



# EMMESSAR BIOTECH & NUTRITION LIMITED

29, Kamer Building, 4th floor, 38, Cawasji Patel Street, Fort, Mumbai – 400 001

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Investors Grievance Email: [investors@ebnl.org](mailto:investors@ebnl.org) CIN No. L24110MH1992PLC065942

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September 26<sup>th</sup>, 2025

**To**

The Manager  
Listing Department,  
Bombay Stock Exchange Limited,  
P. J. Tower,  
Dalal Street,  
Mumbai – 400 001

Scrip Code: 524768

**Sub: Scrutinizers Report**

Dear Sir,

Pursuant to Regulation 44 of (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Reports of Scrutinizer on remote e-voting and e-voting conducted at the 33<sup>rd</sup> Annual General meeting (AGM) of the Company held on Friday, September 26, 2025 are enclosed herewith.

This is also being made available at the website of the Company i.e., [www.ebnl.org](http://www.ebnl.org)

Kindly take the above information on your record.

For **EMMESSAR BIOTECH & NUTRITION LIMITED**

**Mathurakavi Srinivasa Raghavan Ayyangar**  
**Managing Director**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 along with the reports of the Board of Directors and the Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2974105	1569127	52.7596	1569127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2974021	1569127	52.7596	1569127	0	100.0000	0.0000
Public- Institutions	E-Voting	9800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	9800	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2012195	26637	1.3238	26636	1	99.9962	0.0038
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2012279	26637	1.3238	26636	1	99.9962	0.0038
Total		4996100	1595764	31.9402	1595763	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint Dr. (Mrs.) Anuradha Raghavan Srinivasa (DIN: 06557718), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment as Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2974105	1569127	52.7596	1569127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2974021	1569127	52.7596	1569127	0	100.0000	0.0000
Public-Institutions	E-Voting	9800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	9800	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2012195	26637	1.3238	26636	1	99.9962	0.0038
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2012279	26637	1.3238	26636	1	99.9962	0.0038
Total		4996100	1595764	31.9402	1595763	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				3 - Approval of payment of remuneration of Mr. Srinivasa Raghavan Mathurakavi Ayyangar (DIN: 00090266) as Managing Director..				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2974105	1569127	52.7596	1569127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2974021	1569127	52.7596	1569127	0	100.0000	0.0000
Public-Institutions	E-Voting	9800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	9800	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2012195	26637	1.3238	26636	1	99.9962	0.0038
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2012279	26637	1.3238	26636	1	99.9962	0.0038
Total		4996100	1595764	31.9402	1595763	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

Voting results	
Record date	19-09-2025
Total number of shareholders on record date	7443
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	31
<b>No. of resolution passed in the meeting</b>	<b>3</b>

**EMMESSAR BIOTECH AND NUTRITION LTD.**

(CIN: L24110MH1992PLC065942)

Registered Office: Plot No. T/3/2 MIDC AREA P.O. BOX No. 39 TALOJA, RAIGAD,  
Maharashtra, India, 410208.

**CONSOLIDATED SCRUTINIZER'S**  
**REPORT**

**ON**

**THE E-VOTING PROCESS (REMOTE E-VOTING) AND  
ELECTRONIC VOTING (E-VOTING) CONDUCTED AT  
THE 33<sup>rd</sup> ANNUAL GENERAL MEETING OF  
EMMESSAR BIOTECH AND NUTRITION LTD. HELD  
THROUGH VIDEO CONFERENCING ("VC")/ OTHER  
AUDIO-VISUAL MEANS ("OVAM") ON FRIDAY,  
SEPTEMBER 26, 2025.**

**REPORT OF THE SCRUTINIZER**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies  
(Management and Administration) Rules, 2014 as amended]**

**To,  
The Chairman of**

33<sup>rd</sup> Annual General Meeting of Emmessar Biotech and Nutrition Limited held on Friday,  
September 26, 2025 at 10:30 a.m. (IST) through Video Conferencing/Other Audio-Visual  
Means ("VC/OAVM")

Dear Sir,

I, **Tribhuwneshwar B. Kaushik**, Partner of **Kaushik Joshi & Co.**, Company Secretaries, having Office at 205, 2<sup>nd</sup> Floor, Nadiadwala Market, Poddar Road, Malad (East), Mumbai-400097, appointed by the Board of **Emmessar Biotech and Nutrition Limited ("The Company")** as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 33<sup>rd</sup> Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 33<sup>rd</sup> AGM of the Company held *through Video Conferencing ("VC") / Other Audio-Visual Means ("OVAM")* on Friday, September 26, 2025 at 10:30 a.m. (IST). I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit report as under:

- a) The AGM is held in compliance with the MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ("MCA Circulars") (hereinafter collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI circulars") regarding holding of the AGM through Video Conferencing (VC) / Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Bank, the Notice of the AGM along with the Annual Report 2024-25 has been sent on September 03, 2025 only through electronic mode to those Members whose e-mail addresses are registered with the **Bank, Registrar and Transfer Agent ("RTA") or Central Depository Services (India) Limited / National Securities Depository Limited ("Depositories")**.
- b) Pursuant to MCA Circulars, Public Notice was published on September 04, 2025 in 'The Free Press Journal' and in Navshakti specifying the date, time of the AGM, manner in which the members can attend the AGM and confirming the dispatch of the Notice.

- c) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the e-voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 33<sup>rd</sup> AGM of the Company was the responsibility of the Management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions contained in the notice of the AGM *and render a consolidated scrutinizer's report on the voting to the Chairman* on the said resolutions.
- d) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by **MUFG Intime India Private Limited formerly known as Link Intime India Private Limited (MUFG)**.
- e) The Members of the Bank as on the "**cut-off**" date i.e. Friday, September 19, 2025 were entitled to vote on the resolution *no's 1 to 3 as set out in the notice of AGM*.
- f) The remote e-voting period commenced on Tuesday, September 23, 2025 at 09:00 a.m. (IST) and concluded on Thursday, September 25, 2025 at 5:00 p.m. (IST) and the MUFG remote e-Voting portal was blocked thereafter.
- g) At the 33<sup>rd</sup> AGM of the Company held on Friday, September 26, 2025, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the remote e-Voting to record their votes on the resolutions to be passed.
- h) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Friday, September 26, 2025 around 11:03 a.m. in the presence of two witnesses who are not in the employment of the Bank.
- i) *I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 33<sup>rd</sup> AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein by equity shareholders based on the data downloaded from the electronic voting system by the MUFG.*
- j) The results of the remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:



**1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 along with the reports of the Board of Directors and the Auditors thereon.

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	42	1595763	99.9999
Electronic voting at the AGM	0	0	0.00
<b>TOTAL</b>	<b>42</b>	<b>1595763</b>	<b>99.9999</b>

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	1	0.0001
Electronic voting at the AGM	0	0	0.0000
<b>TOTAL</b>	<b>1</b>	<b>1</b>	<b>0.0001</b>

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**Resolution passed with requisite Majority**

**2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION**

To appoint Dr. (Mrs.) Anuradha Raghavan Srinivasa (DIN: 06557718), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment as Director.

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	42	1595763	99.9999
Electronic voting at the AGM	0	0	0.00
<b>TOTAL</b>	<b>42</b>	<b>1595763</b>	<b>99.9999</b>

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	1	0.0001
Electronic voting at the AGM	0	0	0.0000
<b>TOTAL</b>	<b>1</b>	<b>1</b>	<b>0.0001</b>

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**Resolution passed with requisite Majority**

**3. RESOLUTION NO. 3 A SPECIAL RESOLUTION**

Approval of payment of remuneration of Mr. Srinivasa Raghavan Mathurakavi Ayyangar (DIN: 00090266) as Managing Director.

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	42	1595763	99.9999
Electronic voting at the AGM	0	0	0.00
<b>TOTAL</b>	<b>42</b>	<b>1595763</b>	<b>99.9999</b>

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	1	0.0001
Electronic voting at the AGM	0	0	0.0000
<b>TOTAL</b>	<b>1</b>	<b>1</b>	<b>0.0001</b>

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid /	Total number of votes cast by them
Remote e-Voting	0	0
*Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**Resolution passed with requisite Majority**

Based on the foregoing, the Resolution No.(s) 1 to 3 have been passed with the requisite majority.

All the relevant records of Voting will be under my safe custody until the Chairman considers, approves and signs the Minutes of the 33<sup>rd</sup> Annual General Meeting and the same shall be handed over to the Chairman of the meeting for safe keeping.

Thanking You,

Sincerely,

**For KAUSHIK JOSHI & CO.**  
**Company Secretaries**

**For Emmessar Biotech and Nutrition Limited**

**Tribhuwneshwar B. Kaushik**  
**Partner**  
**Membership No FCS 10607**  
**CP No. 16207**  
**UDIN: F010607G001348702**

**Mathurakavi Srinivasa Raghavan Ayyangar**  
**Chairman of the Meeting**

Place: Mumbai  
Date: September 26, 2025