



Astec LifeSciences Ltd.

**Date:** 14<sup>th</sup> December, 2024

To,  
**BSE Limited**  
P. J. Towers, Dalal Street, Fort  
Mumbai – 400 001.

**Ref.:** BSE Scrip Code No. “533138”

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai-400 051.

**Ref:** “ASTEC”

**Debt Segment NSE:**  
NCD-ASTEC-ISIN: INE563J08015

**Sub.: Disclosure of Scrutinizer's Report on E-voting of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In terms of the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Scrutinizer's Report on E-voting on the Special businesses transacted through Postal Ballot vide Postal Ballot Notice dated **Friday, 25<sup>th</sup> October, 2024**.

It may please be noted that as per the Report of the Scrutinizer dated **Saturday, 14<sup>th</sup> December, 2024** issued by Mr. Vikas R. Chomal, Practicing Company Secretary (Certificate of Practice No. 12133) (enclosed), the Resolutions as per the aforesaid Postal Ballot Notice stand passed with requisite majority. The Resolutions are deemed to have been passed on the last date of the receipt of the Postal Ballot Forms and E-voting, i.e., on **Saturday, 14<sup>th</sup> December, 2024**.

The above information is also being uploaded on the Company's website, viz. [www.godrejastec.com](http://www.godrejastec.com).

Please take the same on your records.

Thanking you,

Yours Sincerely,  
**For Astec LifeSciences Limited**

**Tejashree Pradhan**  
**Company Secretary & Compliance Officer**  
**(FCS 7167)**

**Encl.:** As above



Regd. Office :  
"Godrej One", 3<sup>rd</sup> Floor,  
Pirojshanagar, Eastern Express Highway,  
Vikhroli (East), Mumbai - 400079,  
Maharashtra, India  
Telephone No. : 022-25188010  
Fax No. : 022-22618289  
Email id : astecinfo@godrejastec.com  
Website : www.godrejastec.com  
CIN : L99999MH1994PLC076236

# VIKAS R CHOMAL AND ASSOCIATES

## PRACTICING COMPANY SECRETARIES

**Head Office:** A/B-201, Manas Bldg, Kharkar Alley, Thane West, Thane 400601.

**Branch office:** C/o. Dalal Desai & Kumana, Chartered Accountants, Union Co.op. Insurance Bldg, 2<sup>nd</sup> Floor, 23, P M Road, Fort, Mumbai 400001.

**EMAIL:** csvrca@gmail.com / vikas@vrca.co.in, **Phone:** 022-25410931 / 9867811641

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### SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and  
Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

**Mr. NADIR GODREJ**

**CHAIRMAN**

**Astec LifeSciences Limited**

"Godrej One", 3<sup>rd</sup> Floor,

Pirojshanagar, Eastern Express Highway,

Vikhroli (East), Mumbai - 400079, Maharashtra

### **COMBINED SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED THROUGH PHYSICAL AND REMOTE E-VOTING**

Dear Sir,

I, Vikas R. Chomal, of Vikas R Chomal and Associates, Practising Company Secretaries, appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 110 read with Section 108 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended), for the purpose of scrutinizing the Physical Ballot Voting and E-voting process in respect of the Resolution set out in the Postal Ballot Notice dated 25<sup>th</sup> October, 2024, do hereby submit my report as follows:

1. Pursuant to the Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rule 22 of the Companies (Management and Administration) Rules, 2014, ("Rules"), as amended from time to time, read with the latest General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024 (the "MCA Circulars") issued by the Ministry of Corporate Affairs (the "MCA Circulars") and the Circulars issued from time to time by Securities and Exchange Board of India ("SEBI"), including the latest Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October, 2024 (the "SEBI Circulars") and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), the Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form was sent through electronic mode only to all its Members whose names appear in the Register of Members / List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) on **Friday, 8<sup>th</sup> November, 2024 ("Cut-off Date")**

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and who have registered their e-mail addresses with the Company and/or with the Depositories / Depository Participants.

