



**Sword & Shield Pharma Ltd.**

**CIN: L24231GJ1995PLC024809**

Date: September 30, 2016

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001.

Respected Sir / Ma'am,

**Sub : Details of Voting Results of the 21<sup>st</sup> Annual General Meeting of the Company held on September 30, 2016.**

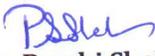
**Ref : Sword and Shield Pharma Limited (Scrip Id: SWORDNSH Scrip code: 531637)**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), 2015, we submit herewith the details regarding the voting results of the business transacted at the 21<sup>st</sup> Annual General Meeting (AGM) of the Members of the Company held on Yesterday i.e. Friday, September 30, 2016, in the prescribed format.

We also enclose the consolidated report of the scrutinizer on remote e-voting and voting through ballot paper at the AGM. A copy of the above is being uploaded on the website of the Company and e-voting agency.

Thanking you,

For, **Sword and Shield Pharma Limited**

  
**Ms. Prachi Shah**  
Company Secretary



Encl: as mentioned

**Registered office : 55, World Business House, Near Parimal Garden, Ambawadi, Ahmedabad – 380 006.**

**Website : [www.swordnshieldpharma.com](http://www.swordnshieldpharma.com) | Email : [swordnshield1995@gmail.com](mailto:swordnshield1995@gmail.com)**

**Phone : +91 98250 79759**



## Annexure-I

VOTING RESULTS OF 21<sup>ST</sup> ANNUAL GENERAL MEETING OF SWORD AND SHIELD PHARMA LIMITED HELD ON SEPTEMBER 30, 2016 AT 09.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 55, WORLD BUSINESS HOUSE, NEAR PARIMAL GARDEN, AMBAWADI, AHMEDABAD - 380 006, GUJARAT.

Date of AGM	Friday, September 30, 2016
Total number of shareholders on record date	1348
Total number of shareholders present in meeting either in person or proxy:	17
Promoter and Promoter Group	2
Public	15
No. of Shareholder attended through Video Conferencing	Not applicable as None of the shareholders attended the meeting through video conferencing.

**Resolution 1:** To receive, consider and adopt Audited standalone financial statement of account for the financial year ended on March 31, 2016 together with the reports of the Board of Directors' and the Auditors' thereon.

Resolution Required					Ordinary Resolution			
Whether Promoter of Promoter Group is interested in the agenda/ resolution?					No			
Category	Mode of voting	Total no. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of votes in favor on votes polled	% of votes in 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	340000	0	0	0	0	0.00	0.00
	Poll		340000	100.00	340000	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Institutional Holders	E-Voting	7400	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Others	E-Voting	4803200	3040	0.06	2640	400	86.84	13.16
	Poll		4200	0.09	4200	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total		5150600	347240	100.00	346840	400	99.88	0.12



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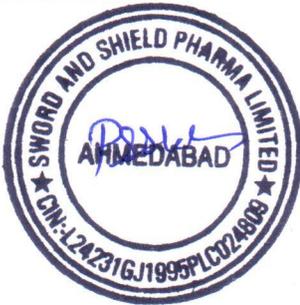


**Resolution 2:** To appoint a Director in place of Mrs. Jyotsnaben Patel (DIN: 01877469), as an Executive Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.

Resolution Required					Ordinary Resolution			
Whether Promoter of Promoter Group is interested in the agenda/ resolution?					No			
Category	Mode of voting	Total no. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of votes in favor on votes polled	% of votes in 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	340000	0	0	0	0	0.00	0.00
	Poll		340000	100.00	340000	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Institutional Holders	E-Voting	7400	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Others	E-Voting	4803200	3040	0.06	2640	400	86.84	13.16
	Poll		4200	0.09	4200	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
<b>Total</b>		<b>5150600</b>	<b>347240</b>	<b>100.00</b>	<b>346840</b>	<b>400</b>	<b>99.88</b>	<b>0.12</b>

**Resolution 3:** To consider ratification of appointment of Auditors of the company.

Resolution Required					Ordinary Resolution			
Whether Promoter of Promoter Group is interested in the agenda/ resolution?					No			
Category	Mode of voting	Total no. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of votes in favor on votes polled	% of votes in 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	340000	0	0	0	0	0.00	0.00
	Poll		340000	100.00	340000	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Institutional Holders	E-Voting	7400	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Others	E-Voting	4803200	3040	0.06	2640	400	86.84	13.16
	Poll		4200	0.09	4200	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
<b>Total</b>		<b>5150600</b>	<b>347240</b>	<b>100.00</b>	<b>346840</b>	<b>400</b>	<b>99.88</b>	<b>0.12</b>



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# CS Anand S. Lavingia

ACS, LL.b (Spl.). B. Com  
Practicing Company Secretary

To,  
The Chairman of the Meeting  
**Sword And Shield Pharma Limited**  
55, World Business House,  
Near Parimal Garden, Ambawadi,  
Ahmedabad – 380 006

Dear Sir,

**Sub: Report on Consolidated Results of Remote E-voting and Physical voting through Ballot Papers (MGT 12) in respect of businesses set forth in the notice of 21<sup>st</sup> Annual General Meeting of members of the Sword And Shield Pharma Limited held on Friday, September 30, 2016 at 09.00 A.M. at the registered office of the Company.**

I, Anand S. Lavingia, Practicing Company Secretary, have been appointed as a Scrutinizer of Sword And Shield Pharma Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot papers ("Poll") in respect of businesses set forth in the notice of 21<sup>st</sup> Annual General Meeting ("AGM") of the Company, in a fair and transparent manner.

