



February 21, 2020

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip code: 532531

The National Stock Exchange of India Limited

Exchange Plaza, Bandra-Kurla Complex
Bandra (E) Mumbai - 400 051
Scrip code: STAR

Dear Sir/ Madam,

Sub: National Company Law Tribunal convened meeting of equity shareholders of the Company and disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scheme of Amalgamation amongst Arrow Remedies Private Limited, Fagris Medica Private Limited, Strides Emerging Markets Limited (“Transferor Companies”) with Strides Pharma Science Limited (“Transferee Company”) and their respective shareholders and creditors

We wish to inform you that the National Company Law Tribunal, ("NCLT") convened meeting of equity shareholders of the Company was held on Thursday, February 20, 2020 (“Meeting”), as directed by the Mumbai Bench of the NCLT, vide its order dated December 19, 2019 read with order dated November 28, 2019 (“Order”) with respect to Company Application No. 3761/230-232/MB/2019 to approve the Scheme of Amalgamation of Arrow Remedies Private Limited and Fagris Medica Private Limited and Strides Emerging Markets Limited with Strides Pharma Science Limited and their respective shareholders and creditors ("Scheme"), pursuant to the provisions of Sections 230-232 of the Companies Act, 2013.

The Scheme was approved by the equity shareholders of the Company with 99.99% votes for the resolution through remote e-voting and voting through electronic means at the venue of the Meeting (“Insta Poll”).

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find attached the following:

Strides Pharma Science Limited

(Formerly Strides Shasun Limited)
CIN: L24230MH1990PLC057062

Corp Off: Strides House, Bilekahalli, Bannerghatta Road, Bangalore - 560 076, India

Tel: +91 80 6784 0000 Fax: +91 80 6784 0700

Regd Off: 201, Devavrata, Sector 17, Vashi, Navi Mumbai – 400 703, India

Tel: +91 22 2789 2924 / 3199 Fax: +91 22 2789 2942

info@strides.com; www.strides.com

- a) Summary of Proceedings of the Meeting as required under Regulation 30, Part A of Schedule III of the Listing Regulations as **Annexure A**
- b) Details of results of remote e-voting and Insta poll conducted at the Meeting as required under Regulation 44(3) of the Listing Regulations, as **Annexure B**; and
- c) Scrutinizer's Report on voting by the equity shareholders as **Annexure C**.

The Company shall file a petition with the NCLT, Mumbai Bench for the final sanction of the Scheme.

Please also note that the NCLT, Mumbai Bench has, by way of its Order, dispensed with the requirement of holding meetings of equity shareholders of Arrow Remedies Private Limited and Fagris Medica Private Limited and meeting of the Secured Creditors and Unsecured Creditors of Arrow Remedies Private Limited, Fagris Medica Private Limited and Strides Pharma Science Limited.

Further, please also note that the NCLT, Bengaluru Bench, by way of its order dated December 04, 2019, has dispensed with the requirement of holding meetings of equity shareholders, secured creditors and unsecured creditors of Strides Emerging Markets Limited.

You are kindly requested to take the above on record.

Thanks & Regards,
For **Strides Pharma Science Limited**



Manjula Ramamurthy
Company Secretary



Encl.: as above

Strides Pharma Science Limited
(Formerly Strides Shasun Limited)
CIN: L24230MH1990PLC057062

Corp Off: Strides House, Bilekahalli, Bannerghatta Road, Bangalore - 560 076, India
Tel: +91 80 6784 0000 Fax: +91 80 6784 0700

Regd Off: 201, Devavrata, Sector 17, Vashi, Navi Mumbai – 400 703, India
Tel: +91 22 2789 2924 / 3199 Fax: +91 22 2789 2942

info@strides.com; www.strides.com

SUMMARY OF PROCEEDINGS OF THE TRIBUNAL CONVENED MEETING OF EQUITY SHAREHOLDERS OF THE COMPANY HELD ON THURSDAY, FEBRUARY 20, 2020 FROM 12.00 NOON TO 12.45 PM AT THE FOUR POINTS BY SHERATON, PLOT NO. 39/1, 6 TO 15, SECTOR 30A, VASHI, NAVI MUMBAI – 400 701.

