

# BRAWN



2A7DF

CIN NO.: L74899DL1985PLC022468

25<sup>th</sup> September, 2017

To,  
The Manager,  
Department of Corporate Services,  
BSE Limited  
P. J. Tower, Dalal Street,  
Fort, Mumbai - 400 001

Dear Sir/Madam,

**Sub: Disclosure under Regulation 44 of SEBI (LODR) Regulations, 2015**  
**Results of 32<sup>nd</sup> Annual General Meeting (Physical & E- voting)**  
**Ref: Scrip Code: 530207**

With reference to captioned subject, please find attached herewith the results of the 32<sup>nd</sup> Annual General Meeting ("AGM") of Brawn Biotech Limited, both Physical and E- Voting, as required under Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The summary of the results is enclosed herewith as **Annexure- I** as per the format prescribed.

Further, Mr. Amit Bansal, appointed as Scrutinizer has submitted the Scrutinizer Report dated 23.09.2017 which is also enclosed herewith as **Annexure- II** for your reference.

We request you to kindly take the same on record.

Thanking you.

Yours faithfully,

For and On Behalf of  
Brawn Biotech Limited

Mamta Surkhi  
Company Secretary



Encl.: As above

## BRAWN BIOTECH LTD.

(Formerly Known as Brawn Pharmaceuticals Ltd.)

*...for better life*

**Regd. Office :** 4B, Asaf Ali Road, II Floor, Delhi Stock Exchange Building, New Delhi 110002 IN Tel: 0124-4666152, 4222462,  
Email: solution@brawnbiotech.com, Website : www.brawnbiotech.com

**Export Office :** 4B, Asaf Ali Road, II Floor, Delhi Stock Exchange Building, New Delhi 110002 IN Tel: 011-23275208 Fax : 011-23275208

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

**Works :** 13, Industrial Area, N.I.T., Faridabad -121001 (Haryana) Tel.: +91 - 8010416849/48

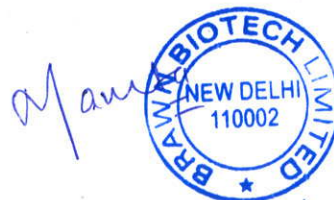
# ANNEXURE - I

Date of Annual General Meeting	23/09/2017
Total No. of Shareholders as on Cut-off Date	6205
No. of Shareholders present in the meeting either in person or through proxy	
Promoter & Promoter Group	1
Public	43
Total	44
No. of Shareholders present in the meeting through video conferencing.	
Promoter & Promoter Group	NIL
Public	
Total	

## Agenda Wise Disclosure (to be disclosed separately for each Agenda item)

1. Ordinary Resolution; to receive, consider and adopt the audited Balance Sheet, Statement of Profit & Loss together with Cash Flow Statement and the reports of Board of Directors and Auditors there on for the financial year ended on 31<sup>st</sup> March, 2017.

Resolution Required (Special/Ordinary)								Ordinary
Whether promoter/promoter group are interested in the agenda/resolution								No
Category	No .of Shares held	Mode of Voting	No. of votes polled	% of votes on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against on votes polled
(A)Promoter & Promoter Group	1610556	e-voting	1412206	87.68%	1412206	-	100%	0%
		Poll	-	-	-	-	-	-
Sub-Total(A)	1610556		1412206	87.68%	1412206	-	100%	0%
(B)Public & others	1389744	E-voting	1687	0.12%	1687	-	100%	0%
		Poll	115	0.01%	115	-	100%	0%
Sub-Total(B)	1389744		1802	0.13%	1802	-	100%	0%
Total (A+B)	3000300		1414008	47.13%	1414008	-	100%	0%

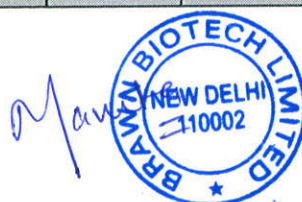


2. **Ordinary Resolution; to declare dividend of Rs. 1.5 per equity share of Rs. 10 each for the year ended on 31st March, 2017**

Resolution Required (Special/Ordinary)								Ordinary
Whether promoter/promoter group are interested in the agenda/resolution								No
Category	No .of Shares held	Mode of Voting	No. of votes polled	% of votes on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against on votes polled
(A)Promoter & Promoter Group	1610556	e-voting	1412206	87.68%	1412206	-	100%	0%
		Poll	-	-	-	-	-	-
Sub-Total(A)	<b>1610556</b>		<b>1412206</b>	<b>87.68%</b>	<b>1412206</b>	-	<b>100%</b>	<b>0%</b>
(B)Public & others	1389744	E-voting	1687	0.12%	1687	-	100%	0%
		Poll	115	0.01%	115	-	100%	0%
Sub-Total(B)	<b>1389744</b>		<b>1802</b>	<b>0.13%</b>	<b>1802</b>	-	<b>100%</b>	<b>0%</b>
Total (A+B)	<b>3000300</b>		<b>1414008</b>	<b>47.13%</b>	<b>1414008</b>	-	<b>100%</b>	<b>0%</b>

