

August 9, 2020

BSE Limited
P. J. Towers
Dalal Street, Fort
Mumbai - 400 001

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

Dear Sirs,

Sub.: Outcome of National Company Law Tribunal Convened Meetings of the Equity Shareholders, Secured Creditors and Unsecured Creditors

In continuation to our letters dated July 3, 2020, we wish to inform you that meetings of the Equity Shareholders, Secured Creditors and Unsecured Creditors of the Company were convened at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh on Saturday, August 8, 2020 at 11:00 A.M, 2:00 P.M. and 3:30 P.M. respectively, to approve the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited, Jubilant Stock Holding Private Limited, SSB Consultants & Management Services Private Limited, JCPL Life Science Ventures and Holdings Private Limited, JSPL Life Science Services and Holdings Private Limited, Jubilant Life Sciences Limited and Jubilant LSI Limited and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Act.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit the following:

- a) Summary of the proceedings of the NCLT convened meeting of the Equity Shareholders Annexure-A.
- b) Scrutinizer's Report dated August 8, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration), Rules, 2014 for the NCLT convened meeting of the Equity Shareholders Annexure-B1 (majority of shareholders representing three-fourth in value including shareholders belonging to the promoter and promoter group) and Annexure B2 (majority of the public shareholders excluding promoter and promoter group).
- c) Scrutinizer's Report dated August 8, 2020 for the NCLT convened meeting of the Secured Creditors Annexure-C.
- d) Scrutinizer's Report dated August 8, 2020, for the NCLT convened meeting of the Unsecured Creditors Annexure-D.

A Jubilant Bhartia Company



Jubilant Life Sciences Limited 1-A, Sector 16-A, Noida-201 301, UP, India Tel:+91 120 4361000 Fax:+91 120 4234895-96 www.jubl.com Regd Office: Bhartiagram, Gajraula Distt. Amroha - 244 223,



We further wish to inform that as per the Scrutinizers' Reports, the Equity Shareholders, Secured Creditors and Unsecured Creditors of the Company, at their respective meetings held on August 8, 2020, have approved the proposed Composite Scheme of Arrangement with the requisite majority.

The above documents will also be available on website of the Company at www.jubl.com.

This is for your information and records.

Thanking you,

Yours faithfully, For Jubilant Life Sciences Limited

Rajiv Shah Company Secretary

Encl.: as above

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Annexure-A

Summary of the proceedings of the National Company Law Tribunal ('NCLT') Convened Meeting of the Equity Shareholders of Jubilant Life Sciences Limited ('Company') held on Saturday, August 8, 2020 at 11:00 A.M, at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh

Pursuant to the Order of the National Company Law Tribunal, Allahabad Bench, passed on June 9, 2020 as corrected by the Order dated June 15, 2020 under Section 230(1) of the Companies Act, 2013 (the 'Act') in the Company Application No. 101/ALD/2020 and Notice of the meeting dated June 25, 2020, a meeting of the Equity Shareholders of Jubilant Life Sciences Limited was held on Saturday, August 8, 2020 at 11:00 A.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh to consider and, if thought fit, to approve the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited, Jubilant Stock Holding Private Limited, SSB Consultants & Management Services Private Limited, JCPL Life Science Ventures and Holdings Private Limited, JSPL Life Science Services and Holdings Private Limited, Jubilant Life Sciences Limited and Jubilant LSI Limited and their respective shareholders and creditors under Sections 66, 230 to 232 and other applicable provisions of the Act.

The following were in attendance:

- 1. Mr. Pradip Kumar, Chairman
- 2. Mr. Anuj Srivastava, Alternate Chairman
- 3. Mr. S.K. Gupta, Scrutinizer for the Meeting
- 4. Mr. Rajiv Shah, Company Secretary

Equity Shareholders present at the Meeting:

- 1. In Person 36
- 2. By Proxy- 6

Mr. Pradip Kumar, who was appointed as the Chairman of the Meeting pursuant to the Order of the Hon'ble National Company Law Tribunal, took the chair. The requisite quorum being present, the Chairman called the meeting to order.

The Register of Proxies, Statutory Registers and other documents as mentioned in the Notice dated June 25, 2020 were available for inspection by the Equity Shareholders at the meeting.

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The Chairman informed that the Notice of the meeting, the Explanatory Statement under Sections 230(3), 232(1), 232(2) and 102 of the Companies Act, 2013 read with rules made thereunder and the Scheme containing all the statutory annexures were dispatched to all the Equity Shareholders. With the consent of the Equity Shareholders, the Notice of the meeting was taken as read.

The Chairman thereafter provided brief background, rationale and salient features of the Scheme.

