



To,
The Chairman,
AIOCD Pharma Limited
(formerly known as Maharashtra Safe
Chemists And Distributors Alliance Limited)
6th Floor, Corporate Park-II,
V. N. Purav Marg, Chembur,
Mumbai - 400071

Dear Sir,

Sub.: Scrutinizer's 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 from time to time, for the Resolution(s) in respect of the matters set out in the Notice of Postal Ballot.

I, Jay Dilipkumar Mehta, proprietor of M/s Jay Mehta & Associates, Company Secretaries, appointed as Scrutinizer, by the Board of Directors of the Company, for the purpose of scrutinizing the remote e-voting as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the resolution(s) in respect of the matters set out in the Notice of Postal Ballot dated December 22, 2023.

The Company had provided the members facility to cast their vote by electronic means, for the item of business as set out in the Notice of Postal Ballot, through remote e-voting services provided by National Securities Depository Limited (NSDL).

In terms of Ministry of Corporate Affairs Circular No. 14/2020 dated April 8, 2020 read with Circular No. 17/2020 dated April 13, 2020 and Circular No. 9/2023 dated September 25, 2023, the communication of assent or dissent of the member on the Postal Ballot was allowed only through remote e-voting.

The members, holding shares in physical form or in dematerialized form, as on cut-off date i.e. Monday, February 12, 2024, were entitled to vote on all the items of business as set out in the Notice of Postal Ballot.

The remote e-voting period commenced on Friday, February 16, 2024 at 9:00 A.M. and ended on Saturday, March 16, 2024 at 5:00 P.M. and the NSDL e-voting platform was blocked thereafter.

I have duly scrutinized and reviewed the remote e-voting and submit my Report, on the resolution as mentioned below:



a) **Resolution No. 1 -**

To approve Appointment of M/s. J. H. Gandhi & Co., Chartered Accountants as statutory auditors of the Company to fill up casual vacancy caused by resignation of M/s. Mitesh Mehta & Associates, Chartered Accountants:

(i) Voted in favour of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
51	782200	100

(ii) Voted against of the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Note:

Pursuant to the Scheme of Arrangement and Amalgamation between All Indian Origin Chemists & Distributors Limited (AIOCD), Maharashtra Safe Chemists and Distributors Limited (MSCDA) and their respective shareholders as approved by the Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT), the Company had, at its Board Meeting held on 18th May 2023, effected below corporate actions:

- a) Cancellation of cross holding of shares i.e. cancellation of 25,38,000 equity shares held by MSCDA in AIOCD and 5,40,000 equity shares as well as 4,30,000 Preference Shares held by AIOCD in MSCDA.
- b) Allotment of 53,76,352 equity shares of Rs. 10 each to the shareholders of AIOCD.
- c) Allotment of 58,95,998 equity shares of Rs. 10 each by way of conversion of 1,47,39,995 preference shares into equity shares of the Company.
- d) Reduction of entire share capital by reducing the face value of 4,57,78,545 equity shares of Rs. 10 each to 4,57,78,545 equity shares of Rs. 6 each.

However, the corporate actions under point (b) to (d) is yet to be effected in the records of the Registrar and Share Transfer Agent (RTA) and hence, the total no. of shares considered for voting is in accordance with the beneficiary position provided by the RTA, excluding above corporate actions.

Thanking you,
Yours faithfully,

For Jay Mehta & Associates
Company Secretaries

Jay Mehta
Proprietor



Counter Signed:

Rinku Rakesh Gadani
Company Secretary

FCS: 8672
CP No.8694
PR No.: 1996/2022
UDIN: F008672E003599567

Date: 18-03-2024
Place: Mumbai