Present:

- | | |
|---------------------------|---|
| 1) Mr. Deepak Vaidya | Non-Executive Director & Chairperson of the Meeting |
| 2) Mr. Bharat Shah | Independent Director |
| 3) Dr. R Ananthanarayanan | CEO & Managing Director |
| 4) Mr. Badree Komandur | Executive Director – Finance & Group CFO |
| 5) Ms. Manjula Ramamurthy | Company Secretary |

Company Secretary welcomed the shareholders to the Tribunal Convened Meeting of the Company and introduced the Directors on the dais. She informed that Mr. Arun Kumar, Mr. S Sridhar, Mr. Homi Khusrokhana and Dr. Kausalya Santhanam, Directors of the Company had sought leave of absence from attending the meeting due to their prior commitments.

Mr. Deepak Vaidya, who was appointed as Chairperson for the aforementioned meeting by the National Company Law Tribunal, Mumbai Bench (“Tribunal”) vide its order dated December 19, 2019 read with Order dated November 28, 2019 (“Order”), presided over the meeting and declared that the necessary quorum for the meeting was present in person/ proxy and thereafter called the meeting to order.

Agenda for the meeting was to seek approval of the equity shareholders for the Scheme of Amalgamation amongst Arrow Remedies Private Limited, Fagris Medica Private Limited, Strides Emerging Markets Limited with Strides Pharma Science Limited and their respective shareholders and creditors (“Scheme”) pursuant to Sections 230-232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

With the consent of Shareholders present, Notice dated January 14, 2020 convening the Tribunal convened meeting was taken as read. The following were noted:

- 1) Inspection Documents including copy of the Order and other documents referred in the Notice were available for inspection of shareholders during the meeting.
- 2) Cut-off date for considering eligibility of shareholders to cast their vote for the said resolution was February 13, 2020.

Strides Pharma Science Limited

(Formerly Strides Shasun Limited)

CIN: L24230MH1990PLC057062

Corp Off: Strides House, Bilekahalli, Bannerghatta Road, Bangalore - 560 076, India

Tel: +91 80 6784 0000 Fax: +91 80 6784 0700

Regd Off: 201, Devavrata, Sector 17, Vashi, Navi Mumbai – 400 703, India

Tel: +91 22 2789 2924 / 3199 Fax: +91 22 2789 2942

info@strides.com; www.strides.com

- 3) Scrutinizer appointed for conducting the voting process, both remote e-voting and voting at the meeting, in a fair and transparent manner was M/s. Nilesh Shah and Associates, Practicing Company Secretaries.
- 4) Remote e-voting had commenced on Saturday, February 15, 2020 at 9.00 AM and had ended on Wednesday, February 19, 2020 at 5.00 PM.
- 5) Remote e-voting platform and voting at the meeting by way of Insta Poll (a voting system on Tablets that converts the smart device into a ballot form during shareholder meetings) was provided by KFin Technologies Private Limited ('KFin').

Before proceeding with the business contained in the Notice, Company Secretary briefed the shareholders on the salient features and benefits of the said amalgamation. Thereafter, queries/clarifications sought by the shareholders present were suitably replied/ clarified by the Directors present at the meeting.

Chairman put the Resolution for approval of the Scheme to vote by the shareholders. Shareholders were informed that those who are eligible to vote as at the cut-off date and who are yet to vote, may now cast their vote by way of Insta Poll provided at the meeting.

Post completion of voting by shareholders at the meeting, the Chairman informed that consolidated results of the voting would be declared along with the Scrutinizer's Report to the Stock Exchanges within forty-eight hours of the conclusion of the meeting. The results would also be posted on the website of the Company and KFin. Pursuant to the Order, consolidated results of the voting along with Scrutinizer's report will also be filed with the Tribunal.

Thereafter, the Chairperson proposed vote of thanks and declared the meeting as concluded.

For Strides Pharma Science Limited



Manjula Ramamurthy
Company Secretary



Strides Pharma Science Limited

(Formerly Strides Shasun Limited)

CIN: L24230MH1990PLC057062

Corp Off: Strides House, Bilekahalli, Bannerghatta Road, Bangalore - 560 076, India

