



**BRAWN**



513FF

CIN NO.: L74899DL1985PLC022468

24<sup>th</sup> September, 2022

To,  
The Listing Manager,  
BSE Limited  
P. J. Towers, Dalal Street,  
Mumbai - 400001

Scrip Code: 530207  
Scrip Id: BRAWN

**Sub: Disclosure of Voting Results along with Scrutinizer's Report of the 37<sup>th</sup> Annual General Meeting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam

This is to inform you that 37<sup>th</sup> Annual General Meeting of the company held on Today, 24<sup>th</sup> September 2022 through Video Conferencing/ Other Audio visual Means facility, all items of business contained in the Notice of 37<sup>th</sup> Annual General Meeting were approved by the members. The details of voting results as per Regulation 44(3) of SEBI (Listing obligations and Disclosure Requirement) are enclosed in the prescribed format

We request you to kindly take the same on records.

Thanking you.

Yours faithfully,  
For and On Behalf of  
Brawn Biotech Limited

Priyanka Sharma  
Company Secretary & Compliance Officer  
Membership No. A50385



Encl.: As above

**BRAWN BIOTECH LTD.**

(Formerly Known as Brawn Pharmaceuticals Ltd.)

Regd. Office : C-64, Lajpat Nagar-1, New Delhi-110024, INDIA Tel: 01129815331  
Email: solution@brawnbiotech.com, Website : www.brawnbiotech.com

Corporate Office : Plot No. - 30, Sector - 33, Near Hero Honda Factory, Gurugram - 122001, Haryana , INDIA Tel: 0124-4666152, 4222462  
Email: solution@brawnbiotech.com, Website : www.brawnbiotech.com

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### Voting results as per Regulation 44 of SEBI (LODR) Regulations, 2015

Date of Annual General meeting	24.09.2022
Total No. of Shareholders as on Cut- off Date	6284
No. of shareholders present in the meeting through video conferencing	
Promoter & Promoter Group	06
Public	51
Total	57
No. of Shareholders present in the meeting either in person or through proxy	
Promoter & Promoter Group	NA
Public	
Total	

### Agenda Wise Disclosure

**Item No. 1: To consider and adopt the audited standalone financial statements of the company for the financial year ended 31<sup>st</sup> March, 2022 together with the Board's Report and the Auditors' Report thereon.**

Resolution Required (Special/ Ordinary) Ordinary								Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution								No
Category	No. of Shares Held	Mode of Voting	No. of Votes Casted	% of votes on outstanding shares	No. of votes in favor	No. of votes in against	% of votes in favor on votes casted	% of votes against on votes casted
(A) Promoter & Promoter Group	1612094	Remote E-Voting	1473974	91.43	1473974	-	100	0%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (A)	1612094		1473974	91.43	1473974	-	100	0%
(B)Public & others	1388206	Remote E-Voting	2779	0.2	2759	20	99.28	0.72%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (B)	1388206		2779	0.2	2759	20	99.28	0.72%
Total (A+B)	3000300		1476753	49.22	1476733	20	100	0%

**Item No. 2: To Appoint Mr. Brij Raj Gupta (DIN: 00974969), who retires by rotation and being eligible, offers himself for re-appointment.**

Resolution Required (Special/ Ordinary) Ordinary								Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution								No
Category	No. of Shares Held	Mode of Voting	No. of Votes Casted	% of votes on outstanding shares	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes against on votes polled
(A)Promoter & Promoter Group	1612094	Remote E-Voting	1473974	91.43	1473974	-	100	0%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (A)	1612094		1473974	91.43	1473974	-	100	0%
(B)Public & others	1388206	Remote E-Voting	2779	0.2	2729	50	99.20	1.80%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (B)	1388206		2779	0.2	2729	50	99.20	1.80%
Total (A+B)	3000300		1476753	49.22	1476703	50	100	0%

**Item No. 3: Re-appointment of Mr. Subhash Chander (having DIN 06952570) as the Independent Director of the Company.**

Resolution Required (Special/ Ordinary) Ordinary								Special
Whether promoter/ promoter group are interested in the agenda/ resolution								No
Category	No. of Shares Held	Mode of Voting	No. of Votes Casted	% of votes on outstanding shares	No. of votes in favor	No. of votes in against	% of votes in favor on votes casted	% of votes against on votes casted
(A)Promoter & Promoter Group	1612094	Remote E-Voting	1473974	91.43	1473974	-	100	0%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (A)	1612094		1473974	91.43	1473974	-	100	0%
(B)Public & others	1388206	Remote E-Voting	2779	0.2	2729	50	99.20	1.80%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (B)	1388206		2779	0.2	2729	50	99.20	1.80%
Total (A+B)	3000300		1476753	49.22	1476703	50	100	0%

**Item No. 4: Re-appointment of Ms. Kanta Takkar (having DIN 07988719) as the Independent Director of the Company**

Resolution Required (Special/ Ordinary) Ordinary								Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution								No
Category	No. of Shares Held	Mode of Voting	No. of Votes Casted	% of votes on outstanding shares	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes against on votes polled
(A)Promoter & Promoter Group	1612094	Remote E-Voting	1473974	91.43	1473974	-	100	0%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (A)	1612094		1473974	91.43	1473974	-	100	0%
(B)Public & others	1388206	Remote E-Voting	2779	0.2	2729	50	99.20	1.80%
		E-voting at AGM	-	-	-	-	-	-
Sub- total (B)	1388206		2779	0.2	2729	50	99.20	1.80%
Total (A+B)	3000300		1476753	49.22	1476703	50	100	0%



