



Aarey

DRUGS & PHARMACEUTICALS LTD.

**MANUFACTURERS OF BULK DRUGS &
DEALERS OF CHEMICALS & SOLVENTS**

CIN No.: L99999MH1990PLC056538

H. O. : 107,204, SAHAKAR BHAVAN, 340 / 48, N. N. STREET, MASJID BUNDER, MUMBAI - 400 009. ☎ : (022) 66312997 / 98 / 99 Fax : 66313166 E-mail : info@aareydrugs.com
REGD. OFFICE & FACTORY : E - 34, M.I.D.C., TARAPUR, BOISAR, DIST.: PALGHAR - 401 506. ☎ : (02525) 652165 E-mail : works@aareydrugs.com Web : www.aareydrugs.com

Date: 29th September, 2017

To,
Department of Corporate Services,
Bombay Stock Exchange,
1st Floor, P.J.Towers,
Dalal Street, Fort,
Mumbai – 400001

Dear Sir,

Sub: Clause 35A/B of the Listing Agreement – Details of voting results at the 27th Annual General Meeting of the Company

Pursuant to Clause 35A/B of the Listing Agreement, we are submitting herewith the details regarding the voting results of the business transacted at the 27th Annual General Meeting (AGM) of the equity shareholders of the Company held at E-34, MIDC, Tarapur, Boisar, District Thane on Friday, September 29, 2017 at 10.00am, in the prescribed format showing the results of the voting.

Further, we are also enclosing the consolidated report of the Scrutinizer on e-voting, physical ballot forms and voting at the AGM.

The above are also uploaded on the Company's website.

Kindly take record of the above and acknowledge the receipt of the same.

Thanking You,

For Aarey Drugs and Pharmaceuticals Limited


Managing Director

ANNOUNCEMENT OF RESULTS OF ELECTRONIC VOTING

This is to inform you that the following resolutions for the 27th Annual General Meeting held on 29th September, 2017 at E-34, MIDC, Tarapur, Boisar, dist. Thane-401506 have been declared as passed by the requisite majority at the aforesaid AGM.

DETAILS OF VOTING RESULTS

Sr. No.	Particulars	Details
1.	Date of the AGM/EGM	AGM September 29, 2017
2.	Record date	Cut off Date-22nd September, 2017
3.	No. of shareholders in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	7 24
4.	No. of shareholders attended the meeting through video conferencing: Promoter and Promoter Group: Public:	Not arranged

Sr. No.	Resolutions	No. of shares voted in favour of the resolution	% of shares voted in favour of the resolution	No. of shares voted against of the resolution	% of shares voted against of the resolution
1.	Adoption of the Audited Balance Sheet as on 31 st March, 2017, Profit & Loss Account for the year ended 31 st March, 2017 alongwith the Reports of Directors and Auditors.	10377408	99.99%	2	0.01%
2.	Reappointment of Mrs. Damiyanti P Ghatalia, who retires by rotation at this Annual General Meeting, as the Director of the Company.	10377408	99.99%	2	0.01%
3.	Reappointment of M/s DMKH and Company, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 29 th Annual General Meeting to be held in the calendar year 2019.	10377408	99.99%	2	0.01%
4.	Sub-Division of Equity Shares of the Company from the Face Value of Rs. 10/- per Equity Share to Re. 1/- per Equity Share	10377408	99.99%	2	0.01%



Sr. No.	Resolutions	Remarks
1	Adoption of the Audited Balance Sheet as on 31 st March, 2017, Profit & Loss Account for the year ended 31 st March, 2017 alongwith the Reports of Directors and Auditors.	Passed Unanimously
2	Reappointment of Mr. Lalit R Tulsiani, who retires by rotation at this Annual General Meeting, as the Director of the Company.	Passed Unanimously
3	Reappointment of M/s DMKH and Company, Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 29 th Annual General Meeting to be held in the calendar year 2019.	Passed Unanimously
4	Sub-Division of Equity Shares of the Company from the Face Value of Rs. 10/- per Equity Share to Re. 1/- per Equity Share	Passed Unanimously

The electronic voting was held from 26th September, 2017 (9.00 AM) to 28th September, 2017 (5.00PM). The Chairman at the aforesaid AGM declared the results as above based on the scrutinizer's report dated, a copy of which is attached alongwith.



Virendra G. Bhatt

Company Secretary

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BKC CST Link Rd., MMRDA Area,
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Mobile : +91 - 98200 48670
e-mail : bhattvirendra1945@yahoo.co.in

To,
The Chairman
AAREY DRUGS & PHARMACEUTICALS LIMITED

27th Annual General Meeting of the members of **Aarey Drugs & Pharmaceuticals Limited** (CIN: L99999MH1990PLC056538) held at E-34, MIDC, Tarapur, Boisar, Dist. Thane on Friday, 29th September, 2017 at 10.00 a.m.

