



# Vista Pharmaceuticals Ltd

CIN : L24239TG1991PLC012264

7-1-212/A/70, Plot No. : 85, Shivbagh, Ameerpet, Hyderabad-16. Telangana

India Tel: 91-40-65581585, Fax : 91-40-23741585

e-mail : admin.hyd@vistapharmaceuticals.com www.vistapharmaceuticals.com

Narketpally Nalgonda, 19<sup>th</sup> September, 2019.

To  
BSE Limited,  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir/Ma'am,

**Sub:** Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – voting results

**Ref:** Script Code – 524711

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the members of the Company have approved all the resolutions bearing item no. 1 to 3 contained in the Notice of 28<sup>th</sup> Annual General Meeting of the Company with requisite majority.

The Company had appointed Mr. NVSS Suryanarayana Rao, Company Secretary in practice as the Scrutinizer for remote e-voting and voting by poll at the AGM. The Scrutinizer has submitted his report on 19<sup>th</sup> September, 2019.

In this connection we hereby enclose the consolidated results of the remote e-voting and ballot at the meeting in the format prescribed together with the Scrutinizer's Report.

On the basis of the report received from the Scrutinizer, the Company has declared that the Resolutions set out in the notice of 28<sup>th</sup> AGM were passed with requisite majority in favour of the Resolutions.

Request you to kindly take the same on record.

Thanking you,  
for **VISTA PHARMACEUTICALS LIMITED**

  
**DR. DHANANJAYA ALLI**  
**MANAGING DIRECTOR**  
**DIN: 00610909**



**Details of Voting Results of Poll&Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Voting Results**

|   |                                 |
|---|---------------------------------|
| <b>Date of AGM/EGM/ Declaration of Results</b>  | 19 <sup>th</sup> September,2019 |
| <b>Total Number of shareholders as on record date (11.09.2019)</b>                    | <b>11,700</b>                   |
| <b>No: of Shareholders present in the meeting either in person or through proxy :</b> | <b>65</b>                       |
| Promoters and Promoters Group:  | <b>2</b>                        |
| Public:   | <b>63</b>                       |
| <b>No: of shareholders attended the meeting through video conferencing</b>            | Not Applicable                  |
| Promoters and Promoters Group   |                                 |
| Public  |                                 |

1. Details of the Agenda: Item 1 –

| Sl. No  | Agenda  | Resolution type (Ordinary / Special) | Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting) |
|---|---|--------------------------------------|---|
| 1.  | Adoption of Audited financial statements for the year ended 31 <sup>st</sup> March, 2019 along with Directors' and Auditors' Report | Ordinary                             | Remote E-voting & Poll  |
| Whether promoter/promoter group are interested in the agenda /resolution?<br>NO |   |                                      |   |



Details of Result for the said Resolution:

| Category                     | Mode of voting                | No: of Shares held<br>(1) | No: of Votes Polled<br>(2) | % of Votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | Number of Votes in favour<br>(4) | Number of votes against<br>(5) | % of Votes in favor on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7) = [(5)/(2)]*100 |
|------------------------------|-------------------------------|---------------------------|----------------------------|--|----------------------------------|--------------------------------|--|---|
| Promoter & Promoter Group    | E-Voting                      | 1,15,82,796               | -                          | -  | -                                | -                              | -  | -   |
|                              | Poll                          |                           | 8009653                    | 69.1513  | 8009653                          | 0                              | 100  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         | 1,15,82,796               | 8009653                    | 69.1513  | 8009653                          | 0                              | 100  | 0   |
| Public Institutional holders | E-Voting                      | 0                         | -                          | -  | -                                | -                              | -  | -   |
|                              | Poll                          |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         | 0                         | -                          | -  | -                                | -                              | -  | -   |
| Public – others              | E-Voting                      | 1,87,82,541               | 1359                       | 0.0072   | 1359                             | 0                              | 100  | -   |
|                              | Poll                          |                           | 1213742                    | 6.4621   | 1213742                          | 0                              | 100  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         | 1,87,82,541               | 1215101                    | 6.4693   | 1215101                          | -                              | 100  | -   |
| <b>TOTAL</b>                 |                               | <b>3,03,65,337</b>        | <b>9224754</b>             | <b>30.3792</b>   | <b>9224754</b>                   | <b>-</b>                       | <b>100</b>   | <b>-</b>  |



