CSB Associates
Company Secretaries

307, Babukhan Estate,
Basheerbagh, Hyderabad - 500001.
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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,

37th Annual General Meeting of the Equity Shareholders of M/s. SMS Pharmaceuticals Limited held on Monday, the 29th day of September, 2025 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 37th Annual General Meeting(AGM) of the Equity Shareholders of the Company held on Monday, the 29th day of September, 2025 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 37th AGM dated 9th August, 2025. 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 and Circular No. 09/2024 dated September 19, 2024 ("**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 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CFD-PoD/2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/113 dated October 03, 2024("**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 37th 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 7th September, 2025, the remote e-Voting opened at 9:00 a.m. on 25th September, 2025 and remained open up to 5:00 p.m. on 28th September, 2025.

(3) The Equity Shareholders holding shares as on 22nd September, 2025, 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 37th 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 29th September, 2025 at 12:21 pm 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 31st March, 2025 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	215	71332416	99.9997
AGM e-Voting	3	30405	100
Total	218	71362821	99.9997

(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	145	0.0003
AGM e-Voting	0	0	0
Total	28	145	0.0003

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

Declaration of Dividend on Equity Shares for the Financial Year 2024-25.

(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	214	71332308	99.9997
AGM e-Voting	3	30405	100
Total	217	71362713	99.9997

(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	145	0.0003
AGM e-Voting	Nil	Nil	Nil
Total	28	145	0.0003

(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. Trilok Potluri, who retires by rotation and being eligible, and offers himself for reappointment.

(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	201	12320206	99.997
AGM e-Voting	3	30405	100
Total	204	12350611	99.997

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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	29	345	0.003
AGM e-Voting	0	0	0
Total	29	345	0.003

(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	200	12320191	99.997
AGM e-Voting	2	30300	99.65
Total	202	12350491	99.996

(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	360	0.003
AGM e-Voting	1	105	0.35
Total	31	465	0.003

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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

(v) **Resolution – 5: Ordinary Resolution**

Approval of Remuneration payable to the Cost Auditors for the Financial Year 2025-2026.

(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	215	71332416	99.9997
AGM e-Voting	2	30300	99.65
Total	217	71362716	99.9996

(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	145	0.0003
AGM e-Voting	1	105	0.35
Total	29	250	0.0003

(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**

Approval for appointment of Secretarial Auditors of the Company

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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	215	71332416	99.9997
AGM e-Voting	3	30405	100
Total	218	71362821	99.9997

(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	145	0.0003
AGM e-Voting	0	0	0
Total	28	145	0.0003

(c) **Invalid** votes:

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

(vii) **Resolution – 7: Special Resolution**

Approval for re-appointment of Mr. Vamsi Krishna Potluri (DIN: 06956499) as Executive Director & Fix the remuneration.

(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	198	12318929	99.99
AGM e-Voting	3	30405	100
Total	201	12349334	99.987

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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	32	1622	0.01
AGM e-Voting	0	0	0
Total	32	1622	0.013

(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 37th AGM of the Company stands passed with requisite majority.**

(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,

CSB ASSOCIATES HYDERABAD COMPANY SECRETARIES

Yours faithfully,

C. SUDHIR BABU,
Practicing Company Secretary,
Proprietor, CSB Associates,
CP No. 7666; FCS No. 2724.
UDIN: F002724G001389868

Place: Hyderabad
Date: September 29, 2025

Counter signed by
For SMS Pharmaceuticals Limited

Thirumalesh Tumma
Company Secretary