

FREDUN PHARMACEUTICALS LIMITED

Compassionate Healthcare

CIN No : L24239MH1987PLC043662



Date: 28.09.2021.

To
BSE Ltd.,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street - Fort,
Mumbai – 400 001

Ref.: BSE Scrip Code - 539730

Subject: Outcome & Voting Results of 34th Annual General Meeting for the Financial Year 2020-21

Dear Sir / Madam,

In compliance to Regulation 44(3) of SEBI Listing Regulations, 2015; we hereby submit the Voting Results of the business transacted at the 34th Annual General Meeting (the “34th AGM”) of the Company for the Financial Year 2020-21 held on Monday, September 27, 2021.

<u>Fredun Pharmaceuticals Limited</u>	
Date of AGM	September 27, 2021
Total Number of Shareholders as on the record date	3588
No. of Shareholders Present in the Meeting through video conferencing	
Promoter and Promoter Group:	03
Public:	15

Report of the Scrutinizer is enclosed herewith.

Kindly take the same on your Records.

Thanking you,

For Fredun Pharmaceuticals Limited



Ankita Joshi
Company Secretary Cum Compliance Officer
Encl.: A/a

Registered Office: Manoj Industrial Premises, G.D. Ambekar Marg, Wadala (W), Mumbai - 400 031, (INDIA)

Corporate Office: Urmi Estate, 11th Floor, Ganpatrao Kadam Marg, Lower Parel (W), Mumbai - 400013.

Phone No.: 91-22- 4031 8111 **Fax:** 91-22-4031 8133

Factory: 14,15,16, Zorabian Industrial Complex, Vevoor, Palghar (E), Dist: Palghar - 401 404.

Phone No.: +917045957828, +917045957829, +917045957830, +917045956857

E-Mail: business@fredungroup.com **Web:** www.fredungroup.com



Agenda wise Disclosure

Resolution No. 1: To Approve the Audited Financial Statements of the Company for the year ended March 31, 2021 together with the Reports of the Directors and the Auditors thereon.

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution					NO				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = $[(2)/(1)] * 100$	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)] * 100$	No. of votes in against on votes polled (7) = $[(5)/(2)] * 100$	Votes Invalid
Promoter and Promoter Group	E-voting	2076110	1454254	70.05	1454254	0	100	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	2076110	1454254	70.05	1454254	0	100	0	0
Public Institutions	E-voting	75000	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total		75000	0	0	0	100	0	0
Public Non-Institutions	E-voting	1838524	8224	0.45	8224	0	0		0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	1838524	8224	0.45	8224	0	100	0	0
Total		3989634	1462478	36.66	1462478	0	100	0	0

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Resolution No. 2: To approve the declaration of Dividend of 7% on the Equity Shares of the Company.

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution					NO				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = $[(2)/(1)] * 100$	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)] * 100$	No. of votes in against on votes polled (7) = $[(5)/(2)] * 100$	Votes Invalid
Promoter and Promoter Group	E-voting	2076110	1454254	70.05	1454254	0	100	0	0
	Poll	0	0	100	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	2076110	1454254	70.05	1454254	0	100	0	0
Public Institutions	E-voting	75000	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total	75000	0	0	0	0	100	0	0
Public Non-Institutions	E-voting	1838524	8224	0.45	8224	0	0	0	0
	Poll	0	0		0	0	0	0	
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	1838524	8224	0.45	8224	0	100	0	0
	Total	3989634	1462478	36.66	1462478	0	100	0	0

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Resolution No. 3: To appoint a Director in place of Dr. (Mrs.) Daulat Medhora who retires by rotation and being eligible offers herself for reappointment

