

Summary of proceedings of 27th Annual General Meeting

The 27th Annual General Meeting (AGM) of the Members of **Auro Laboratories Limited** was held on Monday, September 26, 2016 at 11.30 a.m. at the Registered Office of the Company.

Mr. Sharat Deorah, chaired the Meeting. All Directors were present at the Meeting. As the requisite quorum in compliance with the Companies Act, 2013 was present, the Chairperson commenced the proceedings of the Meeting. The Chairperson welcomed the members to the 27th AGM of the Company and called the meeting to order. Thereafter, he introduced all the Directors to the Members. The Chairperson then delivered his speech.

The Members were informed that the Company had provided the facility of Remote e-voting to the Members through M/s. Sharex Dynamic (India) Private Limited in respect of all the items to be transacted at this AGM. The e-voting period commenced on September 23, 2016 at 9.00 a.m. (IST) and ended on September 25, 2016 at 5.00 p.m. (IST). In Remote e-voting, the shareholders have voting rights in proportion to their shares in the Paid-up Equity Capital and to maintain parity, Poll is called on all the Resolutions, instead of show of hands. Members, who have already voted through Remote e-voting process, shall not be debarred from participation at the meeting, but he/she shall not be entitled to vote again at the meeting and the vote cast by him/her through Remote e-voting shall be treated as final.

Mr. Mahesh Soni, Practicing Company Secretary is appointed as Scrutinizer to conduct the Poll Process in a fair and transparent manner and report on the results of the Poll. The Consolidated results of the Remote e-voting and Poll will be declared within 48 hours of the AGM. The Results will be filed with the Stock Exchange and also uploaded on the website of the Company. In the usual course, the Members are requested to propose and second the Resolutions before the Poll is taken on all the Resolutions.

The following items of business as per the Notice of AGM dated May 30, 2016, were transacted at the Meeting:

ORDINARY BUSINESS:

1. Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016 including the Audited Balance Sheet as at March 31, 2016, the Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditor's thereon.

2. Appointment Mrs. Kavita V. Sharma (DIN: 07139910) who retires by rotation and being eligible, offers herself for re-appointment.
3. Ratification of appointment of Statutory Auditors, M/s. Kothari Jain & Associates, Chartered Accountants for their balance term commencing from the conclusion of the 27th Annual General Meeting until the conclusion of the 28th Annual General Meeting.

The Chairperson invited comments and questions from the Members. The queries raised by the Members were answered by the Chairperson. The Chairperson briefed the Members regarding the results of the first quarter of the FY 2016-17 and the future business plans of the Company.

Voting was conducted by Poll on all the Resolutions as set out in the Notice dated May 30, 2016.

After completion of the Poll, the meeting concluded with a vote of thanks to the Chair.

Based on the attached Scrutinizer's Report, all the Resolutions as set out in the Notice have been passed with requisite majority.

Yours faithfully,

For **AURO LABORATORIES LIMITED**



SIDDHARTHA DEORAH

(DIN: 00230796)

DIRECTOR

Encl.: as above

FORM No. MGT-13

Combined Report of Scrutinizer for Remote e-voting & Poll Process
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of
the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
M/s. Auro Laboratories Limited,
K-56 MID C, Tarapur Industrial Area,
Thane - 401506.

**Subject: 27th Annual General Meeting of the Shareholders of M/s. Auro
Laboratories Limited held on 26th September, 2016 at 11:30 a.m. at the registered
office of the Company.**

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 27th AGM of Equity Shareholders of M/s. Auro Laboratories Limited at their Meeting held on 26th September, 2016 at the Registered Office of the Company.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the Resolutions contained in the Notice of the 27th AGM of the Members of the Company. Our responsibility as a Scrutinizer for the Remote e-voting process and for the Poll at the 27th AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the Resolutions as stated below on the report generated from the Remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by



Company to provide Remote e-voting facilities and the Report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in our presence with due identification marks placed by us.

The locked Ballot box was subsequently opened by us in the presence of two witnesses, who are not in employment of the Company, thereafter; the Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations/ proxies lodged with the Company. Incomplete, invalid and defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under:

ITEM NO. 1: ORDINARY RESOLUTION:

Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016 including the Audited Balance Sheet as at March 31, 2016, the Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditor's thereon.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	-	-	-	-	-	-	-	-
Poll/Ballot voting	3286220	3286220	31	100	0	0	0	0
Total	3286220	3286220	31	100	0	0	0	0



ITEM NO. 2: ORDINARY RESOLUTION:

Appointment Mrs. Kavita V. Sharma (DIN: 07139910) who retires by rotation and being eligible, offers herself for re-appointment.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	-	-	-	-	-	-	-	-
Poll/Ballot voting	3286220	3286220	31	100	0	0	0	0
Total	3286220	3286220	31	100	0	0	0	0

ITEM NO. 3: ORDINARY RESOLUTION:

Ratification of appointment of Statutory Auditors, M/s. Kothari Jain & Associates, Chartered Accountants for their balance term commencing from the conclusion of the 27th Annual General Meeting until the conclusion of the 28th Annual General Meeting.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	-	-	-	-	-	-	-	-
Poll/Ballot voting	3286220	3286220	31	100	0	0	0	0
Total	3286220	3286220	31	100	0	0	0	0



All the resolutions voted through Remote e-voting and Poll Process were passed with Requisite Majority.

The Poll papers and all other relevant records were sealed and handed over to the Chairperson of the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries



MAHESH SONI
PARTNER
FCS: 3706; COP: 2324

PLACE: MUMBAI
DATE: SEPTEMBER 27, 2016.