



VSS & ASSOCIATES COMPANY SECRETARIES

FORM NO. MGT-13

Report of Scrutinizer(s)

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

To,
Chairman of
Godavari Drugs Limited
1-8-303/34, Mayfair,
Sardar Patel Road,
Secunderabad - 500003
Telangana

Subject: 29th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, 12.09.2017 at 03.30 P.M. at J.S. Krishna Murthy Hall, FTAPCCI Premises, 11-6-841, Red Hills, Hyderabad - 500004

Dear Sir,

1. We, VSS & Associates, appointed as Scrutiniser for the purpose of the poll and e-voting taken on the below mentioned resolution(s), at the 29th Annual General Meeting of Equity Shareholders of the Company held on Tuesday, 12.09.2017 at 03.30 P.M. at J.S. Krishna Murthy Hall, FTAPCCI Premises, 11-6-841, Red Hills, Hyderabad – 500004, submit our report as under:
2. In compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballots by shareholders on the resolutions proposed in the Notice of the 29th Annual General Meeting, our responsibility as a scrutiniser is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render Consolidate Scrutiniser's Report of the total votes cast in favour or against if any, to Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited and the report generated electronically for voting by use of ballots at the meeting.



3. In accordance with the Notice of 29th 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, (Amendment Rules 2015) on August 25, 2017 the remote e-voting opened at 09.00 a.m on September 09, 2017 and remained open up to 05.00 p.m on September 11, 2017.
4. The equity shareholders holding shares as on September 05, 2017, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 29th Annual General Meeting of the Company.
5. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours were opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinised and initialled by the scrutiniser. The ballots were reconciled with the records maintained by the Registrar and Transfer Agent of the Company. The voters were also scrutinised for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company the names of the shareholders who had voted on e-voting through facility provided by National Securities Depository Limited had been blocked and the ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
6. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
7. The votes on remote e-voting were unblocked at around 5.00 p. m , after conclusion of remote e-voting in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) and the same are handed over to the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



(a) Resolution No.1 : Ordinary Resolution

Approval of financial statements for the year ended 31.03.2017

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	5	2712	100%
Voting by Ballot	46	1978600	100%
Total	51	1981312	100%

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	14	100%
Voting by Ballot	-	-	-
Total	2	14	100%

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
7	15151



(b) Resolution No. 2: Ordinary Resolution

Re-appointment of Mr. Mukund Kakani (DIN 00104646) as Director of the Company, who retires by rotation.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	5	2712	100
Voting by Ballot	45	1655500	100
Total	50	1658212	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	14	100
Voting by Ballot	-	-	-
Total	2	14	100

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
7	15151



(c) Resolution No. 3: Ordinary Resolution

Appointment of statutory Auditor

(ii) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	4	313	100
Voting by Ballot	26	4503	100
Total	29	4816	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	3	2413	100
Voting by Ballot	20	1974097	100
Total	23	1976510	100

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
7	15151



(d) Resolution No. 4: Ordinary Resolution

Appointment of M/s. Bharathula & Associates as Cost Auditors of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	5	2663	100
Voting by Ballot	46	1978600	100
Total	51	1981263	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	14	100
Voting by Ballot	-	-	-
Total	2	14	100

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
7	15151



(e) Resolution No.5: Ordinary Resolution

Appointment of Mr. Mukund Kakani as Managing Director for a period of 5 years

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	5	2712	100
Voting by Ballot	45	1655500	100
Total	50	1658212	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	14	100
Voting by Ballot	-	-	-
Total	2	14	100

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
7	15151



(f) Resolution No.6: Ordinary Resolution

Re-appointment of Mr. Kirti Kumar Jain as Executive Director

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	5	2712	100
Voting by Ballot	44	1818900	100
Total	49	1821612	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	14	100
Voting by Ballot	-	-	-
Total	2	14	100

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
7	15151



(g) Resolution No. 7: Ordinary Resolution

Re-appointment of Mr. Mohit Jaju as Executive Director

(iii) Voted in favour of the resolution:

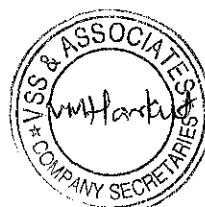
Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	5	2712	100
Voting by Ballot	45	1755200	100
Total	50	1757912	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members Present and Voting (in presence or by Proxy)	Number of Votes cast by them	% of Total number of Valid Votes cast
Remote e-voting	2	14	100
Voting by Ballot	-	-	-
Total	2	14	100

(iii) Invalid Votes:

Total number of members (In person or by Proxy) Whose votes were declared invalid	Total Number of Votes cast by them
7	15151



5. A Compact Disc (CD) containing a list of equity shareholders for each resolution is enclosed.
6. The poll papers and all other relevant record were sealed and handed over to the Managing Director authorized by the Board for safe keeping.

For VSS & Associates

Vidya Harkut

Vidya Harkut

Partner

Scrutinizer for E- Voting Process

FCS: 7086, C.P No: 7534



Place: Hyderabad

Date: 12.09.2017