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution					YES				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = $[(2)/(1)] * 100$	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = $[(4)/(2)] * 100$	No. of votes in against on votes polled (7) = $[(5)/(2)] * 100$	Votes Invalid
Promoter and Promoter Group	E-voting	2076110	0	0	0	0	0	0	1454254
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	2076110	0	0	0	0	0	0	1454254
Public Institutions	E-voting	75000	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total	75000	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	1838524	8224	0.45	8224	0	100	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	1838524	8224	0.45	8224	0	100	0	0
Total		3989634	8224	0.20	8224	0	100	0	1454254

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Resolution No. 4: Appointment of Cost Auditor

Resolution Required (Ordinary / Special)					Ordinary				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution					NO				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) = [(4)/(2)]*100	No. of votes in against on votes polled (7) = [(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-voting	2076110	1454254	70.05	1454254	0	100	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	2076110	1454254	70.05	1454254	0	100	0	0
Public Institutions	E-voting	75000	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total		0	0	0	0	100	0	0
Public Non-Institutions	E-voting	1838524	8224	0.45	8224	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	1838524	8224	0.45	8224	0	100	0	0
Total		3989634	1608956	36.66	1462478	0	100	0	0

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Resolution No. 5: To approve increase in remuneration of Mr. Fredun Medhora , Managing Director & CFO of the Company

Resolution Required (Ordinary / Special)					Special				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution					Yes				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	No. of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes-in favour (4)	No. of votes-in against (5)	No. of votes in favour on votes polled (6) =[(4)/(2)]*100	No. of votes in against on votes polled (7) =[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-voting	2076110	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	2076110	0	74.640	0	0	0	0	0
Public Institutions	E-voting	75000	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0
	Total		Nil	0	0	0	0	0	0
Public Non-Institutions	E-voting	1838524	8224	0.45	8024	200	97.57	2.43	0
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	1838524	8224	0.45	8024	200	97.57	2.43	0
Total		3989634	8224	0.21	8024	200	97.57	2.43	0

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RAJENDRA & CO.

COMPANY SECRETARIES

Rajendra R. Vaze

B.Com. LL.B., DBM, GCD, F.C.S.

Devdha Manzil, 2nd Floor, Maharshi Dadasaheb Rege Road, (Shivaji Park Road No.3), Dadar, Mumbai-400 028.
Tel.: 022 2445 0622 Cell : 9821116504 Email : cs.rajendra@yahoo.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of The Companies Act, 2013]

(Rule 20 of The Companies (Management and Administration) Rules 2014

To

The Chairman of 34rd Annual General Meeting of the members of
FREDUN PHARMACEUTICALS LIMITED (the Company) held
on 27th day of September, 2021 at 11.30 a.m.
through Video Conferencing(VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

Sub: **Scrutinizer's Report on remote E voting conducted pursuant to the provisions of Section 108 of The Companies Act, 2013 ("The Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014 (the Rule) as amended in respect of Remote E-voting and E Voting Results of the members of Fredun Pharmaceuticals Limited for the 34th Annual General Meeting held on 27th September 2021 at 11.30 a.m. through Video Conferencing(VC)/other Audio visual Means(OAVM)**

1. I, Rajendra Vaze, a Company Secretary in practice. (FCS No 4247 CP No. 1975) of **Rajendra and Co., Company Secretaries** of Devdha Manzil 2nd floor, D. Rege Road, Dadar (W) Mumbai -400 028 have been appointed as a Scrutinizer by The Board of Directors of Fredun Pharmaceuticals Limited (the Company) for the purpose of scrutinizing the E-Voting/ Remote E-voting under The provisions of Section 108 of The Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules. 2014 (Rules) related to the agenda items transacted at the 34rd Annual General Meeting of the members of Fredun Pharmaceuticals Limited (the Company) held on 27th day of September, 2021 at 11.30 a.m. through Video Conferencing(VC)/ Other Audio Visual Means (OAVM)

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act. 2013 and Rules relating to Remote E-voting for the Annual General Meeting. My responsibility as a scrutinizer is to ensure that the voting process through electronic means (By remote e voting) in the meeting is conducted in a transparent manner and restricted to make a Scrutinizer's report of the votes cast in favour or against the resolutions based on the reports generated from the E-Voting system provided by NSDL..