The following resolution as set out in the Notice convening the Meeting was put up to the Equity Shareholders for approval:

"RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board"), the arrangement embodied in the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited, Jubilant Stock Holding Private Limited, SSB Consultants & Management Services Private Limited, JCPL Life Science Ventures and Holdings Private Limited, JSPL Life Science Services and Holdings Private Limited, Jubilant Life Sciences Limited and Jubilant LSI Limited and their respective shareholders and creditors ("Composite Scheme") placed before this meeting, be and is hereby approved.

A Jubilant Bhartia Company



Regd Office: Bhartiagram, Gajraula Distt. Amroha - 244 223,



RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary in giving effect to the Composite Scheme, as the Board may deem fit and proper."

The Chairman informed the Equity Shareholders that in compliance with the applicable provisions of the Companies Act, 2013, rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 as amended from time to time, the Company has provided the facility of voting to Equity Shareholders through Postal ballot and Remote e-voting (through NSDL) which commenced on Thursday, July 9, 2020 at 9.00 a.m. (IST) and ended on Friday, August 7, 2020 at 5.00 p.m. (IST).

Further, Mr. Rajiv Shah, Company Secretary, informed the Equity Shareholders that the facility of voting through Ballot at the venue of the Meeting was also made available for the benefit of the Equity Shareholders who were present at the meeting but could not cast their vote through Remote e-voting or Postal Ballot.

He also informed that Mr. S. K. Gupta, Practicing Company Secretary, was appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal to scrutinize the votes cast at the meeting and also the votes cast by way of Remote e-voting and Postal Ballot, in an independent and fair manner.

The Chairman then invited the Equity Shareholders to seek any clarifications on the proposed Scheme. The Equity Shareholders expressed their satisfaction regarding the information provided in the notice dated June 25, 2020. Thereafter, the Equity shareholders cast their votes on the resolution as mentioned in the Notice convening the meeting, by Ballot at the venue of the Meeting.

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The Chairman informed the Equity Shareholders that the combined results of the Postal Ballot, Remote e-voting and voting by Ballot at the venue of the meeting would be announced not later than 48 hours from the conclusion of the Meeting.

He further informed that the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations, placed on the website of the Company as well as on the website of National Securities Depository Limited.

Subsequently, the Meeting was announced as closed.

Thereafter, the Scrutinizer's Report was received which mentioned that the Equity Shareholders have approved the proposed Composite Scheme of Arrangement with the requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully, For Jubilant Life Sciences Limited

Rajiv Shah Company Secretary

A Jubilant Bhartia Company



Regd Office: Bhartiagram, Gajraula Distt. Amroha - 244 223, UP, India

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CONSOLIDATED SCRUTNIZER'S REPORT

To.

Shri Pradip Kumar, Advocate

Chairman appointed for the Meeting of the Equity Shareholders of Jubilant Life Sciences Limited convened by the National Company Law Tribunal, Allahabad Bench pursuant to Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in Company Application No. 101 / ALD / 2020

Report of Scrutinizer on Remote E-voting process, Postal Ballot and Poll conducted at the Meeting of Equity Shareholders (including Promoters and Promoter Group) of Jubilant Life Sciences Limited ("the Company") convened by the National Company Law Tribunal, Allahabad Bench ("NCLT") and held on Saturday, 8th August, 2020 at 11.00 A.M. at the Registered office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh (hereinafter referred to as "the Meeting")

Dear Sir,

I, S.K.Gupta, Practicing Company Secretary (Membership No. FCS 2589) was appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench vide its Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in the Company Application No. 101 / ALD / 2020 as Scrutinizer for the purpose of conducting remote e-voting, postal ballot and poll at the venue of the Meeting of the Equity Shareholders of the Company held on Saturday, 8th August, 2020 at 11.00 A.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh, pursuant to the provisions of the Companies Act,



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2013 (the 'Act') read with applicable Rules made thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolution seeking approval of the Equity Shareholders to the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited (Applicant / Transferor Company No. 1), Jubilant Stock Holding Private Limited (Applicant / Transferor Company No. 2), SSB Consultants & Management Services Private Limited (Applicant / Transferor Company No. 3), JCPL Life Science Ventures and Holdings Private Limited (Applicant / Transferor Company No. 4), JSPL Life Science Services and Holdings Private Limited (Applicant / Transferor Company No. 5), Jubilant Life Sciences Limited (Applicant / Transferee / Demerged Company), Jubilant LSI Limited (Applicant / Resulting Company) and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 in terms of the Notice dated 25th June, 2020 convening the Meeting (the "Resolution")

I do hereby submit my report as under:-

- The Company had appointed National Securities Depository Limited ("NSDL")
 as the Agency for providing the e-voting platform to the Equity Shareholders
 of the Company. M/s Alankit Assignments Limited is the Registrar and Share
 Transfer Agent of the Company.
- 2. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made there under and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting done through e-voting, postal ballot and voting conducted through poll at the venue of the Meeting on the resolution contained in the Notice of the Meeting.



