



# GLAND PHARMA LIMITED

March 09, 2023

BSE Limited  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers  
25<sup>th</sup> floor, Dalal Street  
Mumbai - 400 001  
Scrip Code: 543245

National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza, 5th floor  
Plot no. C-1, Block G, Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051  
Symbol: GLAND (ISIN: INE068V01023)

Dear Sir/Madam,

**Sub: Results of voting through Postal Ballot (remote e-voting) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In continuation to the disclosure dated 08<sup>th</sup> March 2023 regarding the voting result of the Postal Ballot, we are herewith enclosing the same Scrutinizer's Report dated 08<sup>th</sup> March 2023 with UDIN, as the UDIN could not be generated due to a technical issue on the UDIN portal on 08<sup>th</sup> March 2023.

This is for your information and records.

**Yours truly,  
For Gland Pharma Limited**

**P Sampath Kumar  
Company Secretary and Compliance Officer**

Encl: As mentioned above.

**Regd. Office:**

Survey No. 143-148, 150 & 151, Near Gandimaisamma 'X' Roads  
D.P. Pally, Dundigal, Dundigal-Gandimaisamma Mandal  
Medchal-Malkajgiri District, Hyderabad 500043, Telangana, India  
Tel: +91-40-30510999 Fax: +91-40-30510800

**Corporate Office:**

Plot No. 11 & 84, TSIC Phase: IV  
Pashamylaram (V), Patancheru (M), Sangareddy District  
Hyderabad 502307, Telangana, India  
Tel: +91-8455-699999

**SCRUTINIZER'S REPORT**

[pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014 (as amended)]

To,  
The Chairman  
Gland Pharma Limited  
Sy.No.143-148,150 &151, Near Gandimaisamma X Roads  
D.P.Pally, Dundigal, Dundigal - Gandimaisamma(M),  
Medchal Malkajgiri District, Hyderabad – 500043  
Telangana

**Sub:** Scrutinizer Report on Postal Ballot by voting through remote e-voting

Dear Sir,

I, GVS Ravi Kumar, Company Secretary in whole-time practice, Partner, RVR & Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of Gland Pharma Limited (Company) for the purpose of conducting the postal ballot in respect of Ordinary resolution mentioned in the Notice of Postal Ballot dated 3<sup>rd</sup> February, 2023; and for scrutinizing the remote e-voting process in a fair and transparent manner pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and circulars issued by the Securities and Exchange Board of India (SEBI) and in compliance with the framework issued by the Ministry of Corporate Affairs through its circulars including General Circular no's 14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020; No. 33/2020 dated September 28, 2020; No. 39/2020 dated December 31, 2020; No. 02/2021 dated January 13, 2021; No. 10/2021 dated June 23, 2021; No.20/2021 dated December 8, 2021; No. 3/2022 dated May 5, 2022 and No.11/2022 dated December 28, 2022 (MCA Circulars), on the below resolution contained in the Notice of Postal Ballot.

Door No. 1-10-18, Flat # G1-1st Floor, Lakshmi Sri Park View Apartments,  
Near Ashok Nagar Circle, Ashok Nagar, Hyderabad - 500020 Telangana, India

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**1. Ordinary Resolution: To approve commission on profits as remuneration to Mr. Yiu Kwan Stanley Lau (Mr. Stanley Y Lau) (DIN: 08455325), independent director**

The Management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules including MCA Circulars and Listing Regulations relating to the postal ballot by voting through remote e-voting for the resolution contained in the notice of the postal ballot dated 3<sup>rd</sup> February 2023. My responsibility as a Scrutinizer is to ensure that postal ballot by voting through remote e-voting is carried out in a fair and transparent manner and to provide Scrutinizer's Report on the votes cast "IN FAVOUR", "AGAINST" and invalid votes, if any, on the resolution contained in the Notice of Postal Ballot dated 3<sup>rd</sup> February 2023.