CERTIFIED FILING CENTRE (CFC)
(APPROVED BY CENTRAL GOVT. UNDER THE DEPT OF COMPANY AFFAIRES)



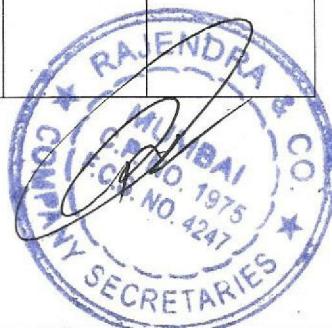
RAJENDRA & CO.
COMPANY SECRETARIES

3. I submit my report as under:

- a) The remote e-voting period begins at 09.00 a.m., on Friday the 24th September 2021 and ends at 05.00 p.m., on Sunday 26th September 2021. The votes received electronically from the Shareholders till Sunday 26th September 2021 upto 05.00 p.m. being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
- b) At the Annual General Meeting, the chairman announced that the Members present at the Annual General Meeting through VC / OAVM and who have not cast their vote earlier by Remote E-Voting can exercise their voting rights available through E voting during the proceedings of the AGM and within 15 minutes of the conclusion of the AGM.
- c) This Annual General Meeting of the Equity Shareholders of Fredun Pharmaceuticals Limited was convened through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to the General Circular number 14/2020, 17/2020, 20/2020 and 02/2021 issued by the Ministry of Corporate Affairs (MCA) and also Circular dated 12th May 2020 and 15th January 2021 issued by the Securities and Exchange Board of India (SEBI).
- d) Thereafter total of 23 E-voting and Remote E-votings were received from shareholders and the details of which were duly recorded with me based on the data downloaded from the NSDL e- voting system.
- e) I have monitored the process of electronic voting through the Scrutinizer's secured link
- f) As per the requirement of The Companies Act 2013 the particulars of all votes received (through electronic mode) from the Members have been accordingly entered in a register separately maintained for the purpose.
- g) Cut-off date: Voting rights were reckoned as on 20th September 2021 being the cut off date for the purpose of deciding the entitlements of the members for remote e voting and the e voting at the AGM
- h) I further report that the e-voting data and Remote E-voting were scrutinized by me for verification of votes cast in favour and against the resolution.

Items no. of Notice	Valid Votes in the favour of the Resolution		Valid Votes against the Resolution		Invalid Votes		Total Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of Invalid votes	
Item No. 1 of the Notice (As an Ordinary Resolution for Adoption of Audited financial statements of the Company for the financial year ended 31 st March, 2021 together with the reports of the Board of Directors and Auditors thereon.)	1462478	100	0	0.00	0	0.00	1462478

CERTIFIED FILING CENTRE (CFC)
(APPROVED BY CENTRAL GOVT. UNDER THE DEPT OF COMPANY AFFAIRES)



Item No. 2 of the Notice (As an Ordinary Resolution for Declaration a Dividend of 7% on Equity Shares of the Company for the financial year ended 31 st March 2021.)	1462478	100	0	0.00	0	0.00	1462478
Item No. 3 of the Notice (As a Ordinary Resolution for to appoint a Director in place of Dr. (Mrs.) Daulat Medhora (DIN No: 01745277 who retires by rotation in term of Section 152 of the Company under The Companies Act 2013 and being eligible has offered herself for re-appointment)	8224	100	0	0.00	1454254	99.4376	1462478
Item No. 4 of the Notice (As a Ordinary Resolution for Appointment of Cost Auditor)	1462478	100	0	0.00	0	0.00	1462478
Item No. 5 of the Notice (As a Special Resolution for To approve increase in remuneration of Mr. Fredun Medhora (DIN: 01745348), Managing Director & CFO of the Company.)	8024	97.56	200	2.44	0	0.00	8224