S.K. Gupta & Co.

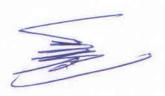
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3. The Cut-off Date was 5th June, 2020 for the purpose of deciding the Equity Shareholders entitled to vote through e-voting, postal ballot and voting conducted through poll at the venue of the Meeting by the Equity Shareholders on the resolution seeking their approval.

- The voting by the Equity Shareholders through the postal ballot and e-voting commenced at 9.00 A.M. (IST) on Thursday, 9th July, 2020 and has closed at 5.00 P.M. (IST) on Friday, 7th August, 2020.
- 5. My responsibility as a Scrutinizer for the voting process (through postal ballot, e-voting and voting conducted through poll at the venue of the Meeting) is restricted to scrutinize the postal ballot, e-voting process and voting conducted through poll at the venue of the meeting in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by NSDL, Postal Ballots received and voting conducted through poll at the venue of the Meeting.
- 6. The Company has, on the basis of the Register of Members and the list of beneficiary owners made available by the Depositories, completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip, Postal Ballot Form and postage-prepaid self-addressed business reply envelope etc. by e-mail and post to the Equity Shareholders of the Company (holding the equity shares as on 5th June, 2020) on 4th July, 2020 and also published an advertisement in this regard in 'Financial Express' and 'Hindustan Times' English Newspapers and in 'Jansatta' and 'Hindustan', Hindi Newspapers on 6th July, 2020 having wide circulation in District Gautam Budh Nagar and District Amroha where the



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Corporate Office and Registered Office of the Transferee Company / Demerged Company is situated.

- 7. The e-voting module was disabled and blocked by NSDL for voting on 5.00 P.M. (IST) on Friday, 7th August, 2020.
- 8. The Postal Ballot Forms received / votes cast up to the close of working hours 05:00 P.M. on Friday, 7th August, 2020 i.e. the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for my scrutiny.
- 9. On Saturday, 8th August, 2020, at the venue of the NCLT convened Meeting, at the end of the discussions, the Chairman appointed for the Equity Shareholders' Meeting directed for conducting the voting through poll for the Equity Shareholders who were present at the meeting but who had not cast their vote earlier through the postal ballot and e-voting module of NDSL.
- 10. On completion of the voting at the NCLT convened Meeting, NSDL provided to me the list of Shareholders who had cast their votes through e-voting, their holding details and the details of the votes cast on the Resolution.
- 11. The Postal Ballot Forms received from the Equity Shareholders holding shares in physical form were duly opened in my presence and were scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on 5th June, 2020.
- 12.I also counted the votes cast at the venue of the Meeting. The votes cast through poll conducted at the venue of the Meeting were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

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- 13.1 then unblocked the votes cast through the e-voting module of NSDL in the presence of two witnesses viz; Mr. Ankit Kumar Singh and Mr. Shubham Agarwal, who are not in employment of the Company.
- 14. No Postal Ballot Form / Polling paper was found to be defective.
- 15. The consolidated result of the voting through remote E-voting, Postal Ballot and voting conducted through Poll at the venue of the Meeting seeking approval of the Equity Shareholders (including Promoters and Promoter Group) of the Company to the Composite Scheme of Arrangement is as under:-

RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made thereunder (including any statutory modification or reenactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board"), the arrangement embodied in the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited, Jubilant Stock Holding Private Limited, SSB Consultants & Management Services Private Limited, JCPL Life Science Ventures and Holdings Private Limited, JSPL Life Science Services and

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Holdings Private Limited, Jubilant Life Sciences Limited and Jubilant LSI Limited and their respective shareholders and creditors ("Composite Scheme") placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary in giving effect to the Composite Scheme, as the Board may deem fit and proper."

A- VOTES IN FAVOUR OF THE RESOLUTION

Manner of Voting	Number of Equity Shareholders voted (in person or by proxy)	Number of votes cast by Equity Shareholders	% of total number of votes cast
Remote E-voting	476	10,88,71,746	99.934
Postal Ballot	1	100	_
Polling Paper	28	68,859	0.063
Total	505	10,89,40,705	99.997



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B- VOTES AGAINST THE RESOLUTION

Manner of Voting	Number of Equity Shareholders voted (in person or by proxy)	Number of votes cast by Equity Shareholders	% of total number of votes cast
Remote E-voting	29	2,299	0.003
Postal Ballot	-	-	
Polling Paper			
Total	29	2,299	0.003

C- INVALID VOTES

Manner of Voting	Number of Equity Shareholders whose votes were declared invalid	Number of votes them	cast by
Remote E-voting	-	-	
Postal Ballot	_	_	
Polling Paper	<u>_</u>	_	
Total	_	-	



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- 16. The combined list of Equity Shareholders who voted "FOR / AGAINST / INVALID" for the above resolution through remote e-voting, postal ballot and voting conducted through Poll at the venue of the Meeting, is handed over to the Chairman appointed for the meeting.
- 17. All relevant records of the voting conducted through remote e-voting, postal ballot and voting conducted through poll at the venue of the Meeting, were handed over to Shri Rajiv Shah, Company Secretary of the Company for safe keeping.
- 18. The resolution was passed with requisite majority of persons representing three-fourths in value of the Equity Shareholders of the Company voting through remote e-Voting, Postal Ballot and Poll at the venue of the Meeting who have cast their votes on the resolution.