3. **Ordinary Resolution; to appoint Director in place of Mr. Brij Raj Gupta (DIN: 00974969), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment as Director of the Company**

Resolution Required (Special/Ordinary)								Ordinary
Whether promoter/promoter group are interested in the agenda/resolution								No
Category	No .of Shares held	Mode of Voting	No. of votes polled	% of votes on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against on votes polled
(A)Promoter & Promoter Group	1610556	e-voting	1412206	87.68%	1412206	-	100%	0%
		Poll	-	-	-	-	-	-
Sub-Total(A)	<b>1610556</b>		<b>1412206</b>	<b>87.68%</b>	<b>1412206</b>	-	<b>100%</b>	<b>0%</b>
(B)Public & others	1389744	E-voting	1687	0.12%	1687	-	100%	0%
		Poll	115	0.01%	115	-	100%	0%
Sub-Total(B)	<b>1389744</b>		<b>1802</b>	<b>0.13%</b>	<b>1802</b>	-	<b>100%</b>	<b>0%</b>
Total (A+B)	<b>3000300</b>		<b>1414008</b>	<b>47.13%</b>	<b>1414008</b>	-	<b>100%</b>	<b>0%</b>



**4. Ordinary Resolution; to ratify the appointment of M/s Rajiv Udai & Associates as Statutory Auditor of the Company and to fix their remuneration.**

Resolution Required (Special/Ordinary)								Ordinary
Whether promoter/promoter group are interested in the agenda/resolution								No
Category	No. of Shares held	Mode of Voting	No. of votes polled	% of votes on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against on votes polled
(A)Promoter & Promoter Group	1610556	e-voting	1412206	87.68%	1412206	-	100%	0%
		Poll	-	-	-	-	-	-
Sub-Total(A)	<b>1610556</b>		<b>1412206</b>	<b>87.68%</b>	<b>1412206</b>	-	<b>100%</b>	<b>0%</b>
(B)Public & others	1389744	E-voting	1687	0.12%	1687	-	100%	0%
		Poll	115	0.01%	115	-	100%	0%
Sub-Total(B)	<b>1389744</b>		<b>1802</b>	<b>0.13%</b>	<b>1802</b>	-	<b>100%</b>	<b>0%</b>
Total (A+B)	<b>3000300</b>		<b>1414008</b>	<b>47.13%</b>	<b>1414008</b>	-	<b>100%</b>	<b>0%</b>

**5. Ordinary Resolution; to appoint Mr. Arun Mudgal (DIN: 06366992) as an Independent Director of the Company.**

Resolution Required (Special/Ordinary)								Ordinary
Whether promoter/promoter group are interested in the agenda/resolution								No
Category	No. of Shares held	Mode of Voting	No. of votes polled	% of votes on outstanding shares	No. of votes in favour	No. of votes in against	% of votes in favour on votes polled	% of votes against on votes polled
(A)Promoter & Promoter Group	1610556	e-voting	1412206	87.68%	1412206	-	100%	0%
		Poll	-	-	-	-	-	-
Sub-Total(A)	<b>1610556</b>		<b>1412206</b>	<b>87.68%</b>	<b>1412206</b>	-	<b>100%</b>	<b>0%</b>
(B)Public & others	1389744	E-voting	1687	0.12%	1687	-	100%	0%
		Poll	115	0.01%	115	-	100%	0%
Sub-Total(B)	<b>1389744</b>		<b>1802</b>	<b>0.13%</b>	<b>1802</b>	-	<b>100%</b>	<b>0%</b>
Total (A+B)	<b>3000300</b>		<b>1414008</b>	<b>47.13%</b>	<b>1414008</b>	-	<b>100%</b>	<b>0%</b>





Amit Bansal & Associates  
Company Secretaries

### SCRUTINIZER REPORT

The Chairman  
M/s Brawn Biotech Limited,  
4/4B, Asaf Ali Road, IInd Floor,  
Old DSE Building, Asaf Ali Road,  
New Delhi-110002

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 32<sup>nd</sup> Annual General Meeting of Brawn Biotech Limited (the Company) held on Saturday 23<sup>rd</sup> September, 2017 at 11.00 A.M. at Executive Club, 439, Vill- Shahoorpur, P. O., Fatehpur Beri, New Delhi- 110074**

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 32<sup>nd</sup> Annual General Meeting (AGM) of the Company on **Saturday 23<sup>rd</sup> September, 2017 at 11.00 A.M.** I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on **23<sup>rd</sup> September, 2017.**

The notice dated 12<sup>th</sup> August, 2017 alongwith statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services India Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.

