	1916	99.9861	0.0139
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

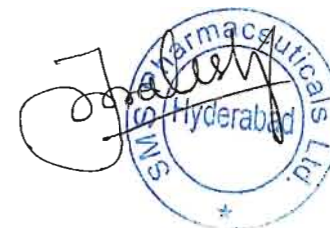
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF DR. SURESH KUMAR GANGAVARAPU (DIN: 00183128) AS AN INDEPENDENT DIRECTOR				
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	54745010	54745010	100.0000	54745010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>54745010</b>	<b>54745010</b>	<b>100.0000</b>	<b>54745010</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	2641090	2210922	83.7125	2210922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2641090</b>	<b>2210922</b>	<b>83.7125</b>	<b>2210922</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	27265930	11687332	42.8642	11686284	1048	99.9910	0.0090
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>27265930</b>	<b>11687332</b>	<b>42.8642</b>	<b>11686284</b>	<b>1048</b>	<b>99.9910</b>
<b>Total</b>		<b>84652030</b>	<b>68643264</b>	<b>81.0887</b>	<b>68642216</b>	<b>1048</b>	<b>99.9985</b>	<b>0.0015</b>
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	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MRS. SHANTI SREE BOLLENI (DIN: 07092258) AS AN INDEPENDENT DIRECTOR				
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		54745010	100.0000	54745010	0	100.0000	0.0000
	Poll	54745010	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>54745010</b>	<b>54745010</b>	<b>100.0000</b>	<b>54745010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting		2210922	83.7125	2210922	0	100.0000	0.0000
	Poll	2641090	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>2641090</b>	<b>2210922</b>	<b>83.7125</b>	<b>2210922</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		11707452	42.9380	11706417	1035	99.9912	0.0088
	Poll	27265930	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>27265930</b>	<b>11707452</b>	<b>42.9380</b>	<b>11706417</b>	<b>1035</b>	<b>99.9912</b>	<b>0.0088</b>
<b>Total</b>		<b>84652030</b>	<b>68663384</b>	<b>81.1125</b>	<b>68662349</b>	<b>1035</b>	<b>99.9985</b>	<b>0.0015</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

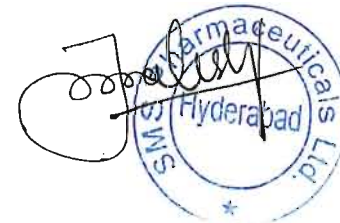
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RE-APPOINTMENT OF MR. SARVEPALLI SRINIVAS (DIN: 02292051) AS AN INDEPENDENT DIRECTOR				
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		54745010	100.0000	54745010	0	100.0000	0.0000
	Poll	54745010	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	54745010	54745010	100.0000	54745010	0	100.0000	0.0000
Public- Institutions	E-Voting		2210922	83.7125	2210922	0	100.0000	0.0000
	Poll	2641090	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2641090	2210922	83.7125	2210922	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11707452	42.9380	11706417	1035	99.9912	0.0088
	Poll	27265930	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	27265930	11707452	42.9380	11706417	1035	99.9912	0.0088
<b>Total</b>		84652030	68663384	81.1125	68662349	1035	99.9985	0.0015
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	0
Public Insitutions	0
Public - Non Insitutions	0





**CSB Associates**

Company Secretaries

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**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,

**36<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. SMS Pharmaceuticals Limited held on Monday, the 30<sup>th</sup> day of September, 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 and pursuant to Regulation 44 of 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 resolutions proposed at the 36<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Monday, the 30<sup>th</sup> day of September, 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 Companies Act, 2013 and the Rules made thereunder including Circulars issued by MCA relating to remote e-voting and e-voting at the AGM for the resolutions contained in the Notice of the 36<sup>th</sup> AGM dated 5<sup>th</sup> August, 2024. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and issue 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).





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I hereby submit my report as under:

- (1) The Annual Report, the Notice of Annual 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 and hard/physical copies were sent to the Shareholders upon their request 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. 02/2021 dated January 13, 2021 Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021 read with Circular No. 02/2022 dated May 05, 2022, Circular No. 9/2023 dated September 25, 2023 ("MCA Circulars") and SEBI 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, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and SEBI/HO/CFD-PoD/2/P/CIR/2023/167 dated October 07, 2023 ("SEBI Circulars") read with Secretarial Standard on General Meeting ("SS-2").
- (2) In compliance with the provisions of the Companies Act, 2013, SEBI Regulations and MCA Circulars, the Notice of 36<sup>th</sup> 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 7<sup>th</sup> September, 2024, the remote e-Voting opened at 9:00 a.m. on 26<sup>th</sup> September, 2024 and remained open up to 5:00 p.m. on 29<sup>th</sup> September, 2024.
- (3) The Equity Shareholders holding shares as on 23<sup>rd</sup> September, 2024, being the "cut-off date", were entitled to avail the facility of remote e-Voting as well as e-Voting system for the resolutions stated in the Notice of 36<sup>th</sup> Annual General Meeting of the Company.
- (4) After declaration of voting by the Chairman, the Shareholders present at the AGM 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 AGM.
- (5) After conclusion of the voting at the AGM, the votes cast through remote e-Voting and e-Voting at AGM were unblocked on 30<sup>th</sup> September, 2024 at 11:56 a.m. in the presence of two witnesses who were not employees of the Company.





