



R H YADAV & ASSOCIATES

Practicing Company Secretaries

*Off Add: A-001, Vanita Niketan CHS Ltd, L T Road, Borivali (West), Mumbai 92
Mobile 9969 102283*

Email ravindra@rhycorp.com

13th June 2021

To,

The Chairman appointed by the Hon'ble National Company Law Tribunal ("NCLT"),
Mumbai

LASA SUPERGENERICS LIMITED

Office no 705, Minera Estate A wing,

02 Commercial Tower, Mulund (W),

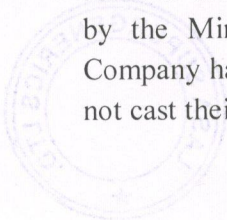
Mumbai - 400080

Sub: Scrutinizer's Report on remote e-voting prior to and e-voting at the Meeting of the Equity shareholders of LASA Supergenerics Limited (the "Company") convened and held on Saturday, June 12, 2021 as per the directions of the National Company Law Tribunal, Mumbai Bench

Dear Sir,

As per the directions contained in the Order dated February 17, 2021 read with corrigendum dated May 03, 2021 of the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) for convening Meeting of the Equity shareholders of the Company held on Saturday, June 12, 2021, the undersigned has been appointed as the Scrutinizer to ensure that the process of remote-voting prior to and e-voting at the Meeting, on the resolution contained in the Notice dated May 08, 2021 for the Meeting, prescribed under Section 230 to 232, 108 and other applicable provisions of the Companies Act, 2013 ('the Act') as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Rule 6(3)(xi) and Rule 9 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 read with CFD/DIL3/CIR/ 2018/2 dated January 3, 2018 as amended from time to time, placed for the approval of the Equity Shareholders of the Company, be carried out in a fair and transparent manner.

The Meeting was held through Video Conferencing ("VC")/Other Video Audio Visual Means ("OAVM") without the physical presence of the Equity Shareholders at a common venue and in compliance with directions of the NCLT and Circular No. 14/2000 dated April 8, 2020 read with Circular Nos. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"). The Company had provided e-voting facility at the Meeting for those equity shareholders who did not cast their votes through remote e-voting facility prior to the Meeting.





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Management's Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote voting prior to and e-voting at the Meeting on the resolution contained in the Notice of the Meeting of the Equity shareholders of the Company.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to the Meeting and e-voting at the Meeting is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In Favour" or "Against" the resolution, based on the reports generated from the remote e-voting and e-voting systems of Central Depository Services (India) Limited ('CDSL'), the agency engaged by the Company to provide facility for remote e-voting prior to the Meeting and e-voting at the Meeting.

As required under Section 230 of the Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India, a Notice of Meeting along with Explanatory Statement under Section 102 of the Act was sent to the Equity shareholders of the Company by electronic means. In compliance with the provisions of MCA Circulars and directions of the NCLT, the Meeting of the Company was held through VC/OAVM.

Further to above, I submit my report as under:

1. The Equity Shareholders holding shares as on the cut-off date i.e. May 10, 2021, were entitled to vote on the proposed resolution set out in the Notice convening the meeting of the Equity Shareholders.
2. The remote e-voting period (prior to the Meeting) remained open from 9.00 a.m. (IST) on Thursday, May 13, 2021 up to 5.00 p.m. on Friday, June 11 2021 on www.evotingindia.com. Accordingly, votes cast through remote e-voting up to 5.00 P.M. (IST) of Friday, June 11 2021 and votes cast through e-voting at the Meeting have been considered for my scrutiny.



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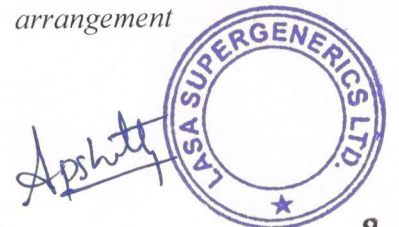
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3. The following resolution was proposed for approval with requisite majority by remote e-voting prior to and e-voting at the Meeting by the Equity Shareholders of the Company:

To consider and if thought fit, to pass, with or without modification(s), the following Resolution pursuant to Sections 230 to 232 of the Companies Act, 2013 (including any statutory modification(s) thereof for the time being in force) with requisite majority as prescribed under Section 230(1), 230(6) and 232(1) of the Act and SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 and SEBI Circular SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020, as amended:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 as amended from time to time, issued by the Securities and Exchange Board of India (‘SEBI’), to the extent applicable, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Memorandum and Articles of Association of the Company and subject to the approval of the Hon’ble National Company Law Tribunal, Mumbai Bench (‘Tribunal’) and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications, as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any other person authorised by it to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the Scheme of Amalgamation of Harishree Aromatics And Chemicals Private Limited (‘the Transferor Company’) with Lasa Supergenerics Limited (Transferee Company) (‘Scheme’) and their respective shareholders (‘Scheme’) enclosed with the Notice of the meeting of the equity shareholders, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary, to give effect to the preceding Resolution and effectively implement the arrangement





