



WELCURE DRUGS & PHARMACEUTICALS LTD.

CIN: L24232DL1996PLC227773

Head. Off.: 817 8th floor Sakar 9 NR Old reserve bank Opp Time of India Ahmedabad Gujrat 380009

Branch off.: 405 Marvella business hub Opp pal rto, pal, adajan, Surat 395009

Regd. Off.: Plot No. 55, Office No- 104 First Floor Vijay Block , Laxmi Nagar, East Delhi, Delhi-110092

Email: welcuredrugs227@gmail.com Website: www.welcuredrugs.com

May 05, 2024

**To,
BSE Limited
25th Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001**

Ref.: ISIN - INE331C01017 Scrip Code-524661; Symbol- WELCURE

Sub.: Results of Postal Ballot & Disclosure under Regulation 30, Schedule III, Part A (13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")

Dear Sir,

This is further to our letter dated March 28, 2024, thereby submitting the Notice of the Postal Ballot dated 28th March, 2024 issued to the Members of the Company seeking approval for (i) Appointment of M/S Gupta Rustagi & Co. as a statutory auditor to fill the Casual Vacancy (ii) Appointment of Mr. Altaf Hussain Shah (Din: 10351528) as Managing Director of the Company. (iii) Appointment of Ms. Deepika Krishnan Iyer (Din: 10515778) as Non-Executive Independent Director (iv) Appointment Of Mr. Ashish Abbi (Din: 10515790) as Non-Executive Independent Director.

The Special resolution as set out in the Postal Ballot Notice has been approved by the Members of the Company with requisite majority. The details of the voting results, as per the requirements of Regulation 44 of the SEBI LODR Regulations are enclosed in the prescribed format along with the Scrutinizer's Report. The same is being uploaded on the website of the Company i.e. www.welcuredrugs.com and e-voting website of Beetal Financial & Computer Services Pvt. Ltd.

The aforesaid may be deemed to be proceedings under Regulation 30 of the SEBI LODR Regulations.

This is for your information and record.

Thanking You.

Yours sincerely,

FOR WELCURE DRUGS & PHARMACEUTICALS LTD.

**SURAJ CHAGAN SOLANKI
Additional Director
DIN- 10380845**

Enclosed as above: Scrutinizers Report on e-voting

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries

3rd Floor, 75A, Scheme No. 91,

Malwa Mill, Indore (M.P.)

E-mail: csvishakhagrawal@gmail.com

Contact No. 9424501155, 8518888114

CONSOLIDATED SCRUTINIZER'S REPORT

(In Lieu of E-Voting at the Postal Ballot)

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

WELCURE DRUGS & PHARMACEUTICALS LIMITED

CIN: L24232DL1996PLC227773

Plot No. 55, Office No. 104, First Floor, Vijay Block,

Laxmi Nagar, East Delhi, Delhi-110092

Sub: Consolidated Scrutinizer's Report on Postal Ballot process (which includes 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.

1. I, **Vishakha Agrawal**, Proprietor of **M/s Vishakha Agrawal & Associates**, Practicing Company Secretaries, Indore (Membership No. 39298 / C.P. No. 15088) have been appointed as the Scrutinizer by the Board of **WELCURE DRUGS & PHARMACEUTICALS LIMITED** in their meeting for scrutinizing the Postal Ballot process (which includes remote e-voting) for passing the following Ordinary / Special resolutions:
 - a. To approve the appointment of M/s Gupta Rustagi & Co. as a Statutory auditor to fill the casual vacancy.
 - b. To approve the appointment of Mr. Altaf Hussain Shah (DIN:10351528) as Managing Director of the company.
 - c. To approve the appointment of Ms. Deepika Krishnan Iyer (DIN: 10515778) as Non-Executive Independent Director.
 - d. To approve the appointment of Mr. Ashish Abbi (DIN: 10515790) as Non-Executive Independent Director.
2. The Board had authorized Directors responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules for the entire postal ballot process and was severally authorized to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process;
3. The Company has extended the facility of remote e-voting to the Members, by authorizing Central Depository Services Limited (CDSL) as the Authorized Agency to provide remote e-voting facility;

4. Our responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in Postal Ballot notice dated March 28, 2024 based on the reports generated from the e-voting system provided by (CDSL), the Authorized agency engaged to provide e-voting facilities, engaged by the company;
5. The votes cast by the Members through the remote e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL's e-voting website after the close of the remote e-voting period i.e. 17:00 hours (IST) on Thursday, May 02, 2024.
6. Scrutiny of remote e-voting commenced and ends on the same day i.e. Thursday, May 02, 2024.
7. Particulars of all the remote e-voting received from the members have been entered in the register;
8. All votes casted through remote e-voting facility from 9:00 hours IST on Wednesday, April 03, 2024 up to 17:00 hours IST on Thursday, May 02, 2024, the last date and time fixed by the Company for e-voting were considered for our scrutiny;
9. ~~Envelopes containing postal ballot forms received thereafter were not considered. I have not found any defaced or mutilated ballot paper.~~ (no physical postal ballot forms were dispatched to the Members in view of threat posed by COVID 19 pandemic situation)
10. With reference to the above, we submit our report as under:

On April 01, 2024, the Company has completed the procedure of sending notices to the Members of the Company whose names were appearing on the Register of Members or list of beneficiaries as on the cut-off date i.e. Friday, March 29, 2024, with Postal Ballot notice dated April 01, 2024 containing the text of the Resolutions along with the Explanatory Statements. The Notice was sent electronically to these **31741** Members through email, whose email address has been registered with the Company.