## **SCRUTINIZER REPORT**

The Chairman,  
M/s Brawn Biotech Limited,  
C-64, 1<sup>st</sup> Floor, Lajpat Nagar-1,  
New Delhi-110024

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 37<sup>th</sup> Annual General Meeting of Brawn Biotech Limited (the Company) held on Saturday 24<sup>th</sup> September, 2022 at 01.00 P.M. by Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**

### **1. Appointment as Scrutinizer**

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 37<sup>th</sup> Annual General Meeting (AGM) of the Company on **Saturday 24<sup>th</sup> September, 2022 at 01.00 P.M.** I was also appointed as Scrutinizer to scrutinize the e-voting process at the said AGM held on **24<sup>th</sup> September, 2022.**

### **2. Dispatch of Notice convening the AGM**

- 2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13<sup>th</sup> January 2021 and General Circular No. 02/2022 dated 05<sup>th</sup> May 2022 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Business Standard (English) and Business Standard (Hindi), having editions on 31<sup>st</sup> August, 2022 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.





2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 27<sup>th</sup> August 2022.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by RCMC Share Registry Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on 26<sup>th</sup> August 2022 by E-mail Members who had already registered their E-mail IDs with the Company / Depositories;

### **3. Cut-off date**

Voting rights were reckoned as on Friday, 16<sup>th</sup> September 2022, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

### **4. Remote e-voting process**

#### **4.1 Agency**

The Company appointed CDSL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

#### **4.2 Remote e-voting period**

Remote e-voting platform was open from 9:00 a.m. (IST) on Wednesday, 21<sup>st</sup> September, 2022 till 5:00 p.m. (IST) on Friday, 23<sup>rd</sup> September, 2022 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

### **5. Voting at the AGM**

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the remote e-voting agency provided us with the names of DP







ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

**6. Counting Process**

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

**7. Results**

7.1 We observe that:

- a) 0 Members had cast their votes through e-voting at the AGM;
- b) 96 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 22<sup>nd</sup> August, 2022 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 02 Ordinary Resolutions and 2 special resolutions as set out in Item Nos. 1 to 4 of the Notice of the AGM dated 24<sup>th</sup> September, 2022 have been passed with the requisite majority.

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 e-voting conducted at the meeting on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and the e-voting conducted 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 e-voting at the AGM in respect of the said resolutions:







**Item No. 1:**

To consider and adopt the audited standalone financial statements of the company for the financial year ended 31st March, 2022 together with the Board's Report and the Auditors' Report thereon. (Ordinary Resolution)

Voted in favour of the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	83	14,76,733	100.00
E-voting at AGM	0	0	00.00
Total	83	14,76,733	100.00

Voted against the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	13	20	0.00
E-voting at AGM	0	0	0.00
Total	13	20	0.00

Invalid Votes:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-voting at AGM	0	0	0.00
Total	0	0	0.00





**Amit Bansal & Associates**  
**Company Secretaries**

**Item No. 2:**

To Appoint Mr. Brij Raj Gupta (DIN 00974969), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Voted in favour of the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	82	14,76,703	100.00
E-voting at AGM	0	0	00.00
Total	82	14,76,703	100.00

Voted against the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	14	50	0.00
E-voting at AGM	0	0	0.00
Total	14	50	0.00

Invalid Votes:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-voting at AGM	0	0	0.00
Total	0	0	0.00





**Item No. 3:**

To re-appoint Mr. Subhash Chander (DIN: 06952570) as an Independent Director of the Company for a further term of 5 years. (Special Resolution)

Voted in favour of the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	82	14,76,703	100.00
E-voting at AGM	0	0	00.00
Total	82	14,76,703	100.00

Voted against the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	14	50	0.00
E-voting at AGM	0	0	0.00
Total	14	50	0.00

Invalid Votes:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-voting at AGM	0	0	0.00
Total	0	0	0.00





**Amit Bansal & Associates**  
**Company Secretaries**

**Item No. 4:**

To re-appoint Mrs. Kanta Takkar (DIN: 07988719) as an Independent Director of the Company for a further term of 5 years. (Special Resolution)

Voted in favour of the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	82	14,76,703	100.00
E-voting at AGM	0	0	00.00
Total	82	14,76,703	100.00

Voted against the resolution:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	14	50	0.00
E-voting at AGM	0	0	0.00
Total	14	50	0.00

Invalid Votes:

	Number of members voted in remote E- voting and E-voting at AGM	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
Remote E-voting	0	0	0.00
E-voting at AGM	0	0	0.00
Total	0	0	0.00





**Amit Bansal & Associates  
Company Secretaries**

Thanking you,  
Yours faithfully,

For **Amit Bansal and Associates**



CS Amit Bansal  
Practicing Company Secretary  
ACS No. 21319, CP No. 17875  
UDIN: A021319D001037391  
Date: 24.09.2022  
Place: Ghaziabad