



**K. JHANSI LAXMI**

B.Com., ACS  
Company Secretary in Practice

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To

The Chairman,  
KREBS BIOCHEMICALS AND INDUSTRIES LIMITED,  
Kothapalli (Village), Kasimkota (Mandal),  
Anakapalli, Vishakapatnam (District),  
Andhra Pradesh - 531031

Dear Sir,

The Scrutinizer's Report (Consolidated – Physical and E-Voting), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, on remote e-voting and voting conducted through Ballot/Polling Paper at the Extra Ordinary General Meeting of KREBS BIOCHEMICALS & INDUSTRIES LIMITED held on Friday, November 22, 2019 at 11.00 a.m. at the Registered Office at Kothapalli (Village), Kasimkota (Mandal), Anakapalli, Vishakapatnam (District), Andhra Pradesh – 531 031.

1. Appointment as Scrutinizer :

I, K. Jhansi Laxmi, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of KREBS BIOCHEMICALS & INDUSTRIES LIMITED for the remote e-voting and physical ballot (Poll) voting process to be conducted at the Extra Ordinary General Meeting (EGM) of the Company held on Friday, November 22, 2019 at the Registered Office at Kothapalli (Village), Kasimkota (Mandal), Anakapalli, Vishakapatnam (District), Andhra Pradesh – 531031 at 11.00 a.m.

2. Cut-off Date:

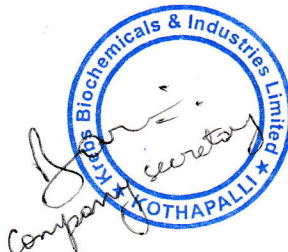
The voting rights were reckoned as on November 15, 2019 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting process at the venue of the Extra Ordinary General Meeting.

3. Remote E-voting:

Agency: The Company had appointed Karvy Fintech Private Limited ("Karvy") as the agency for providing the remote e-voting platform.

Remote E-voting: Remote e-voting platform was open from 9 A.M. (IST) on November 19, 2019 to 5 P.M. (IST) on November 21, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of the four (4) Resolutions, on the e-voting platform provided by Karvy Fintech Private Limited.

Place: Vishakapatnam  
Date: 22.11.2019



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C. P. No. 10744



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4. Voting at the EGM:

The Company had made arrangements for voting by Ballot paper at the venue of the Extra Ordinary General Meeting. The Company's Management is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and Resolutions contained in the EGM Notice dated October 23, 2019 issued to the shareholders of the Company.

As a scrutinizer my role in the Remote e-voting process is restricted to make a Scrutinizer's Report of the votes cast either in "favour" or "against" the resolutions based on e-voting of shareholders of the Company and the reports generated from the e-voting system provided by Karvy Fintech Private Limited and also through the physical ballot voting process conducted on the day of the EGM.

5. Counting Process:

As soon as the Chairman announced the conducting of the physical ballot voting process, I had locked the empty polling box in the presence of two witnesses. After completion of the voting process by ballot, I unlocked the polling box in the presence of two witnesses.

I unblocked the remote e-voting results on the Karvy e-voting platform before the same two witnesses, who are not in employment of the company and downloaded the e-voting results.

4 members who had casted their votes in the remote e-voting platform have also attended the EGM and they had abstained from voting at the Ballot/poll conducted at the venue of the EGM.

6. Results:

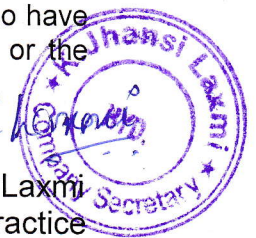
I observed that:

- a) 6 Members had cast their votes through remote e-voting
- b) 57 Members had cast their votes through the poll conducted at the venue of the Extra Ordinary General Meeting. 4 members who had cast their votes in the remote e-voting platform have also attended the EGM and they had abstained from voting at the poll conducted at the venue of the EGM. 2 members who have attended the meeting but did not cast their votes either in the e-voting or the voting conducted at the venue of the EGM.

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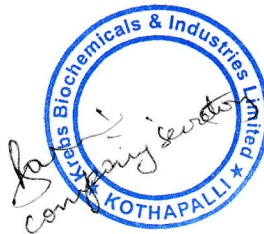
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The consolidated results with respect to each item of the agenda as set out in the Notice of the Extra Ordinary General Meeting dated October 23, 2019 is enclosed.

Based on the aforesaid results, 1 Ordinary Resolutions and 3 Special Resolutions as set out in the Notice of Extra Ordinary General Meeting dated October 23, 2019, have been passed with requisite majority.

Place: Vishakapatnam  
Date: 22.11.2019



Witnesses:

1. *S. Shanker Reddy*  
S. Shanker Reddy  
3-37, Thumkurta  
Hyderabad - 500078

2. *Md Shanoor*  
MOHAMMED SHANBOOR  
Kamika Nagar  
Yousuf Guda - Hyd.

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## CONSOLIDATED RESULTS

**Item No. 1-** To increase the Authorized Share Capital of the Company from the existing Rs. 20,00,00,000 (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- each to Rs. 53,00,00,000 (Rupees Fifty Three Crore only), comprising of:

- Rs.23,00,00,000 (Rupees Twenty Three crore) equity share capital divided into 2,30,00,000 (Two Crore Thirty Lakhs) Equity Shares of Rs. 10/- each, and
- Rs.30,00,00,000 (Rupees Thirty Crore) preference share capital divided into 30,00,000 (Thirty Lakh Preference Shares) of Rs. 100/- each:

|                             | Remote e-voting (Members only) | Poll Paper (Members/Proxy) at EGM | Total | Remote e-voting (Votes Casted) | Poll Paper (Votes Casted) at EGM | Total      | %    |
|-----------------------------|--------------------------------|-----------------------------------|-------|--------------------------------|----------------------------------|------------|------|
| No. of votes cast in favour | 6                              | 56                                | 62    | 57,75,627                      | 55,77,174                        | 113,52,801 | 100% |
| No. of votes cast against   | 0                              | 0                                 | 0     | 0                              | 0                                | 0          | 0    |
| No. of votes abstained      | 0                              | 0                                 | 0     | 0                              | 0                                | 0          | 0    |
| No. of votes invalid        | 0                              | 1                                 | 1     | 0                              | 307                              | 307        | 0    |

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the Notice of the Extra Ordinary General Meeting of the Company dated October 23, 2019 has been passed with requisite majority.

