



**Sword & Shield Pharma Ltd.**

CIN: L24231GJ1995PLC024809

**Date:** September 29, 2017

To,  
The Listing Compliance  
**BSE Limited**  
Ground Floor,  
P J Towers Fort,  
Mumbai – 400 001.

Respected Sir/Ma'am,

**Sub: Disclosure of Voting Results of 22<sup>nd</sup> Annual General Meeting of the Company held on September 29, 2017 as per Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Ref: SWORD & SHIELD PHARMA LIMITED**  
**(Security Id: SWORDNSH Security Code: 531637)**

This is to inform you that the Twenty Second (22<sup>nd</sup>) Annual General Meeting (AGM) of the Company was held on Friday, September 29, 2017 at 09:00 A.M. IST and concluded at 09:30 A.M. at the Registered Office of the Company situated at 55, World Business House, Near Parimal Garden, Ambawadi, Ahmedabad – 380 006.

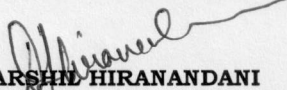
Please find enclosed Disclosure of Voting Results under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Remote e-Voting of the Company started from Tuesday, September 26, 2017 at 10:00 A.M. till Thursday, September 28, 2017 at 05:00 P.M. and the poll was conducted at the AGM held on Friday, September 29, 2017.

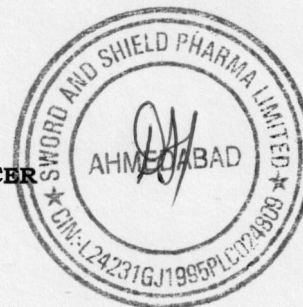
Kindly take this letter on your record and oblige us.

Thanking You,

Yours Faithfully

For, **SWORD & SHIELD PHARMA LIMITED**

  
**DARSHID HIRANANDANI**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**(ACS - 47986)**



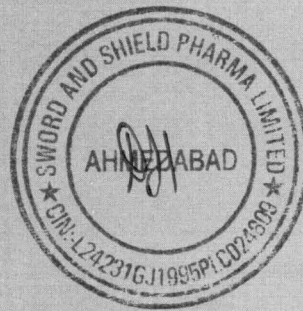
**Registered Office:** 55, World Business House, Near Parimal Garden, Ambawadi, Ahmedabad – 380 006.

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

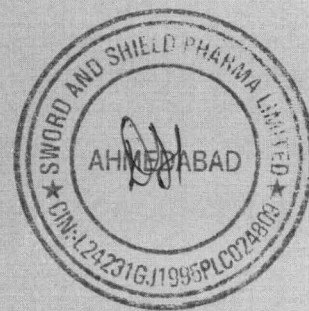
**Phone:** +91 98250 79759

**General information about company**

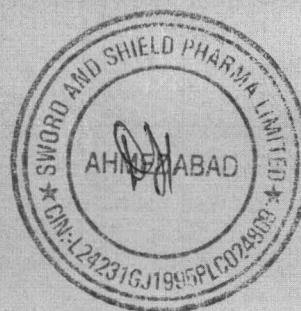
Scrip code	531637
Name of the company	Sword & Shield Pharma Limited
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	29-09-2017
Start time of the meeting	09:00 AM
End time of the meeting	09:30 AM



<b>Voting results</b>	
Record date	22-09-2017
Total number of shareholders on record date	1030
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	1028
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

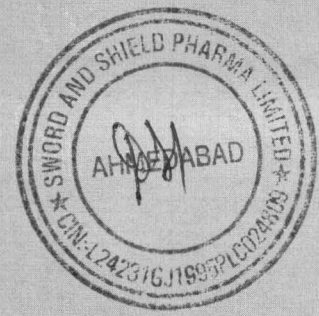


Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider, approve and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 together with Reports of the Directors and 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	340000	0	0	0	0	0	0
	Poll <sup>4</sup>		340000	100	340000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		340000	340000	100	340000	0	100
Public-Institutions	E-Voting	7400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7400	0	0	0	0	0
Public- Non Institutions	E-Voting	4803200	9294	0.1935	9294	0	100	0
	Poll		2221512	46.2507	2221512	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4803200	2230806	46.4442	2230806	0	100
Total		5150600	2570806	49.9127	2570806	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

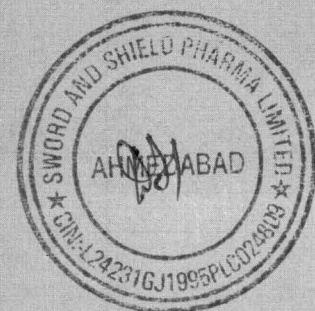


**Resolution(1)**

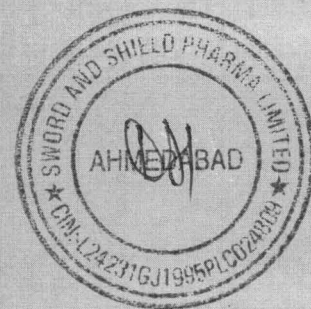
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		Total



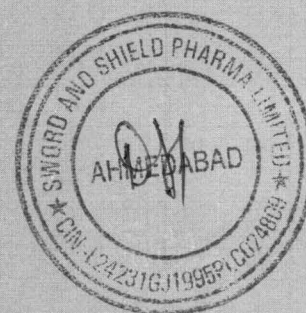
Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Pravinbhai Patel (DIN: 01877446), who retires by rotation and being eligible, offers himself for reappointment.				
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	340000	0	0	0	0	0	0
	Poll		340000	100	340000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		340000	340000	100	340000	0	100
Public-Institutions	E-Voting	7400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7400	0	0	0	0	0
Public- Non Institutions	E-Voting	4803200	9294	0.1935	6354	2940	68.3667	31.6333
	Poll		2221512	46.2507	2221512	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4803200	2230806	46.4442	2227866	2940	99.8682
Total		5150600	2570806	49.9127	2567866	2940	99.8856	0.1144
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		Total



