



**SOLARA**  
Active Pharma Sciences

**Communication Address :**  
Solara Active Pharma Sciences Limited  
"Batra Centre"  
No. 28, Sardar Patel Road, Post Box 2630  
Guindy, Chennai - 600 032, India  
Tel : +91 44 43446700, 22207500  
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February 28, 2019

The BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001

The National Stock Exchange of India Limited  
Exchange Plaza, Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051

Scrip Code: 541540

Scrip Code: SOLARA

Dear Sirs,

**Sub:** Outcome of the Extraordinary General Meeting of the Company and disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that at the Extraordinary General Meeting ("EGM") of the Company was held on Wednesday, February 27, 2019. All the items of the business as mentioned in the EGM Notice dated January 31, 2019, have been transacted and all the resolutions have been passed by the Members with requisite majority by way of e-voting and ballot voting.

The details of business transacted and approved by the Members as set out in the notice of the EGM dated January 31, 2019 are as under:

1. Increasing the authorised share capital of the company and amendment of capital clause of the Memorandum of Association of the Company
2. Issue of Convertible Warrants on Preferential Basis

In this regard, we are enclosing the following:

- i. Voting Results as required under Regulation 44 of SEBI LODR attached as Annexure 1
- ii. Report of Scrutinizer dated February 27, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rules made thereunder attached as Annexure 2

Thanking you,

Yours faithfully,  
**For Solara Active Pharma Sciences Limited**

  
**S. Murali Krishna**  
Company Secretary

Encl.: as above



Solara Active Pharma Sciences Limited - CIN : 24230MH2017PLC291636

**REGD. OFF :** 201, Devavrata, Sector 17, Vashi Navi Mumbai - 400703, India / Tel : 91-22-2789 2924 / 2789 3199 / Fax: 91-22-2789 2942

## Annexure - 1

|   |                                       |
|---|---------------------------------------|
|   | SOLARA ACTIVE PHARMA SCIENCES LIMITED |
| Date of the AGM/EGM   | 27-02-2019                            |
| Total number of shareholders on record date                                   | 64913                                 |
| No. of shareholders present in the meeting either in person or through proxy: |                                       |
| Promoters and Promoter Group:   | 16                                    |
| Public:   | 43                                    |
| 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)                                  | ORDINARY - Increasing the authorised share capital of the company and amendment of capital clause of the Memorandum of Association of the Company |                        |                         |  |                              |                            |   |  |
| 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 |
| Promoter and Promoter Group   | E-Voting  | 9352270                | 7806715                 | 83.4740  | 7806715                      | 0                          | 100.0000  | 0.0000   |
|   | Poll  |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000  | 0.0000   |
|   | Postal Ballot (if applicable)   |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000  | 0.0000   |
|   | Total   |                        | 7806715                 | 83.474   | 7806715                      | 0                          | 100.0000  | 0.0000   |
| Public- Institutions  | E-Voting  | 6509186                | 4996019                 | 76.7534  | 4996019                      | 0                          | 100.0000  | 0.0000   |
|   | Poll  |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000  | 0.0000   |
|   | Postal Ballot (if applicable)   |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000  | 0.0000   |
|   | Total   |                        | 4996019                 | 76.7534  | 4996019                      | 0                          | 100.0000  | 0.0000   |
| Public- Non Institutions  | E-Voting  | 8812811                | 1902668                 | 21.5898  | 1902660                      | 8                          | 99.9995   | 0.0004   |
|   | Poll  |                        | 28689                   | 0.3255   | 28689                        | 0                          | 100.0000  | 0.0000   |
|   | Postal Ballot (if applicable)   |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000  | 0.0000   |
|   | Total   |                        | 1931357                 | 21.9153  | 1931349                      | 8                          | 99.9996   | 0.0004   |
| Total   |   | 24674267               | 14734091                | 59.7144  | 14734083                     | 8                          | 99.9999   | 0.0001   |



|   |   |                        |                         |  |                              |                            |  |  |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No.  | 2   |                        |                         |  |                              |                            |  |  |
| Resolution required: (Ordinary/ Special)                                  | SPECIAL - Issue of Convertible Warrants on Preferential Basis |                        |                         |  |                              |                            |  |  |
| 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 |
| Promoter and Promoter Group   | E-Voting  | 9352270                | 7806715                 | 83.4740  | 7806715                      | 0                          | 100.0000   | 0.0000   |
|   | Poll  |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Postal Ballot (if applicable)                                 |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Total   |                        | 7806715                 | 83.474   | 7806715                      | 0                          | 100.0000   | 0.0000   |
| Public- Institutions  | E-Voting  | 6509186                | 4996019                 | 76.7534  | 4968038                      | 27981                      | 99.4399  | 0.5600   |
|   | Poll  |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Postal Ballot (if applicable)                                 |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Total   |                        | 4996019                 | 76.7534  | 4968038                      | 27981                      | 99.4399  | 0.5601   |
| Public- Non Institutions  | E-Voting  | 8812811                | 1902668                 | 21.5898  | 1902604                      | 64                         | 99.9966  | 0.0033   |
|   | Poll  |                        | 28689                   | 0.3255   | 28689                        | 0                          | 100.0000   | 0.0000   |
|   | Postal Ballot (if applicable)                                 |                        | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Total   |                        | 1931357                 | 21.9153  | 1931293                      | 64                         | 99.9967  | 0.0033   |
| Total   |   | 24674267               | 14734091                | 59.7144  | 14706046                     | 28045                      | 99.8097  | 0.1903   |