2. The Company completed dispatch of the Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form through electronic mode to the Members of the Company on Tuesday, 12<sup>th</sup> November, 2024.
3. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date, i.e., **Friday, 8<sup>th</sup> November, 2024**, were entitled to cast their votes by means of Physical Ballot Voting or through Remote E-voting.
4. Members were required to communicate their assent or dissent on the Resolution by means of Physical Ballot Voting or through Remote E-voting facility in terms of the aforesaid MCA Circulars.
5. The Remote E-voting facility was provided through the platform of National Securities Depository Limited ("NSDL").
6. Remote E-voting commenced at **9.00 a.m. (IST) on Friday, 15<sup>th</sup> November, 2024** and ended at **5.00 p.m. (IST) on Saturday, 14<sup>th</sup> December, 2024**.
7. Thereafter, the Remote E-voting system was disabled for voting by NSDL at 5.00 p.m. (IST) on 14<sup>th</sup> December, 2024.
8. The votes casted through remote E-voting were unblocked by me on Saturday, 14<sup>th</sup> December, 2024 at 5.05 p.m. and downloaded from the E-voting website of NSDL (<https://www.evoting.nsdl.com>) and the Postal Ballot Forms, if any, duly completed and signed were received by me on or before 5.00 p.m. (IST) on Saturday, 14<sup>th</sup> December, 2024 in the presence of 2 (two) witnesses, Ms. Satvata Bhatt and Ms. Hiral Gada, neither of whom are in the employment of the Company.
9. Based on the scrutiny of Physical Ballot Voting and the Remote E-voting, the combined results of both are reported as under:

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**RESOLUTION NO. 1 – SPECIAL RESOLUTION:**

Appointment of Dr. Ganapati Dadasaheb Yadav as an “Independent Director” of the Company:

	E-Voting		Physical Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	117	13,771,194	0	0	117	13,771,194	96.71%
Voted against the resolution	7	4,69,053	0	0	7	4,69,053	3.29%
Invalid votes	0	0	0	0	0	0	0
<b>TOTAL</b>	<b>124</b>	<b>1,42,40,247</b>	<b>0</b>	<b>0</b>	<b>124</b>	<b>1,42,40,247</b>	<b>100.00%</b>

**RESOLUTION NO. 2 – SPECIAL RESOLUTION:**

Appointment of Mr. Arijit Mukherjee, Chief Operating Officer, as the “Manager” of the Company (within the meaning of the Companies Act, 2013):

	E-Voting		Physical Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	118	1,42,39,783	0	0	118	1,42,39,783	100%
Voted against the resolution	6	464	0	0	6	464	0.00%
Invalid votes	0	0	0	0	0	0	
<b>TOTAL</b>	<b>124</b>	<b>1,42,40,247</b>	<b>0</b>	<b>0</b>	<b>124</b>	<b>1,42,40,247</b>	<b>100%</b>

**RESOLUTION NO. 3 – ORDINARY RESOLUTION:**

Approval of Related Party Transactions entered into or to be entered into with Godrej Agrovet Limited (Holding Company) during the Financial Year 2024-25, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

	E-Voting		Physical Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
<b>Voted in favour of the resolution</b>	116	11,49,819	0	0	116	11,49,819	99.95%
<b>Voted against the resolution</b>	6	572	0	0	6	572	0.05%
<b>Invalid votes</b>	0	0	0	0	0	0	0
<b>TOTAL</b>	<b>122</b>	<b>11,50,391</b>	<b>0</b>	<b>0</b>	<b>122</b>	<b>11,50,391</b>	<b>100%</b>

**RESOLUTION NO. 4 – ORDINARY RESOLUTION:**

Ratification of the Remuneration of Tapan Gaitonde & Co., Cost & Management Accountants, as the “Cost Auditors” of the Company for the Financial Year 2024-25:

	E-Voting		Physical Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who Voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
<b>Voted in favour of the resolution</b>	117	1,42,39,705	0	0	117	1,42,39,705	100%
<b>Voted against the resolution</b>	7	542	0	0	7	542	0.00%
<b>Invalid votes</b>	0	0	0	0	0	0	0
<b>TOTAL</b>	<b>124</b>	<b>1,42,40,247</b>	<b>0</b>	<b>0</b>	<b>124</b>	<b>1,42,40,247</b>	<b>100%</b>

The aforesaid resolutions were passed by the requisite majority.

I hereby confirm that I am maintaining the registers electronically as received from the service provider in accordance with the provisions of the Companies Act, 2013 read with the Rules made thereunder.

Thanking you,

Yours faithfully,

**FOR VIKAS R CHOMAL AND ASSOCIATES**

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**VIKAS R CHOMAL**  
**PRACTICING COMPANY SECRETARIES**  
**FCS NO: 11623**  
**COP: 12133**

**Date:** 14<sup>th</sup> December, 2024  
**Place:** Mumbai, Maharashtra

**ICSI Firm Peer Review Reg. No.:** S2013MH216500  
**ICSI UDIN:** F011623F003386566