Thanking you, Yours Faithfully,

(S.K.GUPTA) Scrutinizer

Practicing Company Secretary

F.C.S 2589 CP No. 1920 Counter signed by

(PRADIP KUMAR)

Chairman Appointed by the NCLT, Allahabad Bench for the NCLT convened Meeting of Equity Shareholders of Jubilant Life Sciences Limited ("Transferee Company / Demerged Company")

Place: Amroha Date: 08.08.2020

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CONSOLIDATED SCRUTNIZER'S REPORT

[Pursuant to SEBI Circular No. CFD / DIL3 / CIR / 2017 / 21 dated 10th March, 2017]

To,

Shri Pradip Kumar, Advocate

Chairman appointed for the Meeting of the Equity Shareholders of Jubilant Life Sciences Limited convened by the National Company Law Tribunal, Allahabad Bench pursuant to Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in Company Application No. 101 / ALD / 2020

Report of Scrutinizer on voting done through Remote E-voting process, Postal Ballot and Poll by the Public Shareholders (excluding Promoters and Promoter Group) of Jubilant Life Sciences Limited ("the Company") convened by the National Company Law Tribunal, Allahabad Bench ("NCLT") and held on Saturday, 8th August, 2020 at 11.00 A.M. at the Registered office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh (hereinafter referred to as "Meeting") in terms of SEBI Circular No. CFD / DIL 3 / CIR / 2017 / 21 dated 10th March, 2017

Dear Sir,

I, S.K. Gupta, Practicing Company Secretary (Membership No. FCS 2589) was appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench vide its Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in the Company Application No. 101 / ALD / 2020 as Scrutinizer for the purpose of conducting remote e-voting, postal ballot and poll at the venue of the Meeting of the Equity shareholders of the company held on Saturday, 8th August, 2020 at 11.00

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A.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh, pursuant to the provisions of the Companies Act, 2013 (the 'Act') read with applicable Rules made thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No. CFD / DIL3 / CIR / 2017 / 21 dated 10th March, 2017 issued by the Securities and Exchange Board of India ("SEBI Circular") on the resolution seeking approval of the Equity Shareholders to the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited (Applicant / Transferor Company No. 1), Jubilant Stock Holding Private Limited (Applicant / Transferor Company No. 2), SSB Consultants & Management Services Private Limited (Applicant / Transferor Company No. 3), JCPL Life Science Ventures and Holdings Private Limited (Applicant / Transferor Company No. 4), JSPL Life Science Services and Holdings Private Limited (Applicant / Transferor Company No. 5), Jubilant Life Sciences Limited (Applicant / Transferee / Demerged Company), Jubilant LSI Limited (Applicant / Resulting Company) and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 in terms of the Notice dated 25th June, 2020 convening the Meeting (the "Resolution")

I do hereby submit my report as under:-

- The Company had appointed National Securities Depository Limited ("NSDL")
 as the Agency for providing the e-voting platform to the Equity Shareholders
 of the Company. M/s Alankit Assignments Limited is the Registrar and Share
 Transfer Agent of the Company.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made there under and the Securities and Exchange Board of India (Listing Obligations

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and Disclosure Requirements) Regulations, 2015 relating to voting done through e-voting, postal ballot and voting conducted through poll at the venue of the Meeting on the resolution contained in the Notice of the Meeting.

- 3. The Cut-off Date was Friday, 5th June, 2020 for the purpose of deciding the Equity Shareholders entitled to vote through e-voting, postal ballot and voting conducted through poll at the venue of the Meeting by the Equity Shareholders on the resolution seeking their approval.
- The voting by the Equity Shareholders through the postal ballot and e-voting commenced at 9.00 A.M. (IST) on Thursday, 9th July, 2020 and has closed at 5.00 P.M. (IST) on Friday, 7th August, 2020.
- 5. My responsibility as a Scrutinizer for the voting process (through postal ballot, e-voting and voting conducted through poll at the venue of the Meeting) is restricted to scrutinize the postal ballot, e-voting process and voting conducted through poll at the venue of the meeting in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by NSDL, Postal Ballots received and voting conducted through poll at the venue of the Meeting.
- 6. The Company has, on the basis of the Register of Members and the list of beneficiary owners made available by the Depositories, completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip, postal ballot form and postage-prepaid self-addressed business reply envelope etc. by e-mail and post to the Equity Shareholders of the Company (holding the Equity shares as on 5th June, 2020) on 4th July, 2020 and also published an advertisement in this regard in 'Financial Express' and 'Hindustan Times' English Newspapers and

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in 'Jansatta' and 'Hindustan', Hindi Newspapers on 6th July, 2020 having wide circulation in District Gautam Budh Nagar and District Amroha where the Corporate Office and Registered Office of the Transferee Company / Demerged Company is situated.

