

SCRUTINIZER REPORT

The Chairman,
M/s Brawn Biotech Limited,
4/4B, Asaf Ali Road, IInd Floor,
Old DSE Building, Asaf Ali Road,
New Delhi-110002

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting conducted Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules' 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system- at the 34th Annual General Meeting of Brawn Biotech Limited (the Company) held on Saturday 21st September, 2019 at 10.30 A.M. at Executive Club, 439, Vill- Shahoorpur, P. O., Fatehpur Beri, New Delhi- 110074

I, Amit Bansal, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of the Company Pursuant to Section 108 of the Companies Act' 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 34th Annual General Meeting (AGM) of the Company on **Saturday 21st September, 2019 at 10.30 A.M.** I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on **21st September, 2019.**

The notice dated 13th August, 2019 alongwith statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services India Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.

The Company had also provided voting through poll to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date' of Saturday, 14th September 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM. The voting period for remote e-voting commenced on Wednesday, 18th September, 2019 at 09:00 a.m. (IST) and ended on Friday, 20th September, 2019 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.



After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through poll at the meeting on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and the voting conducted through poll at the meeting is restricted to making a scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through poll at the AGM in respect of the said resolutions.

Item No. 1:

To receive, consider and adopt the audited Financial Statements of the Company for the financial year 2018-19 including Audited Balance Sheet, Statement of Profit & Loss together with Cash Flow Statement and the Reports of Board of Directors and Auditors there on for the financial year ended on 31st March, 2019. (Ordinary Resolution)

Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	21	14,86,516	99.97
Poll	59	480	00.03
Total	80	14,86,996	100.00



Voted against the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	8	0.00	0.00
Total	8	0.00	0.00

Item No. 2:

To appoint Director in place of Smt. Brij Bala Gupta (DIN: 00975261), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment as Director of the Company. (Ordinary Resolution)

Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	21	14,86,516	99.97
Poll	59	480	00.03
Total	80	14,86,996	100.00





Voted against the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	8	0.00	0.00
Total	8	0.00	0.00

Item No. 3:

To regularize the appointment of Shri Brij Raj Gupta (DIN: 00974969) as Director of the Company (Ordinary Resolution)

Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	21	14,86,516	99.97
Poll	59	480	00.03
Total	80	14,86,996	100.00





Voted against the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	8	0.00	0.00
Total	8	0.00	0.00

Item No. 4:

To appoint and fix the remuneration of Shri Mahesh Verma (PAN: AZAPM6951B) as Manager (KMP) of the Company (Ordinary Resolution)

Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	21	14,86,516	99.97
Poll	59	480	00.03
Total	80	14,86,996	100.00





Voted against the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	8	0.00	0.00
Total	8	0.00	0.00

Thanking you,

Yours faithfully,

For **Amit Bansal and Associates**

Amit Bansal
Company Secretary
ACS No. 21319
CP No. 17875



Date: 22.09.2019

Place: Delhi