2. Details of the Agenda: Item 2 –

| Sl. No   | Agenda  | Resolution type (Ordinary / Special) | Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting) |
|--|---|--------------------------------------|---|
| 2.   | Re-appointment of Mr. Stanley Prabhakar Reddy [DIN: 07614532], who retires by rotation and, being eligible, offered himself for re-appointment. | Ordinary                             | Remote E-voting & Poll  |
| Whether promoter/promoter group are interested in the agenda /resolution?<br>Yes, Vista Pharmaceuticals INC is an interested party in this resolution. |   |                                      |   |

Details of Result for the said Resolution:

| Category                     | Mode of voting                | No: of Shares held<br>(1) | No: of Votes Polled<br>(2) | % of Votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | Number of Votes in favour<br>(4) | Number of votes against<br>(5) | % of Votes in favor on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7) = [(5)/(2)]*100 |
|------------------------------|-------------------------------|---------------------------|----------------------------|--|----------------------------------|--------------------------------|--|---|
| Promoter & Promoter Group    | E-Voting                      | 1,15,82,796               | -                          | -  | -                                | -                              | -  | -   |
|                              | Poll                          |                           | 1430033                    | 12.3461  | 1430033                          | 0                              | 100  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         |                           | 1430033                    | 12.34261   | 1430033                          | 0                              | 100  | 0   |
| Public Institutional holders | E-Voting                      | 0                         | -                          | -  | -                                | -                              | -  | -   |
|                              | Poll                          |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         |                           | -                          | -  | -                                | -                              | -  | -   |
| Public – others              | E-Voting                      | 1,87,82,541               | 1359                       | 0.0072   | 1359                             | 0                              | 100  | -   |
|                              | Poll                          |                           | 1213742                    | 6.4621   | 1213742                          | 0                              | 100  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         |                           | 1215101                    | 6.4693   | 1215101                          | -                              | 100  | -   |
| <b>TOTAL</b>                 |                               | <b>3,03,65,337</b>        | <b>2645134</b>             | <b>8.7110</b>  | <b>2645134</b>                   | <b>-</b>                       | <b>100</b>   | <b>-</b>  |

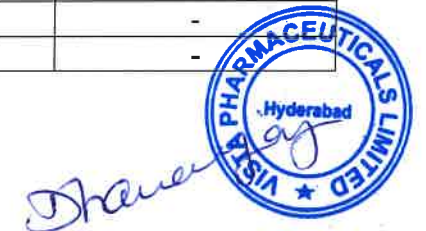
  


3. Details of the Agenda: Item 3 –

| Sl. No  | Agenda   | Resolution type (Ordinary / Special) | Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting) |
|---|--|--------------------------------------|---|
| 3.  | Reappointment of Mr. Narendra Gilaka (DIN No: 00129383) as Independent Director of the Company to hold office for five (5) consecutive years commencing from 11.09.2019. | Special                              | Remote E-voting & Poll  |
| Whether promoter/promoter group are interested in the agenda /resolution?<br>NO |  |                                      |   |

Details of Result for the said Resolution:

| Category                     | Mode of voting                | No: of Shares held<br>(1) | No: of Votes Polled<br>(2) | % of Votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | Number of Votes in favour<br>(4) | Number of votes against<br>(5) | % of Votes in favor on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7) = [(5)/(2)]*100 |
|------------------------------|-------------------------------|---------------------------|----------------------------|--|----------------------------------|--------------------------------|--|---|
| Promoter & Promoter Group    | E-Voting                      | 1,15,82,796               | -                          | -  | -                                | -                              | -  | -   |
|                              | Poll                          |                           | 8009653                    | 69.1513  | 8009653                          | 0                              | 100  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         |                           | 8009653                    | 69.1513  | 8009653                          | 0                              | 100  | 0   |
| Public Institutional holders | E-Voting                      | 0                         | -                          | -  | -                                | -                              | -  | -   |
|                              | Poll                          |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         |                           | -                          | -  | -                                | -                              | -  | -   |
| Public – others              | E-Voting                      | 1,87,82,541               | 1359                       | 0.0072   | 1359                             | 0                              | 100  | -   |
|                              | Poll                          |                           | 1213742                    | 6.4621   | 1213742                          | 0                              | 100  | -   |
|                              | Postal Ballot (if applicable) |                           | -                          | -  | -                                | -                              | -  | -   |
|                              | Total                         |                           | 1215101                    | 6.4693   | 1215101                          | -                              | 100  | -   |
| <b>TOTAL</b>                 |                               | <b>3,03,65,337</b>        | <b>9224754</b>             | <b>30.3792</b>   | <b>9224754</b>                   | <b>-</b>                       | <b>100</b>   | <b>-</b>  |