The Company had also provided voting through poll to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date' of Saturday, 16<sup>th</sup> September 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM. The voting period for remote e-voting commenced on Wednesday, 20<sup>th</sup> September, 2017 at 09:00 a.m. (IST) and ended on Friday, 22<sup>nd</sup> September, 2017 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.





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

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 voting through electronic voting system at the meeting of the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and the voting conducted through poll 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 voting through poll at the AGM in respect of the said resolutions.

**Item No. 1:**

To receive, consider and adopt the audited Balance Sheet, Statement of Profit & Loss together with Cash Flow Statement and the Reports of Board of Directors and Auditors there on for the financial year ended on 31<sup>st</sup> March, 2017. (Ordinary Resolution)

Voted in favour of the resolution:

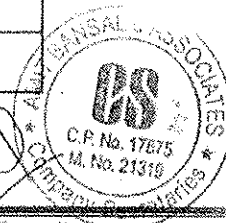
	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	20	14,13,893	99.99
Poll	36	115	00.01
Total	56	14,14,008	100.00

Voted against the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	7	0.00	0.00
Total	7	0.00	0.00





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

**Item No. 2:**

To declare dividend of Rs. 1.5 per equity share of Rs. 10 each for the year ended on 31<sup>st</sup> March 2017.  
(Ordinary Resolution)

Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	20	14,13,893	99.99
Poll	36	115	00.01
Total	56	14,14,008	100.00

Voted against the resolution:

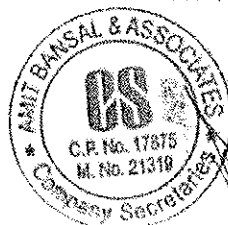
	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	7	0.00	0.00
Total	7	0.00	0.00

**Item No. 3:**

To appoint Director in place of Mr. Brij Raj Gupta (DIN: 00974969), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment as Director of the Company. (Ordinary Resolution)





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

Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion Shareholding)	% of total number to of valid votes cast
E-voting	20	14,13,893	99.99
Poll	36	115	00.01
Total	56	14,14,008	100.00

Voted against the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion Shareholding)	% of total number to of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion Shareholding)	% of total number to of valid votes cast
E-voting	0.00	0.00	0.00
Poll	7	0.00	0.00
Total	7	0.00	0.00

Item No. 4:

**To ratify the appointment of M/s Rajiv Udai & Associates as Statutory Auditor of the Company and to fix their remuneration. (Ordinary Resolution)**





Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number to of valid votes cast
E-voting	20	14,13,893	99.99
Poll	36	115	00.01
Total	56	14,14,008	100.00

Voted against the resolution:

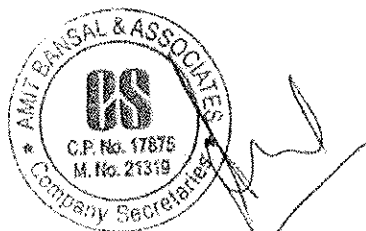
	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number to of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number to of valid votes cast
E-voting	0.00	0.00	0.00
Poll	7	0.00	0.00
Total	7	0.00	0.00

Item No. 5:

To appoint Mr. Arun Mudgal (DIN: 06366992) as an Independent Director of the Company.  
(Ordinary Resolution)





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

Voted in favour of the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	20	14,13,893	99.99
Poll	36	115	00.01
Total	56	14,14,008	100.00

Voted against the resolution:

	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	0.00	0.00	0.00
Total	0.00	0.00	0.00

Invalid Votes:

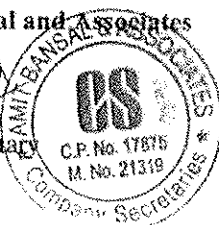
	Number of members voted in E-voting and Poll	Number of votes cast (in proportion to Shareholding)	% of total number of valid votes cast
E-voting	0.00	0.00	0.00
Poll	7	0.00	0.00
Total	7	0.00	0.00

Thanking you,

Yours faithfully,

For Amit Bansal and Associates

Amit Bansal  
Company Secretary  
ACS No. 21319  
CP No. 17875



Date: 23.09.2017

Place: Delhi