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- (6) 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 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 of 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 receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2024 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	227	68633110	100%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>232</b>	<b>68662349</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	26	1035	0%
AGM e-Voting	0	0	0%
<b>Total</b>	<b>26</b>	<b>1035</b>	<b>0%</b>





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(c) Invalid votes:

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

(ii) **Resolution - 2: Ordinary Resolution**

Declaration of Dividend on Equity Shares for the Financial Year 2023-24.

(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	227	68633110	100%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>232</b>	<b>68662349</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	26	1035	0%
AGM e-Voting	0	0	0%
<b>Total</b>	<b>26</b>	<b>1035</b>	<b>0%</b>

(c) Invalid votes:

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

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

Re-appointment of Mr. Vamsi Krishna Potluri, who retires by rotation and being eligible, and offers himself for reappointment.







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(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	210	13816603	99.59%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>215</b>	<b>13845842</b>	<b>99.59%</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	31	57277	0.41%
AGM e-Voting	0	0	0
<b>Total</b>	<b>31</b>	<b>57277</b>	<b>0.41%</b>

(c) Invalid votes:

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

(iv) Resolution - 4: Ordinary Resolution

Approval of Material Related Party Transactions with VKT Pharma Private Limited (VKT Pharma).

(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	211	13831895	99.59%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>216</b>	<b>13861134</b>	<b>99.59%</b>





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(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	31	57240	0.41%
AGM e-Voting	0	0	0
<b>Total</b>	<b>31</b>	<b>57240</b>	<b>0.41%</b>

(c) Invalid votes:

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

(v) Resolution - 5: Ordinary Resolution

Approval of Remuneration payable to the Cost Auditors for the Financial Year 2024-2025.

(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	227	68633110	100%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>232</b>	<b>68662349</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	26	1035	0%
AGM e-Voting	0	0	0%





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<b>Total</b>	26	1035	0%
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(c) Invalid votes:

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

(vi) **Resolution - 6: Ordinary Resolution**

Appointment of Mr. Trilok Potluri as a Non-Executive Non Independent 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	212	13887156	99.99%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>217</b>	<b>13916395</b>	<b>99.99%</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	30	1979	0.01%
AGM e-Voting	0	0	0%
<b>Total</b>	<b>30</b>	<b>1979</b>	<b>0.01%</b>

(c) Invalid votes:

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





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(vii) **Resolution - 7: Ordinary Resolution**

Appointment of Dr. Sunkara Venkata Satya Shiva Prasad as a Non-Executive Non Independent 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	212	13710343	99.99%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>217</b>	<b>13739582</b>	<b>99.99%</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	28	1916	0.01%
AGM e-Voting	0	0	0%
<b>Total</b>	<b>28</b>	<b>1916</b>	<b>0.01%</b>

(c) Invalid votes:

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

(viii) **Resolution - 8: Special Resolution**

Appointment of Dr. Suresh Kumar Gangavarapu as an Independent 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
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Remote e-voting	226	68633097	100%
AGM e-Voting	4	9119	100%
<b>Total</b>	<b>230</b>	<b>68642216</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	27	1048	0%
AGM e-Voting	0	0	0%
<b>Total</b>	<b>27</b>	<b>1048</b>	<b>0%</b>

(c) Invalid votes:

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

(ix) **Resolution - 9: Special Resolution**

Appointment of Mrs. Shanti Sree Bolleni as an Independent 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	227	68633110	100%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>232</b>	<b>68662349</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	26	1035	0%
AGM e-Voting	0	0	0%





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<b>Total</b>	<b>26</b>	<b>1035</b>	<b>0%</b>
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(c) Invalid votes:

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

(x) **Resolution - 10: Special Resolution**

Re-appointment of Mr. Sarvepalli Srinivas as an Independent 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	227	68633110	100%
AGM e-Voting	5	29239	100%
<b>Total</b>	<b>232</b>	<b>68662349</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	26	1035	0%
AGM e-Voting	0	0	0%
<b>Total</b>	<b>26</b>	<b>1035</b>	<b>0%</b>

(c) Invalid votes:

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

(9) Based on the aforesaid results, I report that, all the resolutions as per the Notice of the 36<sup>th</sup> AGM of the Company stands passed with requisite majority.





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Company Secretaries

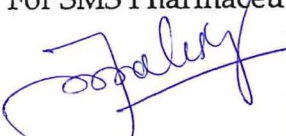
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- (10) A list of Equity Shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote e-Voting and e-Voting at the AGM) will be handed over to the Company Secretary.
- (11) All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping thereafter.

Thanking you,

Place: Hyderabad  
Date: October 01, 2024

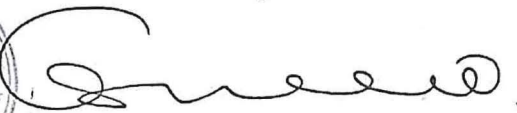
Counter Signed by:  
For SMS Pharmaceuticals Limited,

  
Thirumalesh Tumma,  
Company Secretary.



Yours faithfully,



  
**C. SUDHIR BABU,**  
Practicing Company Secretary,  
Proprietor, CSB Associates,  
CP No. 7666; FCS No. 2724.  
UDIN: F002724F001407270

Place: Hyderabad  
Date: 01-10-2024