**FOR VISTA PHARMACEUTICALS LIMITED**



**DR. DHNANJAYAALLI  
CHAIRMAN  
DIN NO: 00610909**

**Place: NARKETPALLY NALGONDA  
Date: 19<sup>TH</sup> SEPTEMBER, 2019.**



**N.V.S.S.SURYANARAYANA RAO**

B.Com, A.C.S.

Mobile : 7013153312

**COMPANY SECRETARY IN PRACTICE**

**Report of Scrutinizer on Remote e-Voting Process & Vote by Poll at  
28<sup>th</sup> Annual General Meeting**

[Pursuant to section 108 and 109 of Companies Act, 2013 read with Rule 20 and 21(2) of the  
Companies (Management and Administration) Rules,2014]

To  
The Chairman  
Vista Pharmaceuticals Limited  
Plot Nos.10 to 14 and 16 to 20,  
TSIIC Industrial Estates,  
Gopalaipalli Village, Narketpally Mandal,  
Nalgonda District, Telangana.

Sir,

**Sub: Scrutinizer's Report on Remote e-voting Process & Vote by Poll conducted pursuant to the provisions of section 108 and 109 of Companies Act, 2013 ('the Act') read with Rule 20 and 21(2) of Companies (Management and Administration) Rules, 2014 for the 28<sup>th</sup> Annual General Meeting.**

The Board of Directors of Vista Pharmaceuticals Limited, ('the Company') at its meeting held on 14.08.2019, decided to provide to the members of the company, a facility to exercise their voting rights on the resolutions as set out in the notice of 28<sup>th</sup> Annual General Meeting to be held on 19<sup>th</sup> September, 2019 by way of electronic means as required under provisions of section 108 of the Companies Act,2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 ('the Rules').

I, NVSS Suryanarayana Rao, Practicing Company Secretary bearing Membership Number: 5868 has been appointed as scrutinizer by the Board of Directors of the company at their meeting held on 14<sup>th</sup> August, 2019 as required under section 108 of the Act, read with Rule 20 of the Rules, for the purpose of scrutinizing the Remote e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolutions as contained in the notice convening the 28<sup>th</sup> Annual General Meeting of the Company to be held on 19<sup>th</sup> September,2019.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting by poll on the resolutions contained in the Notice and I shall make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the Remote e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide remote e-voting facilities, engaged by the Company and based on the voting by Poll at the Annual General Meeting.



The members of the company holding shares as on the cut-off date i.e., 11th September, 2019 were entitled to vote on the resolutions proposed as set out in the notice of 28<sup>th</sup> Annual General Meeting.

In this regard, I submit my report as under:

1. The Remote e-voting period remained open from Monday, 16<sup>th</sup> September, 2019 at 09:00 A.M. and ends on Wednesday, 18<sup>th</sup> September, 2019 at 05:00 P.M.
2. After the end of the Annual General Meeting, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from the Remote e-voting website of Central Depository Services Limited (CDSL), (<https://www.cvotingindia.com>)
4. Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015, the company has also provided facility of voting through the physical ballot form to those members who do not have access to the remote e-voting facility. The physical ballot forms received by the Company were kept in my safe custody. My report includes the results of voting through the physical ballot forms in addition to votes casted through remote e-voting website of Central Depository Services Limited (CDSL) by the eligible shareholders.
5. I have scrutinized the votes casted through electronic means and also through physical ballot forms for the purpose of this report.
6. The particulars of all the electronic votes casted by the members through remote e-voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
7. The result of the voting is as per annexure attached herewith.
8. The Register, all other papers and relevant records relating to voting shall remain in my custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.

**Recommendation:**

All the resolutions having secured requisites majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

**Thanking You,**



**NVSS Suryanarayana Rao  
Practicing Company Secretary  
(Scrutinizer)**

**Membership No: 5868  
Certificate of Practice No: 2886**

**Place: Narketpally, Nalgonda  
Date: 19.09.2019**



**Report of Scrutinizer on Voting by Poll at 28th Annual General Meeting**

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

To

The Chairman  
Vista Pharmaceuticals Limited,  
Plot Nos.10 to 14 and 16 to 20,  
TSIIC Industrial Estates,  
Gopalaipalli Village, Narketpally Mandal,  
Nalgonda District, Telangana.