Tel: +91 80 6784 0000 Fax: +91 80 6784 0700

Regd Off: 201, Devavrata, Sector 17, Vashi, Navi Mumbai – 400 703, India

Tel: +91 22 2789 2924 / 3199 Fax: +91 22 2789 2942

info@strides.com; www.strides.com

Name of the Company	STRIDES PHARMA SCIENCE LIMITED
Date of Tribunal Convened Meeting	February 20, 2020
Total number of shareholders on record date	74,248
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	18
Public:	89
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1										
Resolution required: (Ordinary/ Special)	Approval of Scheme of Amalgamation amongst Arrow Remedies Private Limited ("Transferor Company No. 1"), Fagris Medica Private Limited ("Transferor Company No. 2"), Strides Emerging Markets Limited ("Transferor Company No. 3") and Strides Pharma Science Limited ("Transferee Company") and their										
Whether promoter/ promoter group are interested in the agenda/ resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	2,80,10,081	2,65,30,643	94.7182	2,65,30,643	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	NA	NA	NA
	Total		2,65,30,643	94.7182	2,65,30,643	0	100.0000	0	0	0	0
Public- Institutions	E-Voting	4,20,63,439	3,42,26,351	81.3684	3,42,26,351	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	NA	NA	NA
	Total		3,42,26,351	81.3684	3,42,26,351	0	100.0000	0.0000	0	0	0
Public- Non Institutions	E-Voting	1,94,91,944	8,93,892	4.5860	8,92,932	960	99.8926	0.1074	0	0	
	Poll		1,01,850	0.5225	1,01,838	12	99.9882	0.0118	0	0	
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	NA	NA	NA
	Total		9,95,742	5.1085	9,94,770	972	99.9024	0.0976	0	0	0
Grand Total		8,95,65,464	6,17,52,736	68.9470	6,17,51,764	972	99.9984	0.0016	0	0	



For Strides Pharma Science Limited



Manjula Ramamurthy
Company Secretary

NILESH SHAH & ASSOCIATES

Company Secretaries

UDIN NO: F004554A000564291

Ref.: _____

FORM NO. MGT.13

Report of Scrutinizer

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

CONSOLIDATED REPORT OF THE SCRUTINIZER OF THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH ("NCLT") CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF STRIDES PHARMA SCIENCE LIMITED HELD ON THURSDAY, 20TH FEBRUARY, 2020, AT 12:00 NOON AT HOTEL FOUR POINTS BY SHERATON, PLOT NO. 39/1, 6 TO 15, SECTOR 30A, VASHI, NAVI MUMBAI – 400 701, MAHARASHTRA, INDIA.

To,

Mr. Deepak Vaidya

Chairperson

NCLT Convened Meeting of the Equity Shareholders of

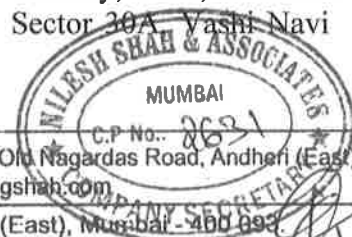
STRIDES PHARMA SCIENCE LIMITED

Sub: Scrutinizer's Report for

- 1) the e-voting conducted at the venue of the meeting (through Insta Poll) conducted on Thursday, 20th February, 2020, at 12:00 Noon at Hotel Four Points by Sheraton, Plot No. 39/1, 6 to 15, Sector 30A, Vashi, Navi Mumbai – 400 701, Maharashtra, India; and
- 2) the voting by remote e- voting process provided by KFin Technologies Private Limited, Hyderabad ("KFin") conducted between Saturday 15th February, 2020 (at 9:00 a.m. IST) and Wednesday, 19th February, 2020 (at 5:00 p.m. IST).

Dear Sir,

I, Nilesh Shah, representing M/s Nilesh Shah and Associates, Practicing Company Secretaries, (having Membership No. FCS - 4554), was appointed as the Scrutinizer for the purpose of the meeting conducted as per the order of the Hon'ble Mumbai Bench of the National Company Law Tribunal dated 19th December, 2019 read with order dated 28th November 2019, seeking approval to the Scheme of Amalgamation among Arrow Remedies Private Limited ("Transferor Company No. 1"), Fagris Medica Private Limited ("Transferor Company No. 2") and Strides Emerging Markets Limited ("Transferor Company No. 3") with Strides Pharma Science Limited ("Transferee Company") and their respective shareholders and creditors (hereinafter referred to as the "Scheme" or the "Scheme of Amalgamation" as the context may admit), pursuant to the provisions of Sections 230 - 232 of the Companies Act, 2013 (hereinafter referred to as the "Act") and other relevant provisions of the Act, for approval to the Scheme through e-voting (through Insta Poll) and remote e-voting conducted at the NCLT convened meeting of the equity shareholders of the Transferee Company, held on Thursday, 20th February, 2020, at 12:00 Noon at Hotel Four Points by Sheraton, Plot No. 39/1, 6 to 15, Sector 30A, Vashi Navi Mumbai – 400 701, Maharashtra, India.