Out of total **31741** members, **53 members** having **18788 equity shares** cast their votes by remote e-voting and **NIL** members by Postal Ballot Forms.

The result of Postal Ballot through remote e-voting is as under in respect of resolution:

Resolution No. 1 (Ordinary Resolution): To approve the appointment of M/s Gupta Rustagi & Co. as a Statutory auditor to fill the casual vacancy:

"RESOLVED THAT pursuant to the provisions of section 139 and 142 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and all other applicable laws, if any, M/s Gupta Rustagi & Co. (Firm Registration No.: 128701W), be and are hereby appointed as the Statutory Auditors of the Company on such remuneration and out of pocket expenses as may be determined by the Board, to fill the casual vacancy in the office of Company's Statutory Auditor caused due to resignation of the existing Statutory Auditors, M/s BMGS & ASSOCIATES, Chartered Accountants (Firm Registration No. 026886N).

RESOLVED FURTHER THAT M/s Gupta Rustagi & Co., Chartered Accountants (FRN: 128701W) shall hold office till the conclusion of the ensuing Annual General Meeting of the Company and that they shall conduct the Statutory Audit for the financial year ending on 31st March, 2024 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of pocket expenses as determined by the Audit Committee/ Board of Directors of the Company in consultation with the auditors

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things including fixing the remuneration in consultation with the Statutory Auditors, which may be deemed necessary and expedient to give effect to this resolution."

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-VOTING	13358200	18788	0.141	18582	206	98.904	1.096
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		18788	0.141	18582	206	98.904	1.096
Public-Institutions	E-VOTING		0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
TOTAL		13358200	18788	0.141	18582	206	98.904	1.096
Whether ordinary resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Ordinary Resolution has been passed with requisite majority on May 02, 2024. And that the 48 members have casted their vote in favor of the resolution and 8 members have casted their vote against the resolution.

Resolution No. 2 (Special Resolution): To approve the appointment of Mr. Altaf Hussain Shah (DIN:10351528) as Managing Director of the company:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including any statutory modification or amendment thereto or re-enactment thereof for the time being in force and all other applicable laws, if any, Mr. Altaf Hussain Shah (DIN: 10351528), who was appointed as a Managing Director of the Company with effect from 14th February, 2024, be and is hereby appointed as a Director, not liable to retire by rotation, and also as the Managing Director of the Company for a period of Five years with effect from 14th February, 2024 on such remuneration as set out in the Explanatory Statement annexed to the Notice."

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		0	0	0.00	0	0	0.00
Public – Non Institutions	E-VOTING	13358200	18686	0.140	17880	806	95.687	4.313
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		18686	0.140	17880	806	95.687	4.313
Public-Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
TOTAL		13358200	18686	0.140	17880	806	95.687	4.313
Whether special resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on May 02, 2024. And that the 45 members have casted their vote in favor of the resolution and 7 members have casted their vote against the resolution.

Resolution No. 3 (Special Resolution): To approve the appointment of Ms. Deepika Krishnan Iyer (DIN:10515778) as Non-Executive Independent Director:

“RESOLVED THAT in accordance with, the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), and the Rules made thereunder and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Deepika Krishnan Iyer (DIN: 10515778), who was appointed as an Additional Director (Non-Executive & Independent) of the Company with effect from 14th February 2024 to 13 February 2029 pursuant to Section 161 of the Act and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for a term of upto 5 (five) consecutive years with effect from 14th February 2024.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-VOTING	13358200	18788	0.141	18582	206	98.904	1.096
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		18788	0.141	18582	206	98.904	1.096
Public-Institutions	E-VOTING		0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
TOTAL		13358200	18788	0.141	18582	206	98.904	1.096
Whether special resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on May 02, 2024. And that the 48 members have casted their vote in favor of the resolution and 8 members have casted their vote against the resolution.

Resolution No. 4 (Special Resolution): To approve the appointment of Mr. Ashish Abbi (DIN:10515790) as Non-Executive Independent Director:

“RESOLVED THAT in accordance with, the provisions of Sections 149, 150, 152 and 161 Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) (including any statutory modification(s) or re- enactment(s) thereof for the time being in force), the Article of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, the approval of the members of the Company be and is hereby accorded for appointment of Mr. Ashish Abbi (DIN: 10515790), as Non-Executive Independent Director of the Company who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, as amended from time to time and who is eligible for appointment, for a period of five consecutive years starting from 28th March 2024 to 27th March, 2029 and that he shall not be liable to retire by rotation

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-VOTING	13358200	18788	0.141	18582	206	98.904	1.096
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		18788	0.141	18582	206	98.904	1.096
Public-Institutions	E-VOTING		0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		0	0.00	0	0	0.00	0.00
TOTAL		13358200	18788	0.141	18582	206	98.904	1.096
Whether special resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on May 02, 2024. And that the 48 members have casted their vote in favor of the resolution and 8 members have casted their vote against the resolution.

11. We have today handed over all the relevant papers/records and document for safe custody to **Mr. Suraj Chagan Solanki**, Additional Director of the Company who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of Postal Ballot.

Thanking you,

FOR VISHAKHA AGRAWAL & ASSOCIATES
Practicing Company Secretaries

Vishakha Agrawal
Digitally signed by Vishakha Agrawal
Date: 2024.05.04
12:51:17 +05'30'

VISHAKHA AGRAWAL
M.No: 39298, C.P. No. 15088
UDIN: A039298F000296753

Place: INDORE
Date: 02nd May 2024

FOR WELCURE DRUGS & PHARMACEUTICALS LIMITED

MR. SURAJ CHAGAN SOLANKI
DIN: 10380845