- The e-voting module was disabled and blocked by NSDL for voting on 5.00
 P.M. (IST) on Friday, 7th August, 2020.
- The Postal Ballot Forms received / votes cast up to the close of working hours 05:00 P.M. on Friday, 7th August, 2020 i.e. the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for my scrutiny.
- 9. On Saturday, 8th August, 2020, at the venue of the NCLT convened Meeting, at the end of the discussions, the Chairman appointed for the Equity Shareholders' Meeting directed for conducting the voting through poll for the Equity Shareholders who were present at the meeting but who had not cast their vote earlier through the postal ballot and e-voting module of NDSL.
- 10. On completion of the voting at the NCLT convened Meeting, NSDL provided to me the list of Shareholders who had cast their votes through e-voting, their holding details and the details of the votes cast on the Resolution.
- 11. The Postal Ballot Forms received from the Equity Shareholders holding shares in physical form were duly opened in my presence and were scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on 5th June, 2020.
- 12. I also counted the votes cast at the venue of the Meeting. The votes cast through poll conducted at the venue of the Meeting were reconciled with the

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records maintained by the Company and the authorizations / proxies lodged with the Company.

- 13.1 then unblocked the votes cast through the e-voting module of NSDL in the presence of two witnesses viz; Mr. Ankit Kumar Singh and Mr. Shubham Agarwal who are not in employment of the Company.
- 14. No Postal Ballot Form / Polling paper was found to be defective.
- 15. The consolidated result of the voting through remote E-voting, Postal Ballot and voting conducted through Poll at the venue of the Meeting by the Public Shareholders (excluding Promoters and Promoter Group) of the Company to the Composite Scheme of Arrangement in terms of SEBI Circular No. CFD / DIL 3 / CIR / 2017 / 21 dated 10th March, 2017 is as under:-

RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made thereunder (including any statutory modification or reenactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board"), the arrangement embodied



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in the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited, Jubilant Stock Holding Private Limited, SSB Consultants & Management Services Private Limited, JCPL Life Science Ventures and Holdings Private Limited, JSPL Life Science Services and Holdings Private Limited, Jubilant Life Sciences Limited and Jubilant LSI Limited and their respective shareholders and creditors ("Composite Scheme") placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary in giving effect to the Composite Scheme, as the Board may deem fit and proper."

A- VOTES IN FAVOUR OF THE RESOLUTION

Manner	of	Number of Public	Number of votes	% of total
Voting		Shareholders voted (in person or by proxy)	cast by Public Shareholders	number of votes cast

F.C.S.

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Total	492	3,34,54,104	99.993
Polling Paper	28	68,859	0.206
Postal Ballot	1	100	
Remote E-voting	463	3,33,85,145	99.787

B- VOTES AGAINST THE RESOLUTION

Manner of Voting	Number of Public Shareholders voted (in person or by proxy)	Number of votes cast by Public Shareholders	% of total number of votes cast
Remote E-voting	29	2,299	0.007
Postal Ballot	. - 1	-	
Polling Paper		+	-
Total	29	2,299	0.007

C- INVALID VOTES

Manner of Voting	Number of Public Shareholders whose votes were declared invalid	Number them	of	votes	cast	by
Remote E-voting	-	-				
Postal Ballot	=					



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Polling Paper	**	-	
Total			

- 16. The combined list of Public Equity Shareholders who voted "FOR / AGAINST / INVALID" for the above resolution through voting conducted through poll at the venue of the Meeting and by e-voting and postal ballot process is handed over to the Chairman appointed for the Meeting.
- 17. All the relevant records of the voting conducted through poll at the venue of the meeting and postal ballots and e-voting voting were handed over to Shri Rajiv Shah, Company Secretary of the Company for safe keeping.
- 18. The resolution was passed with requisite majority of Public shareholders in terms of the observation letters by BSE and NSE dated 30th January, 2020 and 31st January, 2020 respectively and SEBI Circular No. CFD / DIL 3 / CIR / 2017 / 21 dated 10th March, 2017, as the majority of the Public shareholders cast their votes through remote e-Voting, Postal Ballot and Poll at the venue of the Meeting in favour of the resolution.

