



Astec LifeSciences Ltd.

**Date:** 10<sup>th</sup> April, 2024

**BSE Limited**

P. J. Towers, Dalal Street, Fort,  
Mumbai – 400 001

**BSE Scrip Code No.: “533138”**

Dear Sir / Madam,

**Sub.: Clarification with respect to the Proceedings of the 29<sup>th</sup> Annual General Meeting of Shareholders held on 27<sup>th</sup> July, 2023**

**Ref.: Your E-mail dated 6<sup>th</sup> April, 2024**

This is with reference to your captioned communication seeking clarification with respect to filing of proceedings of the 29<sup>th</sup> Annual General Meeting of the Shareholders of the Company held on 27<sup>th</sup> July, 2023 which concluded at 4.55 p.m. (“the AGM”). In this context, we wish to inform you that the Company submitted the proceedings of AGM within 24 hours, instead of 12 hours, which was unintentional. The Company has filed the proceedings within 12 hours from the receipt of the Scrutinizer’s Report dated 28<sup>th</sup> July, 2023 (enclosed), which mentions about the passing of resolutions at the AGM. Further, it may please be noted that India Meteorological Department (IMD) had issued an alert of extremely heavy rainfall in Mumbai on 27<sup>th</sup> July, 2023 and it has actually reported occurrence of such rainfall in Mumbai on the day of the AGM. We are resubmitting the proceedings along with this clarification regarding delay in submission. We confirm that no unpublished material information was a part of the proceedings of the AGM.

We humbly request you to take the above information on your records.

Thanking you,

Yours sincerely,

**For Astec LifeSciences Limited**

**Tejashree Pradhan**  
**Company Secretary & Compliance Officer**  
**(FCS 7167)**

**Encl. As above**



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Vikhroli (East), Mumbai - 400079,  
Maharashtra, India  
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Website : www.godrejastec.com  
CIN : L99999MH1994PLC076236



**Annexure 1**

**Summary of Proceedings of the  
29<sup>th</sup> (Twenty Ninth) Annual General Meeting  
of Astec LifeSciences Limited**

The **29<sup>th</sup> (Twenty Ninth) Annual General Meeting (“AGM” or “the Meeting”)** of the Shareholders of **Astec LifeSciences Limited (“the Company”)** was duly convened and held on **Thursday, 27<sup>th</sup> July, 2023 at 4.00 p.m. (IST)** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

The Company Secretary welcomed all the Shareholders and briefed them about certain procedural and technical aspects of the AGM with respect to joining the Meeting through Video Conferencing and manner of asking questions by speaker Shareholders.

Mr. Nadir B. Godrej (Chairman) chaired the AGM.

The Chairman welcomed all the Shareholders.

All the Directors of the Company (including Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Stakeholders’ Relationship Committee, Chairman of the Risk Management Committee, Chairman of the Corporate Social Responsibility Committee and Chairman of the Managing Committee), the Chief Financial Officer and the representatives of M/s. B S R & Co. LLP, Chartered Accountants (Statutory Auditors), M/s. BNP & Associates, Practicing Company Secretaries (Secretarial Auditors) and Bigshare Services Private Limited (Registrar And Share Transfer Agents) attended the AGM through Video Conferencing.

The requisite quorum being present, the Chairman called the Meeting to order.

With the consent of the Shareholders present, the Chairman took the Notice of the Meeting and the Reports of the Statutory Auditors on the Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2023 and the Secretarial Audit Report for the Financial Year ended 31<sup>st</sup> March, 2023 as read.

The Chairman then delivered his speech to the Shareholders.

The Chairman informed the Shareholders that the Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by National Securities Depository Limited (“NSDL”) which had commenced on Saturday, 22<sup>nd</sup> July, 2023 at 9.00 a.m. (IST) and ended on Wednesday, 26<sup>th</sup> July, 2023 till 5.00 p.m. (IST), on all resolutions set forth in the Notice of the AGM. Shareholders who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their votes though e-voting during the AGM.





**VIKAS R CHOMAL AND ASSOCIATES  
PRACTICING COMPANY SECRETARIES**

**Head Office:** A/B-201, Manas Bldg, Khakar Alley, Thane West – 400601

**Branch office:** C/O Dalal Desai & Kumana, Chartered Accountants,

Union Co.op Insurance Bldg, 2<sup>nd</sup> Flr, 23, P M Road, Fort Mumbai- 01.