Place: Vishakapatnam  
Date: 22.11.2019



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## CONSOLIDATED RESULTS

**Item No. 2-** To issue on preferential basis, up to 17,05,000 (Seventeen Lakh Five Thousand only) Equity shares of Rs. 10/- each for cash at a price of Rs. 86/- per Equity Share including premium of Rs. 76/- per share aggregating to Rs. 14,66,30,000/- to person/entity who form part of the promoter group:

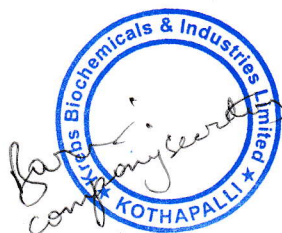
|                             | Remote E-voting (Members only) | Poll Paper (Members/Proxy) at EGM | Total | Remote E-voting (Votes Casted) | Poll Paper (Votes Casted) at EGM | Total      | %    |
|-----------------------------|--------------------------------|-----------------------------------|-------|--------------------------------|----------------------------------|------------|------|
| No. of votes cast in favour | 6                              | 56                                | 62    | 57,75,627                      | 55,77,174                        | 113,52,801 | 100% |
| No. of votes cast against   | 0                              | 0                                 | 0     | 0                              | 0                                | 0          | 0    |
| No. of votes abstained      | 0                              | 0                                 | 0     | 0                              | 0                                | 0          | 0    |
| No. of votes invalid        | 0                              | 1                                 | 1     | 0                              | 307                              | 307        | 0    |

Based on the aforesaid results, Special Resolution as contained in Item No. 2 of the Notice of the Extra Ordinary General Meeting of the Company dated October 23, 2019 has been passed with requisite majority.

Place: Vishakapatnam  
Date: 22.11.2019

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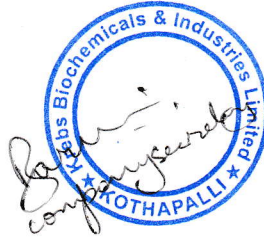
## CONSOLIDATED RESULTS

**Item No. 3-** To issue on preferential basis, of upto 36,35,000 convertible warrants ("Warrants") of Rs. 86/- each to IPCA Laboratories Limited, a promoter group entity:

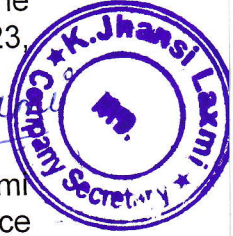
|                             | Remote E-voting (Members only) | Poll Paper (Members/Proxy) at EGM | Total | Remote E-voting (Votes Casted) | Poll Paper (Votes Casted) at EGM | Total      | %    |
|-----------------------------|--------------------------------|-----------------------------------|-------|--------------------------------|----------------------------------|------------|------|
| No. of votes cast in favour | 6                              | 56                                | 62    | 57,75,627                      | 55,77,174                        | 113,52,801 | 100% |
| No. of votes cast against   | 0                              | 0                                 | 0     | 0                              | 0                                | 0          | 0    |
| No. of votes abstained      | 0                              | 0                                 | 0     | 0                              | 0                                | 0          | 0    |
| No. of votes invalid        | 0                              | 1                                 | 1     | 0                              | 307                              | 307        | 0    |

Based on the aforesaid results, Special Resolution as contained in Item No. 3 of the Notice of the Extra Ordinary General Meeting of the Company dated October 23, 2019 has been passed with requisite majority.

Place: Vishakapatnam  
Date: 22.11.2019



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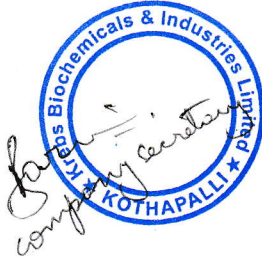
## CONSOLIDATED RESULTS

**Item No. 4** – To Issue on preferential basis, upto 30,00,000, 9% Redeemable Non-Convertible Non-Cumulative Preference Shares of Rs.100/- each aggregating to Rs. 30,00,00,000/- (Rupees Thirty Crores Only) to IPCA Laboratories Limited:

|                             | Remote E-voting (Members only) | Poll Paper (Members/Proxy) at EGM | Total | Remote E-voting (Votes Casted) | Poll Paper (Votes Casted) at EGM | Total    | %    |
|-----------------------------|--------------------------------|-----------------------------------|-------|--------------------------------|----------------------------------|----------|------|
| No. of votes cast in favour | 6                              | 56                                | 62    | 57,75,627                      | 55,77,174                        | 11352801 | 100% |
| No. of votes cast against   | 0                              | 0                                 | 0     | 0                              | 0                                | 0        | 0    |
| No. of votes abstained      | 0                              | 0                                 | 0     | 0                              | 0                                | 0        | 0    |
| No. of votes invalid        | 0                              | 1                                 | 1     | 0                              | 307                              | 307      | 0    |

Based on the aforesaid results, Special Resolution as contained in Item No. 4 of the Notice of the Extra Ordinary General Meeting of the Company dated October 23, 2019 has been passed with requisite majority.

Place: Vishakapatnam  
Date: 22.11.2019



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