Company Secretaries

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Report of Scrutinizer in Respect of Postal Ballot Voting Process

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
JENBURKT PHARMACEUTICALS LIMITED
Nirmala Apartments,
93, J.P.Road, Andheri (W),
Mumbai – 400 058

Dear Sir,

SUBJECT: Scrutinizer's Report on Postal Ballot Voting Process

The Board of Directors of **Jenburkt Pharmaceuticals Limited** ('the Company') vide its resolution passed on Saturday, 9th September, 2017, decided to conduct the process of voting through postal ballot for obtaining approval of Shareholders of the Company for the following special resolution as set out in the notice dated 22nd September, 2017:

• Approval for Buyback of Equity Shares of the Company;

The Company has provided the facility of voting through electronic means as required under the provisions of Section 108 read with 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read along with provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Nilesh G. Shah, Practicing Company Secretary (Membership No. FCS 4554) was appointed as a Scrutinizer by the Company for the purpose of the conducting the postal ballot voting process and e-voting process in a fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the aforesaid matter as required under the above stated provisions of the Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through postal ballot and electronic means on the resolution contained in the notice of postal ballot. Our responsibility as a scrutinizer for the postal ballot voting process and e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the postal ballots received from the shareholders and e-voting system provided by the Central Depository Services Limited ('CDSL)', the authorized agency to provide e-voting facilities, engaged by the Company.

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The notice of Postal Ballot dated 22nd September, 2017 along with the statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 was sent to the Shareholders of the Company.

The Shareholders of the Company holding shares on the cut-off date of Friday, 22nd September, 2017 were entitled to vote on the resolutions as set out in the notice.

In this regard, I submit my report as under:

- 1. The Company had provided facility of casting vote to the Shareholders of the Company through postal ballot voting process and also through electronic means.
- 2. The Company had followed the process as required under Section 108 read with 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of providing voting facility through postal ballot and electronic means.
- 3. The Postal Ballot voting period was from Tuesday, 26th September, 2017 at 09.00 a.m. up to Wednesday, 25th October, 2017 till 5.00 p.m. and all the Postal Ballot Forms received up to 05.00 p.m. on Wednesday, 25th October, 2017, the last date and time fixed by the Company for receipt of the Postal Ballot Forms were considered for my scrutiny for the purpose of this report.
- 4. The Postal Ballot Forms were kept in my safe custody.
- 5. The e-voting period remained open from Tuesday, 26th September, 2017 at 09.00 a.m. up to Wednesday, 25th October, 2017 till 5.00 p.m.
- 6. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
- 7. The details containing of list of Shareholders who voted 'for' or 'against' the resolutions was downloaded from the e-voting website of CDSL.
- 8. We have scrutinized the votes casted through electronic means and also through postal ballot forms for the purpose of this report.
- 9. The particulars of all the electronic votes cast by the shareholders through e-voting process and votes cast by the members through Postal Ballot forms have been recorded in a register separately maintained for the purpose.

10. A summary of the Postal Ballot Forms received and votes cast (including e-voting) by Shareholders of the Company is as under:

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SPECIAL RESOLUTION: APPROVAL FOR BUYBACK OF EQUITY SHARES OF THE COMPANY:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	33	6209	96.88%
Voting Through Electronic Means	25	1994157	100%
Total	58	2000366	99.99%

(ii) Voted against the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	02	200	3.12%
Voting Through Electronic Means	0	0	0%
Total	02	200	0.01%

(iii) Invalid / Abstain Votes:

Type of Voting	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Voting Through Postal Ballot	06	311
Voting Through Electronic Means	0	. 0
Total	06	311



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11. The Postal Ballot Forms and all other relevant records were handed over to the Company Secretary of the Company for safe keeping.

Recommendation:

The special resolution should be considered as passed having secured the requisite majority of votes and therefore be accepted. You may accordingly declare the result of the voting.

Thanking You,

Yours truly,

Nilesh G. Shah

Practicing Company Secretary

Membership No.: FCS 4554

CP No. 2631

Place: Mumbai

Date: 27.10.2017