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embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, at any time and for any reason whatsoever, which may be required and/or imposed by the Hon'ble Tribunal or its Appellate Authority(ies) while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise, while giving effect to the Scheme, as the Board may deem fit and proper and delegate all or any of its powers herein conferred to any Director(s) and/or officer(s) of the Company, to give effect to this Resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable."

After the conclusion of the Meeting, the details of voting through remote e-voting prior to the Meeting and e-voting at the Meeting were unlocked and verified. A summary of the votes cast by shareholders through remote e-voting prior to the Meeting and e-voting at the Meeting with their pattern of voting is as per ANNEXURE attached to this Report.

The results of the voting by Equity Shareholders through remote e-voting prior to the Meeting and e-voting at the Meeting in respect of the above mentioned resolution may accordingly be declared by the Chairman of the Meeting or the Company Secretary as authorised in this regard by the Chairman of the Meeting.

Thanking You,
Yours sincerely,

For R H Yadav & Associates,

RAVINDRA
HUBRAJ
YADAV

Digitally signed by RAVINDRA
HUBRAJ YADAV
DN: c=IN, ou=Personal,
postalCode=401107, st=Maharashtra,
serialNumber=b5792c7ba1347a08c
72ae4472fecd933cfaeb72cfd2f08f
1a16d56189c34, cn=RAVINDRA
HUBRAJ YADAV
Date: 2021.06.13 11:59:33 +05'30'

Ravindra Yadav
Practising Company Secretary
Proprietor
ACS: 20756
COP No: 19703
UDIN: A020756C000453861

COUNTERSIGNED BY
For LASA SUPERGENERICS LIMITED,

GAURAV
KAMAL
GADODIA

Digitally signed by
GAURAV KAMAL
GADODIA
Date: 2021.06.13
13:10:16 +05'30'

Advocate Gaurav K. Gadodia
Chairman appointed for the Meeting



Apshetty

ANNEXURE

Summary of votes cast by way of remote e-voting prior to the Meeting and e-voting at the Meeting for the resolution is given below:

To consider and if thought fit, to pass, with or without modification(s), the proposed arrangement embodied in the Scheme of Amalgamation of Harishree Aromatics And Chemicals Private Limited with Lasa Supergenerics Limited and their respective shareholders, pursuant to Sections 230 to 232 of the Act read with the Companies (Compromises, Arrangement and Amalgamations) Rules, 2016:

Sr No	Particulars	Resolution	
		No. of Equity Shareholders who voted	No of Votes
a.	Votes cast through e-voting conducted at the Meeting	4	1027
b.	Votes cast through remote e-voting prior to the Meeting	126	28134409
	Total	130	28135436
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	130	28135436
	(i) Voting with assent for the Resolution	122	28079001
	% of Assent		99.80%*
	(ii) Voting with dissent for the Resolution	8	56435
	% of Dissent		0.20%*

**Rounded off to the nearest number*

In accordance with paragraph 16 of the Notes to the Notice of meeting which states that the Scheme shall be acted upon only if the number of votes cast by the Public Shareholders in favour of the aforesaid Resolution for approval of the Scheme is more than the number of votes cast by the Public Shareholders against it.

Therefore, in accordance with the said paragraph, I am also providing the details of votes cast by **public** shareholders separately herein below:

Sr No	Particulars	Resolution	
		No. of Public Equity Shareholders who voted	No of Votes
a.	Votes cast through e-voting conducted at the Meeting	4	1027
b.	Votes cast through remote e-voting prior to the Meeting	123	1912318
	Total	127	1913345
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	127	1913345
	(i) Voting with assent for the Resolution	119	1856910
	% of Assent		97.05%*
	(ii) Voting with dissent for the Resolution	8	56435
	% of Dissent		2.95%*

**Rounded off to the nearest number*

**RAVINDRA
HUBRAJ
YADAV**

Digitally signed by RAVINDRA
HUBRAJ YADAV
DN: cn=IN, o=Personal,
postalCode=401107,
st=Maharashtra,
serialNumber=bd5792c7ba1347a08
d72ae44727ecd0933cfaeb72c6b2f
08f1a16d5b189c34, cn=RAVINDRA
HUBRAJ YADAV
Date: 2021.06.13 12:00:05 +05'30'