**NILESH SHAH & ASSOCIATES****Company Secretaries**

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]

To,  
The Chairman  
of Extra Ordinary General Meeting  
of Solara Active Pharma Sciences Limited  
Held on Wednesday, the 27<sup>th</sup> February, 2019  
At Hotel Four Points by Sheraton,  
Plot No. - 39/1, 6 to 15,  
Sector - 30A, Vashi,  
Navi Mumbai - 400 701.

Sir,

We, Nilesh Shah & Associates, Practicing Company Secretaries, represented by Nilesh Shah, (Membership No. FCS - 4554), were appointed as a Scrutinizer for the purpose of the remote e-voting and for the poll taken at the Extra Ordinary General Meeting, in terms of Section 108 and 109 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on Two resolutions as per the Annexure attached, at the Extra Ordinary General Meeting of the Members of Solara Active Pharma Sciences Limited ('the Company') held on Wednesday, February 27, 2019 at 10.00 a.m. at "Hotel Four Points by Sheraton, Plot No. - 39/1, 6 to 15, Sector - 30A, Vashi, Navi Mumbai - 400 701."

I hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box was kept for polling and the same was locked in my presence with due identification marks placed on the same.
2. The locked ballot box was subsequently opened in my presence (along with presence of two witnesses viz. Mr. Gaurav Naik and Ms. Vaishali Jaiswal (both are not in employment of the company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
3. There are no poll papers, which were incomplete and/or which were otherwise found defective.



# NILESH SHAH & ASSOCIATES

## Company Secretaries

Ref.: \_\_\_\_\_

4. The result of the poll (including voting through remote e-voting) is as per annexure attached herewith.
5. The list of equity shareholders who voted 'for' or '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 Director and Representative of the Company for keeping under safe custody.

**Note:** Shareholders had been provided the facility of remote E-voting also. This report contains the result of consolidated voting (i.e. Remote E-voting and through Poll at EGM) casted by the shareholders.



### Recommendation:

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

Thanking you,

Yours truly,

For Nilesh Shah & Associates  
Practicing Company Secretaries

Nilesh Shah  
Partner  
Membership No. FCS 4554  
CP No. 2631

Place: Mumbai  
Date: 27.02.2019

Annexure to the Scrutinizer's Report

Result of Voting (through remote e-voting and poll at EGM):

| Sr. No. | Reso. No. / Item No. | Heading of Resolution   | Type of Resolution | Type of Voting  | Valid Votes               |                     |                  |                         |                     |                  | Invalid Votes / Abstain |                     |
|---------|----------------------|---|--------------------|-----------------|---------------------------|---------------------|------------------|-------------------------|---------------------|------------------|-------------------------|---------------------|
|         |                      |   |                    |                 | Voting in Favour (Assent) |                     |                  | Voted Against (Dissent) |                     |                  | No. of Members Voting   | No. of Votes Casted |
|         |                      |   |                    |                 | No. of Members Voting     | No. of Votes Casted | % of valid votes | No. of Members Voting   | No. of Votes Casted | % of valid votes |                         |                     |
| 1       | 1                    | Increasing the authorised share capital of the Company and amendment of capital clause of the Memorandum of Association of the Company. | Ordinary           | Remote E-voting | 129                       | 14705394            | 99.99            | 3                       | 8                   | 0.01             | 1                       | 2                   |
|         |                      |   |                    | Poll at EGM     | 19                        | 28689               | 100.00           | 0                       | 0                   | 0.00             | 0                       | 0                   |
|         |                      |   |                    | <b>Total</b>    | <b>148</b>                | <b>14734083</b>     | <b>99.99</b>     | <b>3</b>                | <b>8</b>            | <b>0.01</b>      | <b>1</b>                | <b>2</b>            |
| 2       | 2                    | Issue of Convertible Warrants on Preferential Basis.  | Special            | Remote E-voting | 128                       | 14677357            | 99.81            | 4                       | 28045               | 0.19             | 1                       | 2                   |
|         |                      |   |                    | Poll at EGM     | 19                        | 28689               | 100.00           | 0                       | 0                   | 0.00             | 0                       | 0                   |
|         |                      |   |                    | <b>Total</b>    | <b>147</b>                | <b>14706046</b>     | <b>99.81</b>     | <b>4</b>                | <b>28045</b>        | <b>0.19</b>      | <b>1</b>                | <b>2</b>            |


  
 NILESH SHAH & ASSOCIATES  
 MUMBAI  
 C. P. No. 2631  
 COMPANY SECRETARY