

Date: 19th September 2024

To
BSE Limited
Phiroze, Jeejeebhoy Towers, Dalal
Street,
Mumbai- 400001

To
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Sub: Scrutinizer Report and Voting Results of 37th Annual General Meeting as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: SCRIP CODE: SHILPAMED & SECURITY CODE: 530549

Dear Sir/Ma'am,

We wish to inform you that the 37th Annual General Meeting (AGM) of the Company and the business mentioned in the Notice convening the AGM were transacted.

In this regard, please find enclosed the following;

1. Submission of Report of Scrutinizer dated 18th September 2024 in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.
2. Submission of voting results in compliance with the provisions of regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you
Yours sincerely

For Shilpa Medicare Limited

Ritu Tiwary
Company Secretary & Compliance officer

Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Shilpa Medicare Limited
"Shilpa House", # 12-6-214/A-1, Hyderabad Road,
Raichur – 584 135, Karnataka, India

Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 37th Annual General Meeting ("AGM") of Shilpa Medicare Limited ("Company"), held on Tuesday, 17 September, 2024, at 10:00 AM (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Ajay Naga Chowdary Vemuri, Partner, VCAN & Associates, Practicing Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of Shilpa Medicare Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing the remote e-voting and electronic voting (e-voting) at the Annual General Meeting (hereinafter referred to as "AGM") of the Company in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, (hereinafter referred to as "Listing Regulations"), and the Secretarial Standards on General Meetings, on the resolutions contained in the Notice of the 37th AGM of the members of the Company, held on **Tuesday, 17 September 2024, at 11:00 AM (IST)** through Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility and also for ascertaining the requisite majority for the resolutions proposed therein.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules, including MCA Circulars and Listing Regulations relating to remote e-voting and e-voting at the AGM for the resolutions contained in the Notice of the 37th AGM of the members of the company. Our responsibility as a Scrutinizer is to ensure that the remote e-voting and e-voting at the AGM are carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast "IN FAVOUR" or "AGAINST" the resolutions contained in the Notice of the 37th AGM of the members of the Company. The Company has appointed KFin Technologies Limited, Registrars and Transfer Agents, to facilitate voting through electronic means using a remote e-voting system as well as venue voting on the date of the AGM.

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by AJAY NAGA
CHOWDARY
VEMURI

In accordance with the Notice of the 37th AGM sent to the members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, the remote e-voting period was open from 09.00 AM IST on Saturday, September 14, 2024, and was closed at 5.00 PM IST on Monday, September 16, 2024. Members holding shares as of Wednesday, September 11, 2024, the "cut-off date", were entitled to vote on the resolution stated in the Notice of the 37th AGM of the Company.

The voting at the AGM was allowed by using an electronic voting system on the resolutions on which the voting was to be held. The said voting system was provided to all those members who attended the AGM through VC/OAVM but have not cast their votes by availing of the remote e-voting facility. As per the information provided by KFin Technologies Limited, the names of the members who had already voted through a remote e-voting facility were blocked from voting at the AGM. After the conclusion of the voting at the AGM, the votes cast thereat were downloaded from the website <https://evoting.kfintech.com/>. Thereafter, the votes on remote e-voting were unblocked on Tuesday, September 17, 2024, at 11: 12 AM IST, 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 KFin Technologies Limited.

The combined results of the remote e-voting and e-voting at the AGM are given as '**Annexure- I**' to this report. Based on combined results, we report that all the resolutions as per the Notice of the 37th AGM of the Company stand passed with the requisite majority. The electronic data and all other relevant records relating to the remote e-voting and e-voting at the AGM are under my safe custody until the Chairman approves and signs the Minutes of the 37th AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

**for VCAN & Associates
Practising Company Secretaries**

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**Ajay Naga Chowdary Vemuri
Partner**

**M. No: F11106; C.P. No: 15460
UDIN: F011106F001243997
Peer Review No: 1193/2021**

Place: Hyderabad

Date: September 18, 2024

Annexure-I

Resolution Number	Resolution Type	Description	Mode of Voting	Total Number of Votes Cast	Votes in favour of the resolution		Votes against the resolution		Abstained Votes*
					No	% age	No	% age	No
1	Ordinary Resolution	To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31 March 2024, together with the report of board of directors and auditors thereon.	Remote E-Voting	50924507	50811938	99.78	112569	0.22	24829
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	50970333	50857764	99.78	112569	0.22	24829
2	Ordinary Resolution	To appoint a Director in place of Mr. Omprakash Inani (DIN No.08189713) who retires by rotation and being eligible, offers himself for re-appointment.	Remote E-Voting	42512779	42268884	99.43	243895	0.57	0
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	42558605	42314710	99.43	243895	0.57	0
3	Ordinary Resolution	Ratification of remuneration of Cost Auditors.	Remote E-Voting	50949336	50949336	100.00	0	0.00	0
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	50995162	50995162	100.00	0	0.00	0
4	Special Resolution	Reappointment of Mr. Hetal Madhukant Gandhi (DIN: 00106895) as an Independent Director of the Company.	Remote E-Voting	50949336	45885386	90.06	5063950	9.94	0
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	50995162	45931212	90.07	5063950	9.93	0
5	Special Resolution	Reappointment of Mr. Vishnukant Chaturbhuj Bhutada (DIN: 01243391) as Managing Director of Shilpa Medicare Limited and Shilpa Pharma Lifesciences Limited, a Material Subsidiary	Remote E-Voting	33017300	29103466	88.15	3913834	11.85	0
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	33063126	29149292	88.16	3913834	11.84	0
6	Special Resolution	Re-designation of Mr Keshav Bhutada as Executive Director in Shilpa Pharma Lifesciences Ltd w.e.f 19th June 2024.	Remote E-Voting	33017300	31178626	94.43	1838674	5.57	7701740
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	33063126	31224452	94.44	1838674	5.56	7701740
7	Special Resolution	Reappointment of Mr. Madhav Bhutada (Din no: 08222055), as Managing Director, Shilpa Biocare Private Limited.	Remote E-Voting	33017300	31178626	94.43	1838674	5.57	7701740
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	33063126	31224452	94.44	1838674	5.56	7701740
8	Special Resolution	Payment of Remuneration/Commission to Non-Executive Directors	Remote E-Voting	50949331	49064422	96.30	1884909	3.70	5
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	50995157	49110248	96.30	1884909	3.70	5
9	Special Resolution	Payment of Remuneration to Hetal Madhukant Gandhi, Independent Director in excess of payment made to all other Non-Executive Directors.	Remote E-Voting	50949331	45577963	89.46	5371368	10.54	5
			E-Voting during the AGM	45826	45826	100.00	0	0.00	0
			Total	50995157	45623789	89.47	5371368	10.53	5

Note: Votes polled by Interested parties and abstained votes were not considered while calculating the total number of votes polled on the applicable resolutions.