Sr. No.	Particulars	No. of PBF/ E-Voting	No. of shares voted
a)	Remote E-voting	23	1462478
b)	E-Voting at AGM	0	0
	Total	23	1462478
c)	Less : Invalid no. of votes casted for resolution no 1	0	0
d)	Valid no. of votes casted (Net)for resolution No 1	23	1462478
e)	Votes in favour for Resolution No. 1	23	1462478
f)	Votes against for Resolution No. 1	0	0



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COMPANY SECRETARIES

②

Sr. No.	Particulars	No. of PBF/ E-Voting	No. of shares voted
a)	Remote E-voting	23	1462478
b)	E-Voting at AGM	0	0
	Total	23	1462478
c)	Less : Invalid no. of votes casted for resolution no 2	0	0
d)	Valid no. of votes casted (Net)for resolution No 2	23	1462478
e)	Votes in favour for Resolution No. 2	23	1462478
f)	Votes against for Resolution No. 2	0	0

③

Sr. No.	Particulars	No. of PBF/ E-Voting	No. of shares voted
a)	Remote E-voting	23	1462478
b)	E-Voting at AGM	0	0
	Total	23	1462478
c)	Less : Invalid no. of votes casted for resolution no 3	2	1454254
d)	Valid no. of votes casted (Net)for resolution No 3	21	8224
e)	Votes in favour for Resolution No. 3	21	8224
f)	Votes against for Resolution No. 3	0	0

④

Sr. No.	Particulars	No. of PBF/ E-Voting	No. of shares voted
a)	Remote E-voting	23	1462478
b)	E-Voting at AGM	0	0
	Total	23	1462478
c)	Less : Invalid no. of votes casted for resolution no 4	0	0
d)	Valid no. of votes casted (Net)for resolution No 4	23	1462478
e)	Votes in favour for Resolution No. 4	23	1462478
f)	Votes against for Resolution No. 4	0	0





RAJENDRA & CO.

COMPANY SECRETARIES

Rajendra R. Vaze

B.Com. LL.B., DBM, GCD, F.C.S.

Devdha Manzil, 2nd Floor, Maharshi Dadasaheb Rege Road, (Shivaji Park Road No.3), Dadar, Mumbai-400 028.

Tel.: 022 2445 0622 Cell : 9821116504 Email : cs.rajendra@yahoo.in

(5)

Sr. No.	Particulars	No. of PBF/ E-Voting	No. of shares voted
a)	Remote E-voting	21	8224
b)	E-Voting at AGM	0	0
	Total	21	8224
c)	Less : Invalid no. of votes casted for resolution no 5	0	0
d)	Valid no. of votes casted (Net)for resolution No 5	21	8224
e)	Votes in favour for Resolution No. 5	20	8024
f)	Votes against for Resolution No. 5	1	200

4. The votes were unblocked in the presence of two witness i.e. Mr. Gitesh Nimkar and Ms. Shreya Shanbhag who are not the employees of the company..
5. The Register and all other details relating to remote e-voting/ e-voting shall remain in our safe custody until the chairman considers,, approves and sign the minutes of the Annual General Meeting and thereafter the same shall be handed over to the company.

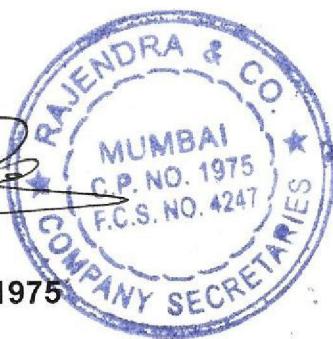
Thanking you

Yours faithfully

For Rajendra and Co.,
Company Secretaries

(CS Rajendra Vaze)

FCS No . 4247 C.P. No 1975



Place : Mumbai

Date : 27th September 2021

UDIN NO: F004247C001015180