



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 33rd Annual General Meeting of the Members of
Gufic Biosciences Limited held on Tuesday, 05th September, 2017 at 2.30 p.m.
at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall,
Vile Parle (East), Mumbai - 400057, India

Dear Sir,

I, Gajanan D. Athavale, Company Secretaries, appointed as a Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of the poll taken on the below mentioned resolutions, at the 33rd Annual General Meeting of the Equity Shareholders of Gufic Biosciences Limited, held on 05th September 2017 at 2.30 p.m. at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall, Vile Parle (East), Mumbai - 400057.

I submit my report as under:

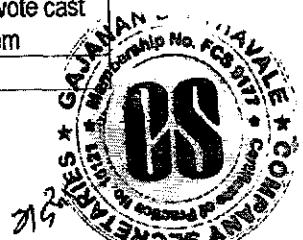
1. After the time fixed for closing of the poll by the Chairman, 1 ballot boxes kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

Item No. 1 Ordinary Resolution

To adopt audited standalone financial statements for the year ended on 31 March 2017

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(i) Voted in favour of the resolution	65	14510	99.23%
(ii) Votes against the resolution	5	113	0.77%

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them
(iii) Invalid Vote	0	0



Item No. 2 Ordinary Resolution

Approval of the Final Dividend.

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(i) Voted in favour of the resolution	65	14510	99.23%
(ii) Votes against the resolution	5	113	0.77%

Particulars	Number of members present and voting (in person or by proxy)	Number of vote cast by them
(iii) Invalid Vote	0	0

Item No. 3 Ordinary Resolution

Appointment of a director in place of Mrs. Hemal Desai (DIN: 07014744), who retires by rotation and being eligible, seeks re-appointment.

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(i) Voted in favour of the resolution	66	14610	99.91%
(ii) Votes against the resolution	4	13	0.09%

Particulars	Number of members present and voting (in person or by proxy)	Number of vote cast by them
(iii) Invalid Vote	0	0

Item No. 4 Ordinary Resolution

Ratification of the appointment of auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution.

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(i) Voted in favour of the resolution	66	14610	99.91%
(ii) Votes against the resolution	4	113	0.09%

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them
(iii) Invalid Vote	0	0



Item No. 5 Ordinary Resolution

Ratification of remuneration to Cost Auditors

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(iv) Voted in favour of the resolution	66	14610	99.91%
(v) Votes against the resolution	4	113	0.09%

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them
(vi) Invalid Vote	0	0

Item No. 6 Ordinary Resolution

Appointment of Mr. Gopal M. Daptrai as Independent Director.

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(vii) Voted in favour of the resolution	65	14510	99.23%
(viii) Votes against the resolution	5	113	0.77%

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them
(ix) Invalid Vote	0	0

Item No. 7 Special Resolution

Adoption of new set of articles.

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(i) Voted in favour of the resolution	65	14510	99.23%
(ii) Votes against the resolution	5	113	0.77%

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them
(iii) Invalid Vote	0	0



Item No. 8 Special Resolution

Promoters' group re-classification

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(i) Voted in favour of the resolution	65	14510	99.23%
(ii) Votes against the resolution	5	113	0.77%

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them
(iii) Invalid Vote	0	0

Item No. 9 Special Resolution

Keeping of statutory records as place other than place of registered office

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(i) Voted in favour of the resolution	64	14485	99.06%
(ii) Votes against the resolution	6	138	0.94%

Particulars	Number of members present and voting (in person or by proxy)	Number of vote cast by them
(iii) Invalid Vote	0	0

Item No. 10 Ordinary Resolution

Related Party transactions

Particulars	Number of members present and voting (in person or by proxy)	Numbers of vote cast by them	% of total numbers of valid votes cast
(iv) Voted in favour of the resolution	64	14505	99.19%
(v) Votes against the resolution	6	118	0.81%

Particulars	Number of members present and voting (in person or by proxy)	Number of vote cast by them
(vi) Invalid Vote	0	0



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary Ms. Ami N. Shah for safe keeping.

For Gajanan D. Athavale
Company Secretaries

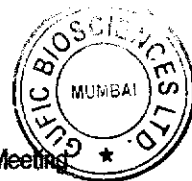

Gajanan D. Athavale
Proprietor
Membership No.: F-9177
Certificate of Practice No.: 10121



Place: Mumbai
Date: 07 September 2017



Signed by Mr. Jayesh Choksi, Chairman of the Meeting





Scrutinizer's Report on remote e-Voting

[Pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Amendment Rules, 2015].