## Responsibility of the Management of the Company

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and physical voting through ballot papers on the businesses contained in the aforesaid notice to the AGM of the members of the company.

## Responsibility of Scrutinizer

My responsibility, as a scrutinizer, is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot papers in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and on physical voting through ballot papers.

As per the Notice of AGM, below mentioned businesses were proposed for the approval of Members through Remote E-voting and physical ballot paper at the AGM;

1. **Ordinary Resolution** for receiving, considering and adopting audited standalone financial statement of account for the financial year ended on March 31, 2016 and the reports of the Director's and the Auditor's thereon;
2. **Ordinary Resolution** for appointment of a Director in place of Mrs. Jyotsnaben Patel (DIN 01877469), who retires by rotation and being eligible, seeks re-appointment;

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Satellite, Ahmedabad – 380 051.

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Anand Lavingia  
Company Secretary  
ACS 66458  
GP 11410

**CS Anand S. Lavingia**  
**ACS, LL.b (Spl.). B. Com**  
**Practicing Company Secretary**

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3. **Ordinary Resolution** for ratification of appointment of Statutory Auditors and fix their remuneration;

**I hereby report as under;**

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, August 26, 2016, the Company completed dispatch of the Notice of the AGM;
  - Through E-Mail to the members whose E-Mail Id's is registered with company/depository participant on September 8, 2016.
  - Through permitted (in physical) mode to the other members on September 05, 2016.
2. The Company has also placed the Notice of AGM on the Web site of the Company viz [www.swordnshieldpharma.com](http://www.swordnshieldpharma.com) as well as web Site of E-voting Agency viz [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .
3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in, Book Closure and Annual General Meeting in;
  - A. Lokmitra (Vernacular Language - Gujarati) on September 13, 2016 &
  - B. Free Press Gujarat (English Language) on September 13, 2016.both circulating the district in which the registered office of the Company is situated.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. September 23, 2016 were entitled to vote through remote e-voting and at the AGM through Physical ballot papers on the businesses mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days which commenced on Tuesday, September 27, 2016 at 9.00 A.M. and ended on Thursday, September 29, 2016 at 05:00 P.M. and members of the Company, holding Equity Shares of the Company as on Friday, September 23, 2016, were eligible to cast their votes electronically, conveying their assent or Dissent in respect of the ordinary or special businesses, as the case may be, through remote e-voting platform provided by NSDL.
6. At the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting platform.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Friday, September 30, 2016 around 05.10 p.m., after the completion of voting at the Annual General Meeting.
8. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL E-voting System and voting through physical ballot paper at the AGM.

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Anand Lavingia  
Company Secretary  
ACS 25458  
CIN 11410

**CS Anand S. Lavingia**  
**ACS, LL.b (Spl.). B. Com**  
**Practicing Company Secretary**

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9. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of AGM held on September 30, 2016 is **annexed herewith**.
10. The Register, all other papers and relevant records relating to remote e-voting and voting at the AGM through physical ballot papers shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
11. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

**Place: Ahmedabad**

**Date : September 30, 2016**

**Signature:**

**Name of Company Secretary: Anand S. Lavingia**

**ACS No.: 26458 C. P. No.: 11410**

Anand Lavingia  
Company Secretary  
ACS 26458 COP 11410

**Countersigned by**  
**For Sword And Shield Pharma Limited**



**Chairman of AGM**

# CS Anand S. Lavingia

ACS, LL.b (Spl.). B. Com  
Practicing Company Secretary

Annexure

## Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

### Resolution 1

To receive, consider and adopt the Audited Standalone Financial Statements of the company for the financial year ended on March 31, 2016 with the reports of the Directors and Auditors thereon – **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			%
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	17	2	19	344200	3040	347240	100
Assent	17	1	18	344200	2640	346840	99.88
Dissent	0	1	1	0	400	400	0.12
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>17</b>	<b>2</b>	<b>19</b>	<b>344200</b>	<b>3040</b>	<b>347240</b>	<b>100</b>

### Resolution 2

Appointment of a Director in place of Mrs. Jyotsnaben Patel (DIN 01877469), who retires by rotation and being eligible, seeks re-appointment – **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			%
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	17	2	19	344200	3040	347240	100
Assent	17	1	18	344200	2640	346840	99.88
Dissent	0	1	1	0	400	400	0.12
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>17</b>	<b>2</b>	<b>19</b>	<b>344200</b>	<b>3040</b>	<b>347240</b>	<b>100</b>

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## Resolution 3

Ratification of appointment of Statutory Auditors and fix their remuneration – **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			%
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	17	2	19	344200	3040	347240	100
Assent	17	1	18	344200	2640	346840	99.88
Dissent	0	1	1	0	400	400	0.12
Invalid	0	0	0	0	0	0	0
<b>Total</b>	<b>17</b>	<b>2</b>	<b>19</b>	<b>344200</b>	<b>3040</b>	<b>347240</b>	<b>100</b>

Place: Ahmedabad

Date : September 30, 2016

Signature :

Name of Company Secretary : Anand S. Lavingia

ACS No.: 26458 C. P. No.: 11410

Anand Lavingia  
Company Secretary  
AC. 26458  
COP 11410