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the appointment of Auditors.				
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	340000	0	0	0	0	0	0
	Poll		340000	100	340000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		340000	340000	100	340000	0	100
Public-Institutions	E-Voting	7400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7400	0	0	0	0	0
Public- Non Institutions	E-Voting	4803200	9294	0.1935	6654	2640	71.5946	28.4054
	Poll		2221512	46.2507	2221512	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4803200	2230806	46.4442	2228166	2640	99.8817
Total		5150600	2570806	49.9127	2568166	2640	99.8973	0.1027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





**Resolution(3)**

Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		<b>Total</b>



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

Date: 29/09/2017

To,  
The Chairman of the Meeting  
**Sword and Shield Pharma Limited**  
55, World Business House,  
Near Parimai Garden, Ambawadi,  
Ahmedabad – 380006

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 22nd Annual General Meeting of members of the Sword And Shield Pharma Limited held on Friday, September 29, 2017 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 22<sup>nd</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, 2017 and the reports of the Director's and the Auditor's thereon;
2. **Ordinary Resolution** for appointment of a Director in place of Mr. Pravinbhai Patel (DIN: 01877446), who retires by rotation and being eligible, seeks re-appointment;

Office No. 415-416 4<sup>th</sup> Floor, Pushpam Complex, Opp. Seema Hall, Anand Nagar Road,  
Satellite, Ahmedabad - 380 051.

O/Fax: 079 - 4005 1702 M: +91 94270 49481



# CS Anand S. Lavingia

ACS, LL.b (Spl.). B. Com

Practicing Company Secretary

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, September 22, 2017, 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 August 28, 2017.
  - Through permitted (in physical) mode to the other members on September 2, 2017.
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.nsd.com](http://www.evoting.nsd.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 August 30, 2017 &
  - B. Free Press Gujarat (English Language) on August 30, 2017.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 22, 2017 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 26, 2017 at 10.00 A.M. and ended on Thursday, September 28, 2017 at 05:00 P.M. and members of the Company, holding Equity Shares of the Company as on Friday, September 22, 2017, 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 paper 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 29, 2017 around 11.36 pm, 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.

Office No. 415-416 4<sup>th</sup> Floor, Pushpam Complex, Opp. Seema Hall, Anand Nagar Road,  
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**CS Anand S. Lavingia**  
**ACS, LL.b (Spl.). B. Com**  
**Practicing Company Secretary**

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 29, 2017 is **annexed herewith**.
10. The Register, all other papers and relevant records relating to remotee-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 & Compliance Officer 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 29, 2017**

**Signature:**

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

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

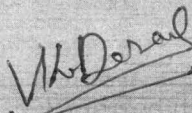
**Declaration**

We, the undersigned witnessed that;

1. The physical ballot papers were opened in our presence;
2. The remote e-voting result/list was unblocked and downloaded from the NSDL website ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) in our presence around at 11:36 A.M. on Friday, September 29, 2017 at the office of Mr. Anand Lavingia, the scrutinizer.

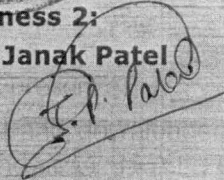
**Witness 1:**

**Mr. Vikram Desai**



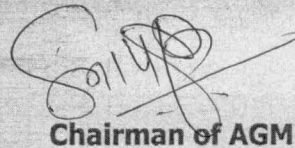
**Witness 2:**

**Mr. Janak Patel**



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

**Chairman of AGM**



**Office No. 415-416 4<sup>th</sup> Floor, Pushpam Complex, Opp. Seema Hall, Anand Nagar Road,  
Satellite, Ahmedabad - 380 051.**

**O/Fax: 079 - 4005 1702 M: +91 94270 49481**

# CS Anand S. Lavingia

ACS, LL.b (Spl.). B. Com  
Practising 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, 2017 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	18	10	28	2561512	9294	2570806	100
Assent	18	10	28	2561512	9294	2570806	100
Dissent	0	0	0	0	0	0	-
Invalid	0	0	0	0	0	0	-
<b>Total</b>	<b>18</b>	<b>10</b>	<b>28</b>	<b>2561512</b>	<b>9294</b>	<b>2570806</b>	<b>100</b>

### Resolution 2

Appointment of a Director in place of Mr. Pravinbhai Patel (DIN: 01877446), 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	18	10	28	2561512	9294	2570806	100
Assent	18	8	26	2561512	6354	2567866	99.88
Dissent	0	2	2	0	2940	2940	0.11
Invalid	0	0	0	0	0	0	-
<b>Total</b>	<b>18</b>	<b>10</b>	<b>28</b>	<b>2561512</b>	<b>9294</b>	<b>2570806</b>	<b>100</b>

### 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	18	10	28	2561512	9294	2570806	100
Assent	18	9	27	2561512	6654	2568166	99.90
Dissent	0	1	1	0	2640	2640	0.10
Invalid	0	0	0	0	0	0	-
<b>Total</b>	<b>18</b>	<b>10</b>	<b>28</b>	<b>2561512</b>	<b>9294</b>	<b>2570806</b>	<b>100</b>

Place: Ahmedabad

Date : September 29, 2017

Signature :

Name of Company Secretary : Anand S. Lavingia

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



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