To,
The Chairman of 33rd Annual General Meeting of the Members of
Gufic Biosciences Limited held on Tuesday, 05th September, 2017 at 2.30 p.m.
at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall,
Vile Parle (East), Mumbai - 400057, India

I, Gajanan D. Athavale, Company Secretaries had been appointed as the Scrutinizer by the Board of Directors of Gufic Biosciences Limited ('the Company') under the authority of resolution # 29 passed by the Board of Directors at their 02nd meeting of the financial year 2017-2018 held on 29 May 2017 to scrutinize the remote e-voting process in a fair and transparent manner in respect of the resolutions to be passed at the 33rd Annual General Meeting of the Company, which was held on Tuesday, 05 September, 2017, the notice in respect of which was sent to the members accompanied by the statement setting out the material facts as require by the provisions of Section 102 of the Companies Act, 2013.

The Company has availed remote e-voting facility offered by the National Securities Depository Limited (NSDL) for conducting remote e-voting by the equity shareholders holding shares as on the cut-off date of 29 August, 2017 of the Company, in respect of the resolutions as were set outs at items nos. 1 to 10 in the notice of the 33rd Annual General Meeting of the Company.

The remote e-voting period was remained opened from September 2, 2017 at 9.00 a.m. to September 4, 2017 at 5.00 p.m. and thereafter remote e-voting platform was blocked by NSDL and the votes cast under remote e-voting facility were then un-blocked in the presence of two witnesses as prescribed in rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and also the Companies (Management and Administration) Amendment Rules, 2015 as regards to resolutions contained in notice calling 33rd Annual General Meeting of the Company. I being a Scrutinizer, responsible to scrutinize the remote e-voting process as was made available by the Company to its shareholders and to report of the votes cast "in favour" or "against" the resolutions referred above, based on the reports generated from the e-voting platform hosted by the NSDL and data maintained/provided by the M/s. Link Intime India Pvt. Ltd, the RTA, the authorized agency, which was engaged by the Company to facilitate remote e-voting.



The result of the e-voting is as under:

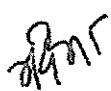
eVoting Event Number(EVEN) : 106729
Nominal Value : Re. 1/-
Voting Rights : 1 per share
Total Folios Votes (through remote e-voting) : 34

Item no. & proposed Resolutions per notice of 30 th Annual General Meeting.	Number of votes in favour of the Resolutions		Number of votes against the Resolutions		Number of Invalid Votes	
	Number	%	Number	%	Number	%
Item No. 1: Ordinary Resolution	6641985	99.99	50	0.01	0	0
Item No. 2: Ordinary Resolution	6641985	99.99	50	0.01	0	0
Item No. 3: Ordinary Resolution	6642035	100	0	0	0	0
Item No. 4: Ordinary Resolution	6642035	100	0	0	0	0
Item No. 5: Ordinary Resolution	6642035	100	0	0	0	0
Item No. 6: Ordinary Resolution	6641845	99.99	90	0.01	0	0
Item No. 7: Special Resolution	6641985	99.99	50	0.01	0	0
Item No. 8: Special Resolution	6641785	99.99	250	0.01	0	0
Item No. 9: Special Resolution	6641785	99.99	250	0.01	0	0
Item No. 10: Ordinary Resolution	6641745	99.99	290	0.01	0	0

As prescribed in rule 20(4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, those members who have participated in remote e-voting had not participated and/or cast votes at the poll conducted at the 33rd Annual General Meeting.

I hereby further confirm have handed over relevant records as to remote e-voting as prescribed in rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 to the Chairman of the 33rd Annual General Meeting of the Company.

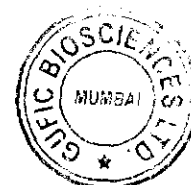
For Gajanan D. Athavale
Company Secretaries


Gajanan D. Athavale
Proprietor
Membership No.: F-9177
Certificate of Practice No.: 10121



Place: Mumbai
Date: 07 September 2017





Signed by Mr. Jayesh Choksi, Chairman of the Meeting



**Consolidated Scrutinizer's Report for Remote e-Voting & Poll
for Gufic Biosciences Limited**

[Pursuant to section 108 & 109 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 to the extent substituted by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman of 33rd Annual General Meeting of the Members of
Gufic Biosciences Limited held on Tuesday, 05th September, 2017 at 2.30 p.m.
at Hotel Parle International, B. N. Agarwal Market, Next to Dinanath Mangeshkar Hall,
Vile Parle (East), Mumbai - 400057, India

Passing of resolutions through remote e-voting and poll conducted at 33rd Annual General Meeting of Gufic Biosciences Limited held on Tuesday the 05th day of September 2017

I, Gajanan D. Athavale, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Gufic Biosciences Limited ('the Company') under the authority of resolution # 29 passed by the Board of Directors at their 2nd meeting of the financial year 2017-2018 held on 29 May 2017 to scrutinize remote e-voting process and the poll to be conducted at the 33rd Annual General Meeting of the Company.