Accordingly, I submit my report as under:

1. As per aforesaid Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars"), and other applicable provisions, including any statutory modification or re-enactment thereof for the time being in force and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on account of threat posed by COVID-19 pandemic, the Company has sought the approval of the Shareholders by way of Postal Ballot by voting through electronic means (remote e-voting) for the Ordinary Resolution as set out in the Notice dated 3<sup>rd</sup> February 2023 which was sent on 4<sup>th</sup> February 2023 by email only to those Members whose names appear on the Register of Members / List of Beneficial Owners as on 27<sup>th</sup> January 2023 ("cut-off date") received from the Depositories and whose e-mail address is registered with the Company or Depository Participant / Depository / Link Intime India Private Limited, the Company's Registrar & Transfer Agent.
2. Physical copies of the Postal Ballot Notice, postal ballot forms and pre-paid business reply envelopes were not sent to the Members for this Postal Ballot as same were not required to be sent as per the Circulars issued by MCA.
3. The Company had engaged the services of Link Intime India Private Limited (LINK INTIME) to provide remote e-voting facility for all its members to cast their votes electronically.



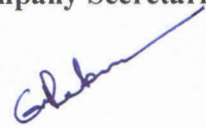
4. The Company issued a Newspaper advertisement on 5<sup>th</sup> February 2023 to facilitate those Members who had not yet registered their e-mail address so that they could receive the Notice of Postal ballot and also participate in the e-voting.
5. In accordance with the Notice of the Postal Ballot sent to the Members and the Advertisement published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the remote e-voting period commenced from 10.00 AM (IST) on Sunday, 5<sup>th</sup> February 2023 and closed at 5.00 PM (IST) on Monday, 6<sup>th</sup> March 2023. The e-voting event number (EVEN) (230027) and the period of e-voting was as set out in the notice.
6. Members holding shares as on Friday, 27 January 2023, (cut-off date), were entitled to vote on the resolution stated in the Notice of the Postal Ballot. The detailed manner of voting has been explained in the instructions given in the notice of the postal ballot.
7. After the conclusion of the voting at 5.00 PM (IST) on Monday, 6<sup>th</sup> March 2023, the votes cast thereat were downloaded from the website of LINK INTIME. Thereafter, the votes on remote e-voting were unblocked on Monday, 6<sup>th</sup> March 2023 after 5:00 p.m., in the presence of two witnesses who were not employees of the Company and the e-voting results/list of members who have voted for and against were downloaded from the e-voting website of LINK INTIME.
8. Particulars of all the postal ballot votes cast through electronic means as recorded through an online platform from 10.00 AM (IST) on Sunday, 5<sup>th</sup> February 2023 till 5.00 PM (IST) on Monday, 6<sup>th</sup> March 2023 have been considered for scrutiny in this report.
9. The details of the remote e-voting and the analysis of the results of the Ordinary Resolution as contained in the said Notice and results of Postal Ballot are given as 'Annexure-1' to this report.
10. After scrutiny of the remote e-voting result, we report that the Ordinary resolution as per the Notice of the Postal ballot is passed with the requisite majority.



11. The electronic data and all other relevant records relating to the remote e-voting are under our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and will thereafter be handed over to the Company Secretary of the Company for preservation.

Thanking you,

For RVR & Associates  
Company Secretaries



Ravi Kumar GVS  
Partner  
FCS No.: 8529  
C.P No: 17178

UDIN: F008529D003250801



Place: Hyderabad

Date: 08.03.2023

## Gland Pharma Limited - Scrutinizer's Report on Postal Ballot

Item number of Notice and type of Resolution	Description	Total no. of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid votes		Remarks
			No's	%	No's	%	No's	%	
1 - Ordinary Resolution	To approve commission on profits as remuneration to Mr. Yiu Kwan Stanley Lau (DIN: 08455325), Independent Director	135,553,064	135,532,451	99.9848	20,613	0.0152	-	-	Ordinary Resolution is passed with requisite majority.

For RVR & Associates  
Company Secretaries




Ravi Kumar GVS  
Partner

FCS No.: 8529

C.P No: 17178

UDIN: F008529D003250801

Date: 08/03/2023

Place: Hyderabad