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093. Tel.: 2836 3419 Email : ngshah.cs@gmail.com

20/02/2020

NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.:

I, Nilesh Shah, submit my report as under:

The results of the voting by equity shareholders of the Transferee Company [by way of e-voting at the venue (through Insta Poll), and remote e-voting] are as under:

1. The result of the e-voting at the venue (through Insta Poll) convened meeting in respect of the Resolution to approve the Scheme:

(i) Voted **in favour** of the Resolution:

Number of members present and voting (in person or by proxy or by authorised representative)	% of total number of members present and voting (in person or by proxy or by authorised representative)	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes (in terms of the number of shares held) cast by them
62	92.54	101838	99.99

(ii) Voted **against** the Resolution:

Number of members present and voting (in person or by proxy or by authorised representative)	% of total number of members present and voting (in person or by proxy or by authorised representative)	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes (in terms of the number of shares held) cast by them
5	7.46	12	0.01

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

2. Further, I have scrutinized the remote e-voting and votes tendered therein as maintained in the register, in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

3. I now submit my Report as under, on the result of the voting by remote e-voting, in respect of the resolution to approve the Scheme:

(i) I have downloaded the remote e-voting results report from the KFin website by using the Scrutinizer's Login ID and password on 20th February, 2020 after close of meeting at 12.54 p.m. Indian Standard Time (IST).

(ii) All votes cast by way of remote e-voting upto the close of working hours, i.e. 19th February 2020 5:00 p.m. IST, the last date and time fixed by the Transferee



NILESH SHAH & ASSOCIATES

Company Secretaries

Company, were considered for my scrutiny. A **summary of the remote e-voting is given below:**

Ref.: _____

(i) Voted **in favour** of the Resolution:

Type of Voting	Number of members voted	% of total number of members voted	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes (in terms of the number of shares held) cast by them
Remote E-Voting	227	98.70	61649926	99.99

(ii) Voted **against** the Resolution:

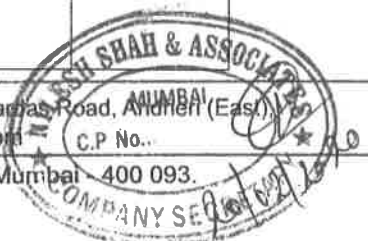
Type of Voting	Number of members voted	% of total number of members voted	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes (in terms of the number of shares held) cast by them
Remote E-Voting	3	1.3	960	0.01

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	NIL	NIL

4. I now submit my **consolidated report** on the results of voting to approve the Scheme through remote e-voting and e-voting at the venue (through Insta poll), as scrutinized at the venue:

Particulars	Remote e-voting		E-voting at the Venue		Total	
	No. of members	No. of votes cast by them	No. of members	No. of votes cast by them	No. of members	No. of votes cast by them
Total valid votes	230	61650886	67	101850	297	61752736
Total votes cast in favor of the resolution	227	61649926	62	101838	289	61751764



NILESH SHAH & ASSOCIATES

Company Secretaries


Ref.: % of votes cast in favor	98.70	99.99	92.54	99.99	97.31	99.99
Total votes cast against the resolution	3	960	5	12	8	972
% of votes cast against	1.3	0.01	7.46	0.01	2.69	0.01

5. Based on the foregoing, the Resolution as proposed in the Notice of the NCLT Convened Meeting shall be deemed to have been approved on the date of the NCLT Convened Meeting of the Equity Shareholders of the Transferee Company i.e. 20th February, 2020 with a majority of equity shareholders (including proxies) exercising voting rights representing three-fourths in value in shares held by them and voted in favour of Scheme through Remote e-voting or by way of e-voting at the venue of the NCLT convened meeting (through insta poll).
6. The list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the Resolution is enclosed.
7. All the relevant records were sealed and handed over to the Company Secretary, for safe keeping.

Thanking you,

Yours faithfully,

Nilesh Shah,
Representing M/s Nilesh Shah and Associates
Practising Company Secretaries


.. 20/02/2020

Membership No. FCS-4554

Place: Mumbai

Dated: 20th February, 2020