Email: csvrca@gmail.com/vikas@vrca.co.in, Phone: 022-25410931/9867811641

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**COMBINED SCRUTINIZER REPORT FOR THE RESULT OF THE REMOTE E-VOTING  
TOGETHER WITH THAT OF  
VOTING CONDUCTED DURING THE ANNUAL GENERAL MEETING THROUGH E-VOTING**

To,

**Mr. Anurag Roy**

**Whole Time Director & Chief Executive Officer**

**Astec LifeSciences Limited**

“Godrej One”, 3<sup>rd</sup> Floor,

Pirojshanagar, Eastern Express Highway,

Vikhroli (East), Mumbai-400 079,

Maharashtra

**Sub: Consolidated Scrutinizer's 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 from time to time and e-voting conducted during the Annual General Meeting, for the 29<sup>th</sup> Annual General Meeting of Astec LifeSciences Limited held on Thursday, July 27, 2023 at 4:00 p.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

I, Vikas R. Chomal, of Vikas R Chomal and Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Astec LifeSciences Limited 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 **29<sup>th</sup> Annual General Meeting ("AGM")** of Astec LifeSciences Limited on **Thursday, July 27, 2023 at 4:00 p.m. (IST)** through VC.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The Notice dated May 02, 2023, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode, to those Members whose email addresses are registered with the Company / Depositories, in compliance with the MCA Circulars dated May 5, 2020 and January 13, 2021 read with circulars dated December 8, 2021, December 14, 2021, May 05, 2022 and 28<sup>th</sup> December, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023.

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The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on **Saturday, July 22, 2023 (9:00 a.m. IST)** and ended on **Wednesday, July 26, 2023 (5:00 p.m. IST)** and the NSDL e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the Shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the "cut-off" date of **Thursday, July 20, 2023** were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL 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 e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

The Result of the Remote E-voting together with that of E-voting conducted at the venue of AGM is as under:

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## RESOLUTION 1: ORDINARY BUSINESS (Ordinary Resolution)

### Adoption of Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2023:

To consider and adopt the Audited Financial Statements (including Standalone and Consolidated Financial Statements) of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 and the Reports of the Board of Directors and the Statutory Auditors thereon, including Annexures thereto.

#### (i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
99	1,60,76,949	99.9982

#### (ii) Voted against the Resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	294	0.0018

#### (iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

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## RESOLUTION 2: ORDINARY BUSINESS (Ordinary Resolution)

### Declaration of Final Dividend on Equity Shares for the Financial Year ended 31<sup>st</sup> March, 2023:

To declare Final Dividend on Equity Shares @ 15% (Fifteen per cent) [i.e., @ Rs.1.50 (Rupee One Paise Fifty Only) per Equity Share of Face Value of ` 10/- (Rupees Ten Only)] for the Financial Year ended 31<sup>st</sup> March, 2023.

#### (i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
98	1,60,76,561	99.9958

#### (ii) Voted against the Resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	682	0.0042

#### (iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

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### RESOLUTION 3: ORDINARY BUSINESS (Ordinary Resolution)

#### Re-appointment of Mr. Balram Singh Yadav (DIN: 00294803) as a “Director”, liable to retire by rotation, who has offered himself for re-appointment:

To appoint a Director in place of Mr. Balram Singh Yadav [Director Identification Number (DIN): 00294803]], Non-Executive & Non-Independent Director, who retires by rotation and, being eligible, offers himself for re- appointment, as a “Director” of the Company.

#### (i) Voted in favour of the Resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
87	1,60,27,436	99.6902

#### (ii) Voted against the Resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
15	49,807	0.3098

#### (iii) Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

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#### **RESOLUTION 4: SPECIAL BUSINESS (Ordinary Resolution)**

##### **Ratification of Remuneration of M/s. NNT & Co., Cost Accountants, Mumbai as the “Cost Auditors” of the Company for the Financial Year ending 31<sup>st</sup> March, 2024:**

To consider and ratify the remuneration of M/s. NNT & Co., Cost Accountants, Mumbai as the “Cost Auditors” of the Company for the Financial Year ending 31<sup>st</sup> March, 2024.

**(i) Voted in favour of the Resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid voted cast
96	1,60,76,829	99.9974

**(ii) Voted against the Resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid voted cast
6	414	0.0026

**(iii) Invalid Votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

All the 4 (Four) Resolutions mentioned in the Notice of AGM dated 2<sup>nd</sup> May, 2023 as per the details mentioned above stand “PASSED” under Remote E-voting and voting conducted during the AGM through E-voting with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the Register received from NSDL electronically in respect of Remote E-voting conducted before the AGM and E-voting conducted during the AGM. I shall arrange to hand over these records to the Authorized Director(s) of the Company for safe keeping, after the Chairman signs the Minutes.

**FOR VIKAS R CHOMAL AND ASSOCIATES**

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**VIKAS R CHOMAL  
PRACTICING COMPANY SECRETARIES**

**ACS NO: 24941**

**COP: 12133**

**Date: 28/07/2023**

**Place: Mumbai, Maharashtra**

**ICSI Firm Peer Review Reg. No: S2013MH216500**

**ICSI UDIN: F011623E000692523**