Sub: Passing of Resolution(s) through remote E-Voting, and Poll pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015.

The Board of Directors of Aarey Drugs & Pharmaceuticals Limited (hereinafter referred to as the "**Company**") at its meeting held on 14th August, 2017 has appointed me as the Scrutinizer for the Remote E-Voting and Ballot Papers received from the members at the venue of the AGM pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

Report on Scrutiny:

- The Company has appointed Central Depository Services (India) Limited ('CDSL') as the Service Provider for the purpose of extending the facility of Remote E-Voting to the Members of the Company.
- Link Intime India Private Limited is the Registrar and Transfer Agents of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all items of the business (both Ordinary and Special business) sought to be transacted in the 27th Annual General Meeting (AGM) of the company, which was held on Friday, 29th September, 2017.
- The Service provider had set up electronic voting facility on their website <https://www.evotingindia.com/>. The Company has uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service provider to facilitate their members to cast their vote through Remote E-Voting.



- The cut-off date for determining members for the dispatch of the Notice of the Annual General Meeting was 01st September, 2017 (Physical & Email) and as on that date, there were 6907 members of the Company. The Company /Service Provider had sent the notices of the AGM along with Annual Report by E-mail to 3404 members out of whom transmission of E-mails to 394 Shareholders had failed and hence the same were sent to them through courier. In respect of 3503 members, E-mail IDs were not available and hence the notices were sent by speed post /courier.
- The Company completed the dispatch of the notices of the Annual General Meeting along with Annual Report in physical to the members on 08th September, 2017 and through E-mail on 08th September, 2017.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 22nd September, 2017.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for three days from Tuesday, 26th September, 2017 at 09:00 a.m. (IST) to Thursday, 28th September, 2017 till 5:00 p.m. (IST).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'The Financial Express' newspaper dated 07th September, 2017 having country-wide circulation and in Maharashtra in 'Appla Mahanagar' newspaper dated 07th September, 2017. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.
- At the venue of the 27th Annual General Meeting of the Company held 29th September, 2017, the facility to vote through poll was made available to facilitate those members present at the meeting but could not participate in the Remote E-Voting to cast their votes.
- On 29th September, 2017, after counting of the votes conducted at the venue of the AGM through poll, the votes cast through Remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Kashyap V. Patel and Ms. Aarti Rajput who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.



- After the voting at the Annual General Meeting was concluded, the locked poll box was subsequently opened in the presence of two persons as witnesses, as mentioned above, and Poll papers were diligently scrutinized. The Poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- Thereafter, I as a Scrutinizer, duly compiled details of Remote E-Voting, and the facility of voting through Poll papers provided at the venue of the Annual General Meeting, the details of which are as follows:

The results of the Remote E-voting & postal ballot together with that of the voting conducted at venue of the AGM by way of Ballot papers are as under:

Details	Remote e-voting	Voting through Ballot Paper at Annual General Meeting	Total voting
Number of members who cast their votes	57	2	59
Total number of shares held by them	7257408	3120000	10377408
Valid votes	As per details provided in each one of the Resolutions mentioned hereunder		
Invalid votes	As per details provided in each one of the Resolutions mentioned hereunder		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting or Physical Voting



ORDINAERY BUSINESS

1) Item no. 1 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2017, the Balance sheet as on that date and the reports of Directors and Auditors thereon.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	7257408	0	7257408	7257406	-	2	-
Ballots	3120000	0	3120000	3120000	-	0	-
Total	10377408	0	10377408	10377406	99.99%	2	0.01%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 1 of Notice is as per ANNEXURE A

2) Item no. 2 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Mrs. Damiyanti P. Ghatalia, who retires by rotation and is eligible for re-appointment.

Manner of Voting	Total Votes	Invalid / Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	7257408	0	7257408	7257406	-	2	-
Ballots	3120000	0	3120000	3120000	-	0	-
Total	10377408	0	10377408	10377406	99.99%	2	0.01%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 2 of Notice is as per ANNEXURE B



3) **Item no. 3 of the Notice (As an Ordinary Resolution)**

To appoint M/s DMKH and Company, as auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the 29th Annual General Meeting and authorize the Board of Directors to fix their remuneration.