Thanking you, Yours Faithfully,

(S.K.GUPTA) Scrutinizer

Practicing Company Secretary

F.C.S 2589 CP No. 1920 Counter signed by

(PRADIP KUMAR)

Chairman Appointed by the NCLT, Allahabad Bench for the NCLT convened Meeting of Equity Shareholders of Jubilant Life Sciences Limited ("Transferee Company Demerged Company")

Place: Amroha Date: 08.08.2020

Annexure-C

S. K. GUPTA F.C.S.

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CONSOLIDATED SCRUTNIZER'S REPORT

To.

Shri Pradip Kumar, Advocate

Chairman appointed for the Meeting of the Secured Creditors of Jubilant Life Sciences Limited convened by the National Company Law Tribunal, Allahabad Bench pursuant to Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in Company Application No. 101 / ALD / 2020

Report of Scrutinizer on Postal Ballot and Poll conducted at the Meeting of Secured Creditors of Jubilant Life Sciences Limited ("the Company") convened by the National Company Law Tribunal, Allahabad Bench ("NCLT") and held on Saturday, 8th August, 2020 at 2.00 P.M. at the Registered office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh (hereinafter referred to as "Meeting")

Dear Sir,

I, S.K. Gupta, Practicing Company Secretary (Membership No. FCS 2589) was appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench vide its Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in the Company Application No. 101 / ALD / 2020 as Scrutinizer for the purpose of conducting Postal Ballot and Poll at the venue of the Meeting of the Secured Creditors of the Company held on Saturday, 8th August, 2020 at 2.00 P.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh, pursuant to the provisions of the Companies Act, 2013 (the 'Act') read with applicable Rules made thereunder on the resolution seeking approval of the Secured Creditors to the Composite Scheme of Arrangement

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between HSB Corporate Consultants Private Limited (Applicant / Transferor Company No. 1), Jubilant Stock Holding Private Limited (Applicant / Transferor Company No. 2), SSB Consultants & Management Services Private Limited (Applicant / Transferor Company No. 3), JCPL Life Science Ventures and Holdings Private Limited (Applicant / Transferor Company No. 4), JSPL Life Science Services and Holdings Private Limited (Applicant / Transferor Company No. 5), Jubilant Life Sciences Limited (Applicant / Transferee / Demerged Company), Jubilant LSI Limited (Applicant / Resulting Company) and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 in terms of the Notice dated 25th June, 2020 convening the Meeting (the "Resolution").

I do hereby submit my report as under:-

- The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made there under relating to voting done through Postal Ballot and voting conducted through Poll at the venue of the Meeting on the resolution contained in the Notice of the Meeting.
- The Cut-off Date was 31st January, 2020 for the purpose of deciding the Secured Creditors entitled to vote through postal ballot and voting conducted through poll at the venue of the Meeting by the Secured Creditors on the resolution seeking their approval.
- The voting by the Secured Creditors through the postal ballot commenced at 9.00 A.M. (IST) on Thursday, 9th July, 2020 and closed at 5.00 P.M. (IST) on Friday, 7th August, 2020.

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4. My responsibility as a Scrutinizer for the voting process (through postal ballot and voting conducted through poll at the venue of the Meeting) is restricted to scrutinize the postal ballot and voting conducted through poll at the venue of the meeting in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolution stated in the Notice, based on postal ballot and voting conducted through poll at the venue of the Meeting.

- 5. The Company has, on the basis of the list of Secured Creditors made upto 31st January, 2020, completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip, postal ballot form and postage-prepaid self-addressed business reply envelope etc. to the Secured Creditors of the Company on 3rd July, 2020 and also published an advertisement in this regard in 'Financial Express' and 'Hindustan Times' English Newspapers and in 'Jansatta' and 'Hindustan', Hindi Newspapers on 6th July, 2020 having wide circulation in District Gautam Budh Nagar and District Amroha where the Corporate Office and Registered Office of the Transferee Company / Demerged Company is situated.
- The Postal Ballot Forms received / votes cast up to the close of working hours 05:00 p.m. on Friday, 7th August, 2020 i.e. the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for my scrutiny.
- 7. On Saturday, 8th August, 2020, at the venue of the NCLT convened Meeting, at the end of the discussions, the Chairman appointed for the Secured Creditors' Meeting directed for conducting the voting through poll for the Secured Creditors who were present at the meeting but who had not cast their vote earlier through the postal ballot process.

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8. No Postal Ballot Form for the meeting of the Secured Creditors of the company was received .