For further details kindly refer to my report on remote e-voting and the in respect of the poll conducted at the 33rd Annual General Meeting of the Company held on Tuesday the 05th day of September 2017.

The management of the Company is responsible to ensure compliance with the requirements of the applicable provisions of the Companies Act, 2013 and rules relating to voting by electronic means and voting through ballot which was made available at the venue of the 33rd Annual General, for voting on the resolutions contained in the notice of the 33rd Annual General Meeting of the Equity Shareholders dated 05th day of September 2017. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the notice of 33rd Annual General Meeting, based on the report generated from the evoting system facility as was provided by NSDL, the agency authorized under the rules and engaged by the Company to provide evoting facilities for voting through remote evoting and counting of the vote casted through ballot facility.

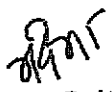
Please find attached consolidated report on results of remote e-voting & poll conducted at the 33rd Annual General Meeting of the Company.



I hereby further confirm have handed over following relevant records to the Chairman of the 33rd Annual General Meeting of the Company:

- a. remote e-voting as prescribed in rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015; and
- b. the poll ballot papers

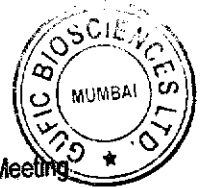
For Gajanan D. Athavale
Company Secretaries


Gajanan D. Athavale
Proprietor
Membership No.: F-9177
Certificate of Practice No.: 10121



Place: Mumbai
Date: 07 September 2017





Signed by Mr. Jayesh Choksi, Chairman of the Meeting

Encl: as above

Combined report on results of remote e-voting & poll

Ordinary Resolution No.1: To adopt audited standalone financial statements for the year ended on 31 March 2017

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	33	6641985	99.99	1	50	0.01	0	0
Poll	65	14510	99.23	5	113	0.77	0	0
Combined Total	98	6656495		6	163		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.

Ordinary Resolution No.2: Approval of the Final Dividend

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	33	6641985	99.99	1	50	0.01	0	0
Poll	65	14510	99.23	5	113	0.77	0	0
Combined Total	98	6656495		6	163		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.

Ordinary Resolution No.3: Appointment of a director in place of Mrs. Hemal Desai (DIN: 07014744), who retires by rotation and being eligible, seeks re-appointment

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	34	6642035	100	0	0	0	0	0
Poll	66	14610	99.91	4	13	0.09	0	0
Combined Total	100	6656645		4	13		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.



Ordinary Resolution No.4: Ratification of the appointment of auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution.

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	34	6642035	100	0	0	0	0	0
Poll	66	14610	99.91	4	113	0.09	0	0
Combined Total	100	6656645		4	113		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.

Ordinary Resolution No.5: Ratification of remuneration to Cost Auditors

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	34	6642035	100	0	0	0	0	0
Poll	66	14610	99.91	4	113	0.09	0	0
Combined Total	100	6656645		4	113		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.

Ordinary Resolution No.6: Appointment of Mr. Gopal M. Daptrai as Independent Director

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	31	6641845	99.99	2	90	0.01	0	0
Poll	65	14510	99.23	5	113	0.77	0	0
Combined Total	96	6656355		7	203		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.



Special Resolution No.7: Adoption of new set of articles

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	33	6641985	99.99	1	50	0.01	0	0
Poll	65	14510	99.23	5	113	0.77	0	0
Combined Total	98	6656495		6	163		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.

Special Resolution No.8: Promoters' group re-classification

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	32	6641785	99.99	2	250	0.01	0	0
Poll	65	14510	99.23	5	113	0.77	0	0
Combined Total	97	6656295		7	363		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass

Special Resolution No.9: Keeping of statutory records as place other than place of registered office

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	32	6641785	99.99	2	250	0.01	0	0
Poll	64	14485	99.06	6	138	0.94	0	0
Combined Total	96	6656270		8	388		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.



Resolution No.10: Related Party transactions

Particulars	In favour of the resolution			Against the resolution			No. of Invalid Votes	
	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of vote cast	% of vote case	No. of Ballot / Response received	No. of Shares / Votes
E-voting	32	6641745	99.99	2	290	0.01	0	0
Poll	64	14505	99.19	6	118	0.81	0	0
Combined Total	96	6656250		8	408		0	0

Since combined number of votes cast in favour of the resolution are more than the number of votes cast against the resolution, the resolution may be declared pass.

