



**Report of Scrutinizer**

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]**

To,

Mr. R. Thiruvengadam

Chairperson appointed by the Hon'ble National Company Law Tribunal, Chennai Bench,

Meeting of the Equity Shareholders of M/s. Tablets (India) Ltd (CIN: U24231TN1938PLC002883)

**Registered Office:** Jhaver Centre, R A Building, IV Floor, Old No.19, New No.72, Marshalls Road,  
Chennai - 600008

Dear Sir,

**Ref:** Meeting of the Equity Shareholders of M/s. Tablets (India) Ltd ('Company') convened in accordance with the directions of Hon'ble National Company Law Tribunal ('NCLT'), Chennai Bench vide its Order dated June 10, 2021.

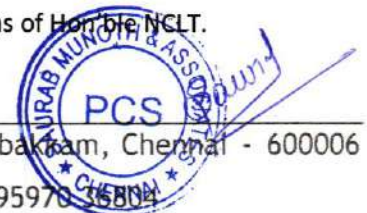
**Sub:** Report of the Scrutinizer on the voting conducted through Poll (Ballot Paper) at the Meeting of the Equity Shareholders of the Company convened in accordance with the directions of Hon'ble NCLT, held on Wednesday, July 14, 2021, at 10.00 A.M at the Registered Office of the Company situated at Jhaver Centre, R A Building, IV Floor, Old No.19, New No.72, Marshalls Road, Chennai – 600008.

I, Saurab A Munoth, Proprietor, M/s. Saurab Munoth & Associates, Practicing Company Secretaries have been appointed by the Chairperson (appointed by the Hon'ble NCLT) as a Scrutinizer to scrutinize the voting process at the Meeting of the Equity Shareholders of the Company convened in accordance with the directions of Hon'ble NCLT, held on Wednesday, July 14, 2021, at 10.00 A.M at the Registered Office of the Company situated at Jhaver Centre, R A Building, IV Floor, Old No.19, New No.72, Marshalls Road, Chennai – 600008.

Notices were issued to the Equity Shareholders of the Company on June 12, 2021. The Equity Shareholders of the Company were allowed to vote by way of Poll (Ballot Paper) at the Meeting of the Equity Shareholders of the Company convened in accordance with the directions of Hon'ble NCLT.

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The Meeting is convened to obtain the Approval of the Equity Shareholders of the Company for the Composite Scheme of Arrangement between TIL Nutraceuticals Private Limited ('Transferor Company') and Tablets (India) Ltd ('Transferee Company').

As per the Order of the NCLT dated June 10, 2021, the quorum for the Meeting of the Equity Shareholders of the Company convened in accordance with the directions of Hon'ble NCLT is 5 members in number either in person or by proxy.

The total number of Equity Shareholders present at the Meeting of the Equity Shareholders of the Company were 7 (Seven) and the details of Equity Shareholders present in person or by proxy and the shares held by them are given below;

S. No.	Category of Equity Shareholders present in Person or in Proxy	In Number	No of Shares held
1	In Person	6	411550
2	By Proxy	1	5430
Total		7	416980

A Ballot box was kept for Polling and was locked in my presence with due identification marks placed by me. The key of the Ballot box was handed over to the Chairperson of the Meeting after locking it.

After the announcement was made by the Chairperson the Equity Shareholders (present in Person or by Proxy) casted their votes in the ballot box kept for the purpose.

I herewith submit my Report as under:

1. The voting through Poll at the Meeting of Equity Shareholders convened in accordance with the directions of Hon'ble NCLT was conducted to consider, and if thought fit, to pass the following resolution with or without modification(s):





**"RESOLVED THAT** pursuant to provisions of Section 230 to 232 and Section 66 of the Companies Act, 2013 ("the Act") read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules 2016 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of the Companies Act, 1956 as may be applicable and National Company Law Tribunal Rules, 2016 and in accordance with the relevant clauses of the Memorandum of Association and Articles of Association of the Company and subject to the approval of the Hon'ble National Company Law Tribunal, Chennai Bench ("NCLT" or "Tribunal") and any other regulatory authorities, if applicable, the approval of the shareholders of the Company be and is hereby accorded to the Composite Scheme of Arrangement between TIL Nutraceuticals Private Limited and the Company and their respective shareholders ("Scheme") placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification, be and is hereby approved.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions and for removal of any difficulties or doubts, the Board of Directors of the Company (hereinafter referred to as "Board", which term shall deem to include any committee or any person(s) which the Board may nominate or constitute or delegate to exercise its powers, including the powers conferred under above resolutions), be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any questions or difficulties that may arise with regard to the implementation of the above resolution as considered necessary to give effect to the above resolutions or to carry out such directions as may be ordered by the NCLT to implement the aforesaid resolution"

2. The Locked ballot box was subsequently opened in presence of two witnesses and Poll (Ballot Paper) were diligently scrutinized. The Poll (Ballot Paper) were reconciled with the records maintained by the Company and the Authorizations/ Proxies lodged with the Company.





3. Details of Votes Cast by way of Poll (Ballot Paper) at Meeting of Equity Shareholders convened in accordance with the directions of Hon'ble NCLT with respect to the above-mentioned Resolution is as follows:

**Voted in favour of the Resolution:**

Resolution No.	Number of Equity Shareholders present and voted (in Person or by Proxy)	Number of votes cast by the Equity Shareholders	Total Number of votes cast in favour of the resolution	% of the total number of valid votes cast in favour of the resolution
1	7	416980	416980	100

**Voted against the Resolution:**

Resolution No.	Number of Equity Shareholders present and voted (in Person or by Proxy)	Number of votes cast by the Equity Shareholders	Total Number of votes cast against the resolution	% of the total number of valid votes cast against the resolution
1	7	416980	0	0

4. I did not find any Poll paper invalid.
5. The Poll papers and all other relevant records are sealed and handed over separately to Chairperson of the Meeting along with this report.





**Disclaimer:**

The Compliance with the relevant provisions of the Companies Act, 2013 read with related rules made thereunder and the Order of the NCLT dated June 10, 2021, in relation to voting in person or by proxy at the Meeting of Equity Shareholders convened in accordance with the directions of Hon'ble NCLT, on the proposed resolution is the responsibility of the Management of the Company. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and render the Scrutinizer's Report, based on the information provided by the Management of the Company.

**Date: July 15, 2021**

**Place: Chennai**

**Yours truly,**

**For Saurab Munoth & Associates**

**Practicing Company Secretaries**

**FRN: S2019TN69S400.**



**Saurab A Munoth**  
**Proprietor**

**Practicing Company Secretary**

**M. No – A 53231 | C.O.P No – 22330**

**UDIN: A053231C000635032**