- The Ballot Box kept for polling was locked in my presence with due identification marks placed by me at the venue of the Meeting.
- 10. The Secured Creditors put in duly filled in Ballot papers in the locked Ballot box.
- 11. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
- 12. There were no ballot papers, which were incomplete and / or which were otherwise found defective.
- 13. The consolidated result of the voting through postal and poll conducted at the venue of the meeting for seeking approval of the Secured Creditors of the Company to the Composite Scheme of Arrangement is as under:-

RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made thereunder (including any statutory modification or reenactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of

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regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board"), the arrangement embodied in the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited, Jubilant Stock Holding Private Limited, SSB Consultants & Management Services Private Limited, JCPL Life Science Ventures and Holdings Private Limited, JSPL Life Science Services and Holdings Private Limited, Jubilant Life Sciences Limited, and Jubilant LSI Limited and their respective shareholders and creditors ("Composite Scheme") placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary in giving effect to the Composite Scheme, as the Board may deem fit and proper."



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Consolidated Report on result through Postal Ballot and the voting conducted through Poll at the venue of the Meeting of Secured Creditors of Jubilant Life Sciences Limited ("Transferee Company / Demerged Company")

Particulars	Votes cast in	Votes cast	Total
	favour	against	
I. Secured Creditors who voted by the process of Postal Ballot			
(a) Number		120	
(b) Value of debt (Rs.)			**
II. Secured Creditors present in person			
(a) Number	1	: =	1
(b) Value of debt (Rs.)	3,75,00,00,000	-	3,75,00,00,000
III. Secured Creditors present by proxy			
(a) Number	1	a.e.	1
(b) Value of Debt (Rs.)	1,35,00,00,000		1,35,00,00,000
TOTAL (I + II + III)			
(a) Number	2		2



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(b) Value of Debt (Rs.)	5,10,00,00,000		5,10,00,00,000
(b) value of Debt (Ns.)	3, 10,00,00,000	N ac	3,10,00,00,000
% age to Total	100		100
Votes cast			

- 14. The Ballot papers and all other relevant records were handed over to Shri Rajiv Shah, Company Secretary of the Company, the person authorized by the Board of the Applicant Company for safe keeping.
- 15. The resolution was passed with requisite majority of persons representing three-fourths in value of the Secured debts of the Company voting through Postal Ballot and Poll at the venue of the Meeting, who have cast their votes on the resolution.

Thanking you, Yours Faithfully,

(S.K.GUPTA) Scrutinizer

Practicing Company Secretary

F.C.S 2589 CP No. 1920 Counter signed by

(PRADIP KUMAR)

Chairman Appointed by the NCLT, Allahabad Bench for the NCLT convened Meeting of Secured Creditors of Jubilant Life Sciences Limited ("Transferee Company / Demerged Company")

Place: Amroha Date: 08.08.2020

S.K. Gupta & Co. Company Secretaries

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Annexure-D

CONSOLIDATED SCRUTNIZER'S REPORT

To,

Shri Pradip Kumar, Advocate

Chairman appointed for the Meeting of the Unsecured Creditors of Jubilant Life Sciences Limited convened by the National Company Law Tribunal, Allahabad Bench pursuant to Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in Company Application No. 101 / ALD / 2020

Report of Scrutinizer on Postal Ballot and Poll conducted at the Meeting of Unsecured Creditors of Jubilant Life Sciences Limited ("the Company") convened by the National Company Law Tribunal, Allahabad Bench ("NCLT") and held on Saturday, 8th August, 2020 at 3.30 P.M. at the Registered office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh (hereinafter referred to as "Meeting")

Dear Sir,

I, S.K. Gupta, Practicing Company Secretary (Membership No. FCS 2589) was appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench vide its Order dated 9th June, 2020 as corrected by Order dated 15th June, 2020 passed in the Company Application No. 101 / ALD / 2020 as Scrutinizer for the purpose of conducting Postal Ballot and Poll at the venue of the Meeting of the Unsecured Creditors of the Company held on Saturday, 8th August, 2020 at 3.30 P.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh, pursuant to the provisions of the Companies Act, 2013 (the 'Act') read with applicable Rules made thereunder on the resolution seeking approval of the Unsecured Creditors to the Composite Scheme of Arrangement

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between HSB Corporate Consultants Private Limited (Applicant / Transferor Company No. 1), Jubilant Stock Holding Private Limited (Applicant / Transferor Company No. 2), SSB Consultants & Management Services Private Limited (Applicant / Transferor Company No. 3), JCPL Life Science Ventures and Holdings Private Limited (Applicant / Transferor Company No. 4), JSPL Life Science Services and Holdings Private Limited (Applicant / Transferor Company No. 5), Jubilant Life Sciences Limited (Applicant / Transferee / Demerged Company), Jubilant LSI Limited (Applicant / Resulting Company) and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 in terms of the Notice dated 25th June, 2020 convening the Meeting (the "Resolution").

I do hereby submit my report as under:-

- The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made there under relating to voting done through Postal Ballot and voting conducted through Poll at the venue of the Meeting on the resolution contained in the Notice of the Meeting.
- The Cut-off Date was 31st January, 2020 for the purpose of deciding the Unsecured Creditors entitled to vote through Postal Ballot and voting conducted through Poll at the venue of the Meeting by the Unsecured Creditors on the resolution seeking their approval.
- The voting by the Unsecured Creditors through the postal ballot commenced at 9.00 A.M. (IST) on Thursday, 9th July, 2020 and has closed at 5.00 P.M.
 (IST) on Friday, 7th August, 2020.

