



RPG LIFE SCIENCES LIMITED
Unit No. 208-213, B Wing,
Bezzola Complex,
Sion-Trombay Road, Chembur,
Mumbai 400071, India
Tel: +91-22-25292152-55
Fax: +91-22-25297423

August 20, 2020

To

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C-1, G- Block,
Bandra - Kurla Complex, Bandra (East)
Mumbai – 400 051

BSE Limited

Corporate Relationship Department
25, P.J. Towers,
Dalal Street,
Mumbai 400 001

Symbol: RPGLIFE

Scrip Code: 532983

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) - Brief Proceeding and details of the voting results of the Thirteenth Annual General Meeting of the Company.

Pursuant to Regulation 30 read with Para A of Part A in Schedule III of the Listing Regulations, we enclose herewith the brief proceedings of the Thirteenth Annual General Meeting (AGM) of the Company held on Thursday, August 20, 2020 at 3:00 p.m. as **Annexure A**.

Further, pursuant to Regulation 44(3) of the Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we are also submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format along with the Consolidated report of the Scrutinizer as **Annexure B** and **Annexure C** respectively.

All the resolutions at AGM were passed with requisite majority.

The above information will be uploaded on the website of the Company i.e. www.rpglifesciences.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

You are requested to take the same on records.

Thanking you,

Yours faithfully,
For RPG Life Sciences Limited

Vishal Shah
Chief Financial Officer



Encl: as above

Annexure – A

Proceedings of the AGM

The Thirteenth Annual General Meeting ('AGM') of RPG Life Sciences Limited ('the Company'), was held on Thursday, August 20, 2020 at 3:00 P.M. (IST) through Video Conferencing or Other Audio-Visual Means.

Mr. H. V. Goenka, Chairman of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order at 3:00 p.m. The Chairman welcomed the Members to the AGM.

The Chairman informed the Members that in view of the continuing COVID-19 pandemic, and to ensure social distancing norms, the Thirteenth Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with circulars issued by the Ministry of Corporate Affairs (MCA) in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and Listing Regulations.

The members of the Board who were attending the meeting then introduced themselves.

The Chairman informed that the representatives of Statutory Auditors "BSR & Co. LLP" and Secretarial Auditors "Parikh Parekh & Associates" were also attending this meeting.

The Chairman also informed the Members that there was no proxy facility available for this meeting, as it was dispensed by MCA while other statutory registers were available for inspection electronically.

The Chairman informed that the Notice of the meeting was already sent to the members and therefore was taken as read. He mentioned that the Auditors Report as well as Secretarial Auditors Report did not contain any qualification, observation or adverse comment, hence, it was not required to read these Reports at the meeting.

The Chairman addressed the shareholders highlighting inter-alia the financial performance of the Company for the financial year 2019-20.

As the Company Secretary could not attend the meeting, Mr. Mahesh Narayanaswamy informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company has provided the facility to vote at the meeting through e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. Mitesh Dhaliwala of M/s. Parikh Parekh & Associates, Practicing Company Secretaries were appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and they would hand over the combined report on voting within forty eight hours of conclusion of the AGM.

The Chairman then informed the Company had provided the facility to the Members to register themselves in advance during the prescribed time given in the notice to the AGM, by sending request from their registered email ID to express their views or ask questions during the AGM. The Company has not had any registrations during the prescribed period.



The Chairman thanked the Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Chief Financial Officer of the Company to receive the voting results and intimate the same to the stock exchanges.

Items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and e-voting at the AGM:

Sr. No.	Businesses conducted at the AGM	Type of Resolution
1.	Adoption of Audited Financial Statements for the financial year ended March 31, 2020 and the Reports of the Directors and Auditors thereon.	Ordinary
2.	Confirmation of payment of Interim Dividend of Rs.4.00 per Equity Share paid during the financial year, as final dividend for the financial year 2019-20.	Ordinary
3.	Re-appointment of Mr. Sachin Nandgaonkar (DIN:03410739) as a Director of the Company.	Ordinary
4.	Appointment of Mr. Bhaskar Iyer (DIN:00480341) as an Independent Director for a term of 5 (five) consecutive years.	Ordinary
5.	Ratification of remuneration payable to Cost Auditors of the Company.	Ordinary

All the resolutions at AGM were passed with requisite majority





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Annexure – B

RPG Life Sciences Limited

Details regarding the voting results of the business transacted at the AGM In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Date of the Annual General Meeting	August 20, 2020
Total number of shareholders on record date (as on August 13, 2020)	18, 650
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group: Public:	 Not Applicable Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group: Public:	 24 54



RPG Life Sciences Limited

Resolution Required : (Ordinary)			1 - Adoption of Audited Financial Statements for the financial year ended March 31, 2020 together with Reports of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	11919219	11919219	100.0000	11919219	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11919219	100.0000	11919219	0	100.0000	0.0000
Public Institutions	E-Voting	24854	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4594942	42833	0.9322	42810	23	99.9463	0.0537
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42833	0.9322	42810	23	99.9463	0.0537
Total		16539015	11962052	72.3263	11962029	23	99.9998	0.0002



