



EY Entrepreneur of the year-2013



FROST & SULLIVAN
Best Practices-2013



Business today/YES bank
Excellence Awards-2013



Date: October 1, 2017

To The Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Security Code: 540596	To National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai-400051 Symbol: ERIS
---	--

Dear Sir/Madam,

**SUBJECT: SUBMISSION OF SCRUTINIZER'S CONSOLIDATED REPORT OF EVOTING
CONDUCTED AND VOTING ON POLL**

Pursuant to section 108 of the Companies Act 2013 read with rule 20 of the Companies [Management and Administration] Rules, 2014, we are enclosing the Scrutinizer's consolidated report on remote e-voting conducted and voting on Poll at 11th Annual General Meeting of Eris Lifesciences Limited (Company) held on Friday, September 29, 2017.

The above report is also being uploaded on the Company's website (www.eris.co.in), Central Depository Services Limited's website (www.evotingindia.com) and on the notice board at the Registered Office of the Company.

Thanking You,

For Eris Lifesciences Limited

Milind Talegaonkar

Company Secretary & Compliance Officer

Encl: as above

Registered & Corporate Office:

8th Floor, Commerce House - IV, Prahlad Nagar, Ahmedabad - 380 015, Gujarat, India

Phone: +91 - 79 - 30451111 / 30179400 - 03 • Fax: +91 - 79 - 30179404 / 30451001 • Email: eris@erislifesciences.com • Web Site: www.eris.co.in

CIN: L24232GJ2007PLC049867

SCRUTINIZER'S REPORT

To
The Chairman
Eris Lifesciences Limited
8th Floor, Commerce House IV,
Prahladnagar, 100 Feet Road,
Ahmedabad - 380015

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 11th Annual General Meeting of M/s. Eris Lifesciences Limited held on Friday, the 29th day of September, 2017 at 11:00 a.m. at HT Parekh Hall, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015.

I, Ravi Kapoor, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Eris Lifesciences Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the 11th Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 11th Annual General Meeting (AGM) of the members of the Company, held on Friday, the 29th day of September, 2017 at 11.00 a.m. at HT Parekh Hall, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015.

The Notice dated 17th August, 2017 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 11th Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 11th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

Ravi Kapoor

Ravi Kapoor & Associates
Ahmedabad
COP-2407
Company Secretaries

The Company had also provided poll at the AGM venue facility to the Shareholders present at the 11th Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

Further to the above, I submit my report as under:-

E-Voting:

- (i) The e-voting period remained open from Tuesday, 26th September, 2017 (09.00 a.m.) to Thursday, 28th September, 2017 (05.00 p.m.).
- (ii) The members of the Company as on the "cut-off" date i.e. 22nd September, 2017 were entitled to vote on the resolutions (items no. 1 to 10 as set out in the notice of the 11th Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.
- (iv) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e-voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.

Ravi Kapoor



Item No. 1- Ordinary Resolution

Adoption of Audited Financial Statements including consolidated financial statements of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137058	73	92137006	100	3	52	Negligible	Nil	Nil
Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	92140025	89	92139973	100	3	52	Negligible	3	898

Item No. 2- Ordinary Resolution

Appointment of a Director in place of Mr. Himanshu Jayantbhai Shah, (DIN: 01301025) who retires by rotation and, being eligible, offers himself for re-appointment:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137058	70	92136931	100	6	127	Negligible	Nil	Nil
Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	92140025	86	92139898	100	6	127	Negligible	3	898

Item No. 3 - Ordinary Resolution

Ratification of the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, Ahmedabad as the Statutory Auditors of the Company:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137058	68	92136883	100	8	175	Negligible	Nil	Nil

Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	92140025	84	92139850	100	8	175	Negligible	3	898

Item No. 4 - Ordinary Resolution

Approval of the terms of remuneration of Mr. Amit Indubhushan Bakshi (DIN: 01250925), Chairman & Managing Director of the Company:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137058	68	92136883	100	8	175	Negligible	Nil	Nil
Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	92140025	84	92139850	100	8	175	Negligible	3	898

Item No. 5- Ordinary Resolution

Approval of the terms of remuneration of Mr. Himanshu Jayantbhai Shah (DIN: 01301025), Whole-Time Director of the Company:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137034	68	92136883	100	7	151	Negligible	Nil	Nil
Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	92140001	84	92139850	100	7	151	Negligible	3	898

- For this resolution, 1 shareholder holding 24 equity shares abstained from e-voting.

Ravi Kapoor



**Ravi Kapoor
&
Associates**

4th Floor,
"Shaival Plaza",
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
☎ 26420336/7/9 (R) 26568212
Fax : 079-26424100, (M) 98250 63147
E-mail : ravi@ravics.com www.ravics.com

**Company Secretaries
& Trade Mark Agent**

Item No. 6- Ordinary Resolution

Approval of the terms of remuneration of Mr. Inderjeet Singh Negi (DIN: 01255388), Whole-Time Director of the Company:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137058	68	92136883	100	8	175	Negligible	Nil	Nil
Poll at the AGM	2055	15	2055	100	Nil	Nil	Nil	4	1810
Total	92139113	83	92138938	100	8	175	Negligible	4	1810

Item No. 7- Ordinary Resolution

Ratification of the remuneration of Cost Auditors for the financial year ending March 31, 2018:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137058	69	92136907	100	7	151	Negligible	Nil	Nil
Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	92140025	85	92139874	100	7	151	Negligible	3	898

Item No. 8- Ordinary Resolution

Approval of the revision in the remuneration of Mr. Saurabh Jayantbhai Shah, relative of a Director of the Company:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	85852534	66	85852359	100	8	175	Negligible	1	6284500
Poll at the AGM	2055	15	2055	100	Nil	Nil	Nil	4	1810
Total	85854589	81	85854414	100	8	175	Negligible	5	6286310

Ravi Kapoor



- For this resolution, 1 shareholder holding 24 equity shares abstained from e-voting.

Item No. 9- Special Resolution

Ratification of the Eris Lifesciences Employee Stock Option Plan 2017:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	92137058	69	89650631	97.30	7	2486427	2.70	Nil	Nil
Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	92140025	85	89653598	97.30	7	2486427	2.70	3	898

Item No. 10- Special Resolution

Consideration and determination of the fees for service of any document through a particular mode of delivery to a member:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E-Voting	87399402	46	84642340	96.85	21	2757062	3.15	Nil	Nil
Poll at the AGM	2967	16	2967	100	Nil	Nil	Nil	3	898
Total	87402369	62	84645307	96.85	21	2757062	3.15	3	898

- For this resolution, 9 shareholders holding 4737656 equity shares abstained from e-voting.

Ravi Kapoor



**Ravi Kapoor
&
Associates**

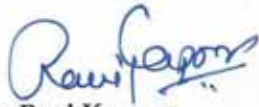
4th Floor,
"Shaival Plaza",
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
☎ 26420336/7/9 (R) 26568212
Fax : 079-26424100, (M) 98250 63147
E-mail : ravi@ravics.com www.ravics.com

**Company Secretaries
& Trade Mark Agent**

All the resolutions have been passed with requisite majority.

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

Thanking you,
Yours faithfully,



Name: Ravi Kapoor
Practicing Company Secretary - Scrutinizer
FCS: 2587; COP: 2407

Place: Ahmedabad
Date: 29/09/2017