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4. My responsibility as a Scrutinizer for the voting process (through Postal Ballot and voting conducted through Poll at the venue of the Meeting) is restricted to scrutinize the Postal Ballot and voting conducted through Poll at the venue of the meeting in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolution stated in the Notice, based on the postal ballot and voting conducted through poll at the venue of the Meeting.

- 5. The Company has, on the basis of the list of Unsecured Creditors made upto 31st January, 2020, completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip, Postal Ballot Form and postage-prepaid self-addressed business reply envelope etc. to the Unsecured Creditors of the Company on 3rd July, 2020 and also published an advertisement in this regard in 'Financial Express' and 'Hindustan Times' English Newspapers and in 'Jansatta' and 'Hindustan', Hindi Newspapers on 6th July, 2020 having wide circulation in District Gautam Budh Nagar and District Amroha where the Corporate Office and Registered Office of the Transferee Company / Demerged Company is situated.
- The Postal Ballot Forms received / votes cast up to the close of working hours 05:00 p.m. on Friday, 7th August, 2020 i.e. the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for my scrutiny.
- 7. On Saturday, 8th August, 2020, at the venue of the NCLT convened Meeting, at the end of the discussions, the Chairman appointed for the Unsecured Creditors' Meeting directed for conducting the voting through poll for the Unsecured Creditors who were present at the meeting but who had not cast their vote earlier through the postal ballot process.

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 The Postal Ballot Forms received from the Unsecured Creditors were duly opened in my presence and were scrutinized. The value of debt was matched / confirmed with the List of Unsecured Creditors as on 31st January, 2020.

- 9. The Ballot Box kept for polling was locked in my presence with due identification marks placed by me at the venue of the Meeting.
- 10. The Unsecured Creditors put in duly filled in Ballot papers in the locked Ballot box.
- 11. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
- 12. One postal ballot form was found defective which was not considered for reckoning of results.
- 13. The consolidated result of the voting through Postal Ballot and Poll conducted at the venue of the Meeting seeking approval of the Unsecured Creditors of the Company to the Composite Scheme of Arrangement is as under:-

RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made thereunder (including any statutory modification or reenactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to

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approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board"), the arrangement embodied in the Composite Scheme of Arrangement between HSB Corporate Consultants Private Limited, Jubilant Stock Holding Private Limited, SSB Consultants & Management Services Private Limited, JCPL Life Science Ventures and Holdings Private Limited, JSPL Life Science Services and Holdings Private Limited, Jubilant Life Sciences Limited, and Jubilant LSI Limited and their respective shareholders and creditors ("Composite Scheme") placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary in giving effect to the Composite Scheme, as the Board may deem fit and proper."



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Consolidated Report on result through Postal Ballot and the voting conducted through Poll at the venue of the Meeting of Unsecured Creditors of Jubilant Life Sciences Limited ("Transferee Company / Demerged Company")

Particulars	Votes cast in	Votes cast	Total
	favour	against	
I. Unsecured Creditors who voted by the process of Postal Ballot			
(a) Number	6	*	6
(b) Value of debt (Rs.)	20,89,597.67	F	20,89,597.67
II. Unsecured Creditors present in person			
(a) Number	21		21
(b) Value of Debt (Rs.)	6,97,20,20,213.59		6,97,20,20,213.59



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III. Unsecured Creditors present by proxy			
(a) Number	5	1221	5
(b) Value of Debt (Rs.)	2,74,98,214.26	-	2,74,98,214.26
TOTAL (I + II + III)			
(a) Number	32	-	32
(b) Value of Debt (Rs.)	7,00,16,080,25.52	(w)	7,00,16,080,25.52
% age to Total Votes cast	100	-	100

14. The Ballot papers and all other relevant records were handed over to Shri Rajiv Shah, Company Secretary of the Company, the person authorized by the Board of the Applicant Company for safe keeping.

F.C.S.

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15. The resolution was passed with requisite majority of persons representing three-fourths in value of the Unsecured debts of the Company voting through Postal Ballot and Poll at the venue of the Meeting, who have cast their votes of the resolution.

Thanking you, Yours Faithfully,

(S.K.GUPTA) Scrutinizer

Practicing Company Secretary

F.C.S 2589 CP No. 1920 Counter signed by

(PRADIP KUMAR)

Chairman Appointed by the NCLT, Allahabad Bench for the NCLT convened Meeting of Unsecured Creditors of Jubilant Life Sciences Limited ("Transferee Company /

Demerged Company")

Place: Amroha Date: 08.08.2020