RPG Life Sciences Limited

Resolution Required : (Ordinary)			2 - Confirmation of payment of Interim Dividend of Rs.4.00 per Equity Share paid during the financial year, as final dividend for the financial year 2019-20.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	11919219	11919219	100.0000	11919219	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11919219	100.0000	11919219	0	100.0000	0.0000
Public Institutions	E-Voting	24854	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4594942	42833	0.9322	42799	34	99.9206	0.0794
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42833	0.9322	42799	34	99.9206	0.0794
Total		16539015	11962052	72.3263	11962018	34	99.9997	0.0003



RPG Life Sciences Limited

Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Sachin Nandgaonkar (DIN:03410739) as Director, liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	11919219	11919219	100.0000	11919219	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11919219	100.0000	11919219	0	100.0000	0.0000
Public Institutions	E-Voting	24854	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4594942	42833	0.9322	42796	37	99.9136	0.0864
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42833	0.9322	42796	37	99.9136	0.0864
Total		16539015	11962052	72.3263	11962015	37	99.9997	0.0003



RPG Life Sciences Limited

Resolution Required : (Ordinary)			4 - Appointment of Mr. Bhaskar Iyer (DIN:00480341) as an Independent Director for a term of 5 (five) consecutive years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	11919219	11919219	100.0000	11919219	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11919219	100.0000	11919219	0	100.0000	0.0000
Public Institutions	E-Voting	24854	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4594942	42833	0.9322	42796	37	99.9136	0.0864
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42833	0.9322	42796	37	99.9136	0.0864
Total		16539015	11962052	72.3263	11962015	37	99.9997	0.0003



RPG Life Sciences Limited

Resolution Required : (Ordinary)			5 - Ratification of Remuneration to Cost Auditors.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	11919219	11919219	100.0000	11919219	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11919219	100.0000	11919219	0	100.0000	0.0000
Public Institutions	E-Voting	24854	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	4594942	42833	0.9322	42725	108	99.7479	0.2521
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42833	0.9322	42725	108	99.7479	0.2521
Total		16539015	11962052	72.3263	11961944	108	99.9991	0.0009



PARIKH PAREKH & ASSOCIATES
COMPANY SECRETARIES

Office:

111, 11th Floor, Sai-Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Industrial
Estate, Off Link Road, Above Shabari
Restaurant, Andheri (W), Mumbai :
400053
Tel No 26301232 / 26301233 /
26301240
Email: cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
RPG Life Sciences Limited
RPG House
463, Dr. Annie Besant Road
Worli, Mumbai – 400 030

Dear Sir,

Sub: Consolidated Scrutinizer’s Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and remote e-voting during the AGM for the 13th Annual General Meeting of RPG Life Sciences Limited held on Thursday, August 20, 2020 at 03.00 p.m. (IST) through video conferencing (‘VC’) / other audio visual means (‘OAVM’).

I, Mitesh Dhabliwala, of Parikh Parekh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of RPG Life Sciences Limited pursuant to Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 13th Annual General Meeting (“AGM”) of RPG Life Sciences Limited on Thursday, August 20, 2020 at 03.00 p.m.(IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated June 05, 2020, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) and SEBI Circular dated May 12, 2020.

Continuation Sheet

The Company had availed the e-voting facility offered by National Securities Depository Limited's ('NSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, August 17, 2020 (9:00 a.m. IST) and ended on Wednesday, August 19, 2020 (5:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, August 13, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2020 and the Report of the Directors and Auditors' thereon.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
100	119,62,029	100.00 (Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	23	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To confirm payment of Interim Dividend of Rs. 4.00 per equity share paid during the financial year 2019-20 as final dividend on equity shares of the Company for the financial year ended March 31, 2020.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
98	1,19,62,018	100.00(Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	34	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. Sachin Nandgaonkar (DIN:03410739), who retires by rotation, and being eligible, offers himself for re-appointment.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
99	1,19,62,015	100.00(Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	37	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution

Appointment of Mr. Bhaskar Iyer (DIN:00480341) as Director and Independent Director of the Company.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
99	1,19,62,015	100.00(Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	37	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 5: Ordinary Resolution**Ratification of Remuneration of Cost Auditors**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
97	1,19,61,944	100.00(Rounded Off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	108	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

**Mitesh
Dhabliwala**

Digitally signed by Mitesh Dhabliwala
DN: c=IN, o=Personal, postalCode=400056, st=Maharashtra,
2.5.4.20=93df8136c49c0a2dd48dd81e0a324bccdda8397ae0
0205ac7cb12d6b568b7f9,
serialNumber=276a7ae95c804fa7001ebcf53a8edc3272635d
e80558851e40027f5756775fa, cn=Mitesh Dhabliwala
Date: 2020.08.20 16:37:34 +05'30'

Mitesh Dhabliwala
Parikh Parekh & Associates
Practising Company Secretaries
FCS: 8331 CP No.: 9511
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai – 400053

Place: Mumbai
Dated: August 20, 2020