Held on Thursday, 19<sup>th</sup> September, 2019 at Plot Nos.10 to 14 and 16 to 20, TSIIC Industrial Estates, Gopalaipalli Village, Narketpally Mandal, Nalgonda District, Telangana.

Dear Sir,

I, NVSS Suryanarayana Rao, Practicing Company Secretary bearing Membership Number: 5868, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 28<sup>th</sup> Annual General Meeting of the Equity Shareholders of Vista Pharmaceuticals Limited held on Thursday, 19<sup>th</sup> September, 2019 at Plot Nos.10 to 14 and 16 to 20, TSIIC Industrial Estates, Gopalaipalli Village, Narketpally Mandal, Nalgonda District, Telangana, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Two (2) ballot boxes kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.



4. The result of the Poll is as per annexure attached herewith.
5. ~~A Compact Disc (CD) containing~~ a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary ~~/Director~~ authorized by the Board for safe keeping.

Thanking You,



**NVSS Suryanarayana Rao**  
**Practicing Company Secretary**  
**(Scrutinizer)**  
**Membership No: 5868**  
**Certificate of Practice No: 2886**

**Place: Narketpally, Nalgonda**  
**Date: 19.09.2019**

## Annexure of the Scrutinizer's Report

1. Adoption of Audited financial statements for the year ended 31<sup>st</sup> March, 2019 along with Directors' and Auditors' Report

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) |           | Number of votes cast by them | % of total number of valid votes cast |
|--|-----------|------------------------------|---------------------------------------|
| Votes by Poll  | 48        | 9223395                      | 99.9853                               |
| Votes by E-voting  | 11        | 1359                         | 0.0147                                |
| <b>Total</b>   | <b>59</b> | <b>9224754</b>               | <b>100</b>                            |

(ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) |          | Number of votes cast by them | % of total number of valid votes cast |
|--|----------|------------------------------|---------------------------------------|
| Votes by Poll  | -        | -                            | -                                     |
| Votes by E-voting  | -        | -                            | -                                     |
| <b>Total</b>   | <b>-</b> | <b>-</b>                     | <b>-</b>                              |

(iii) Invalid votes:

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



2. Re-Appointment of Mr. Stanley Prabhakar Reddy [DIN: 07614532], who retires by rotation and, being eligible, offered himself for re-appointment:

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) |           | Number of votes cast by them | % of total number of valid votes cast |
|--|-----------|------------------------------|---------------------------------------|
| Votes by Poll  | 47        | 2643775                      | 99.9486                               |
| Votes by E-voting  | 11        | 1359                         | 0.0514                                |
| <b>Total</b>   | <b>58</b> | <b>2645134</b>               | <b>100</b>                            |

(ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) |          | Number of votes cast by them | % of total number of valid votes cast |
|--|----------|------------------------------|---------------------------------------|
| Votes by Poll  | -        | -                            | -                                     |
| Votes by E-voting  | -        | -                            | -                                     |
| <b>Total</b>   | <b>-</b> | <b>-</b>                     | <b>-</b>                              |

(iii) Invalid votes:

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

- *Vista Pharmaceuticals INC (Promoter) holding 6579620 shares was interested in the aforesaid resolution. Hence, has not voted on this item.*



3. Reappointment of Mr. Narendra Gilaka (DIN No: 00129383) as Independent Director of the Company to hold office for five (5) consecutive years commencing from 11.09.2019.

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) |           | Number of votes cast by them | % of total number of valid votes cast |
|--|-----------|------------------------------|---------------------------------------|
| Votes by Poll  | 48        | 9223395                      | 99.9853                               |
| Votes by E-voting  | 11        | 1359                         | 0.0147                                |
| <b>Total</b>   | <b>59</b> | <b>9224754</b>               | <b>100</b>                            |

(ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) |          | Number of votes cast by them | % of total number of valid votes cast |
|--|----------|------------------------------|---------------------------------------|
| Votes by Poll  | -        | -                            | -                                     |
| Votes by E-voting  | -        | -                            | -                                     |
| <b>Total</b>   | <b>-</b> | <b>-</b>                     | <b>-</b>                              |

(iii) Invalid votes:

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