Manner of Voting	Total Votes	Invalid / Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	7257408	0	7257408	7257406	-	2	-
Ballots	3120000	0	3120000	3120000	-	0	-
Total	10377408	0	10377408	10377406	99.99%	2	0.01%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 3 of Notice is as per ANNEXURE C

4) **Item no. 4 of the Notice (As an Ordinary Resolution)**

To Sub-Division of Equity Shares of the Company from the Face Value of Rs. 10/- per Equity Share to Rs. 1/- per Equity Share.

Manner of Voting	Total Votes	Invalid / Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	7257408	0	7257408	7257406	-	2	-
Ballots	3120000	0	3120000	3120000	-	0	-
Total	10377408	0	10377408	10377406	99.99%	2	0.01%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 4 of Notice is as per ANNEXURE D



All the Resolutions mentioned in Notice of Annual General Meeting dated 14th August, 2017 as per the details given above stand passed under Remote E-Voting and voting conducted at Annual General Meeting by way of Poll Paper with the requisite majority and hence deemed to be passed on the date of the Annual General Meeting.

I hereby confirm that I am maintaining the registers received from the CDSL both electronically and manually, in respect of the votes cast through Remote E-Voting and voting conducted at Annual General Meeting by way of Poll Paper by the members of the Company. The Poll Papers and all other relevant records relating to Remote E-Voting and voting through Poll Paper are under my safe custody and will be handed over the same to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully


Virendra Bhatt
ACS-1157
COP-124

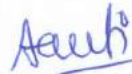

Date: 29th September, 2017

Place: Mumbai

Witnesses:



Mr. Kashyap Patel



Ms. Aarti Rajput

Countersigned and received the Report

For Aarey Drugs & Pharmaceuticals Ltd.

Director

Date: 29th September, 2017

Place: Mumbai

ANNEXURE A

Resolution required: (Ordinary/ Special)			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes – in favour	No. of Vote s – Agai nst	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		[1]	[2]	[3]={[2]/ [1]}*100	[4]	[5]	[6]={[4]/ [2]}*100	[7]={[5]/ [2]}*100	
Promoter and Promoter Group	E-Voting	9657552	6537552	-	6537552	0	-	-	0
	Ballots		3120000	-	3120000	0	-	-	0
	Total		9657552	9657552	100%	9657552	0	100%	0%
Public- Institutions	E-Voting	0	0	-	0	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		0	0	0%	0	0	0%	0%
Public - Non Institutions	E-Voting	8427132	719856	-	719854	2	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		8427132	719856	8.54%	719854	2	99.99%	0.01%
Total		18084684	10377408	57.38%	10377406	2	99.99%	0.01%	0



ANNEXURE B

Resolution required: (Ordinary/ Special)			Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes – in favour	No. of Vote s – Agai nst	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		[1]	[2]	[3]={[2]/ [1]}*100	[4]	[5]	[6]={[4]/ [2]}*100	[7]={[5]/ [2]}*100	
Promoter and Promoter Group	E-Voting	9657552	6537552	-	6537552	0	-	-	0
	Ballots		3120000	-	3120000	0	-	-	0
	Total		9657552	9657552	100%	9657552	0	100%	0%
Public- Institutions	E-Voting	0	0	-	0	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		0	0	0%	0	0	0%	0%
Public - Non Institutions	E-Voting	8427132	719856	-	719854	2	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		8427132	719856	8.54%	719854	2	99.99%	0.01%
Total		18084684	10377408	57.38%	10377406	2	99.99%	0.01%	0



ANNEXURE C

Resolution required: (Ordinary/ Special)		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes – in favour	No. of Vote s – Agai nst	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
Promoter and Promoter Group	E-Voting	9657552	6537552	-	6537552	0	-	-	0
	Ballots		3120000	-	3120000	0	-	-	0
	Total		9657552	9657552	100%	9657552	0	100%	0%
Public- Institutions	E-Voting	0	0	-	0	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		0	0	0%	0	0	0%	0%
Public - Non Institutions	E-Voting	8427132	719856	-	719854	2	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		8427132	719856	8.54%	719854	2	99.99%	0.01%
Total		18084684	10377408	57.38%	10377406	2	99.99%	0.01%	0



ANNEXURE D

Resolution required: (Ordinary/ Special)		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	9657552	6537552	-	6537552	0	-	-	0
	Ballots		3120000	-	3120000	0	-	-	0
	Total		9657552	9657552	100%	9657552	0	100%	0%
Public-Institutions	E-Voting	0	0	-	0	0	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		0	0	0%	0	0	0%	0%
Public - Non Institutions	E-Voting	8427132	719856	-	719854	2	-	-	0
	Ballots		0	-	0	0	-	-	0
	Total		8427132	719856	8.54%	719854	2	99.99%	0.01%
Total		18084684	10377408	57.38%	10377406	2	99.99%	0.01%	0

