



Registered Address: B 403, Pranav Commercial Plaza,  
MG Road, Mulund West, Mumbai 400080

**FORM MGT-13**  
**SCRUTINIZER'S CONSOLIDATED REPORT ON REMOTE E-VOTING & E-VOTING**  
**[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman of 31<sup>st</sup> Annual General Meeting ("AGM") of Equity Shareholders of Fischer Medical Ventures Limited (Formerly known as Fischer Chemic Limited) held on the 17<sup>th</sup> September, 2024 at 11:00 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the AGM 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 including any statutory modifications thereof for the 31<sup>st</sup> Annual General Meeting ("AGM") of M/s. Fischer Medical Ventures Limited (Formerly known as Fischer Chemic Limited) held on the 17<sup>th</sup> September, 2024 at 11:00 a.m. through Video Conferencing (VC)/Other Audio Visual Means(OAVM).

I, Nuren Lodaya, Proprietor of M/s. Nuren Lodaya and Associates., Practicing Company Secretaries from Mumbai, was appointed as Scrutinizer for the purpose of scrutinizing remote e-voting including the E-voting process conducted at the 31<sup>st</sup> Annual General Meeting ("AGM") of Equity Shareholders of Fischer Medical Ventures Limited (Formerly known as Fischer Chemic Limited) held on the 17<sup>th</sup> September, 2024 at 11:00 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM). pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'Listing Regulations').

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, if any, relating to remote E-voting prior to the date of AGM and E-voting process during the AGM.

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

I submit my report as under:

1. The notice dated 14<sup>th</sup> August, 2024 of Annual General Meeting, 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 General Circular No. 09/2023 dated September 25, 2023 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI" ) vide circular dated 07<sup>th</sup> October, 2023 (read with previous circulars) ("collectively referred to as Applicable Circulars").
2. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting during the AGM by the Shareholders of the Company.
3. The Shareholders of the Company holding shares as on the "cut-off" date i.e. September 10, 2024, were entitled to vote on the proposed resolution(s) as set out in notice of 31<sup>st</sup> Annual General meeting.

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4. The e-voting period for Remote e-voting commenced from Saturday 14<sup>th</sup> September, 2024 at 9:00 a.m. (IST) and ended on Monday, 16<sup>th</sup> September, 2024 at 5:00 p.m. (IST) and the NDSL e-voting platform was disabled thereafter.
5. In addition to sending Notice of the AGM to the shareholders, through electronic mode, the Company has also made available the full Annual Report on the website of the Company viz., <https://www.fischermv.com/> and also on the websites of the Stock Exchange including NSDL, the e-Voting Service Provider.
6. As prescribed in the applicable Circulars and in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company released an Advertisement in English language in "Financial Express" newspaper and in Marathi language in "Mumbai Lakshadeep" on 27<sup>th</sup> August, 2024. The notice published in the newspaper carried the Required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20.
7. After the closure of voting during the AGM, the report on e-voting done during the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked by us at 12.10 P.M. on 17<sup>th</sup> September, 2024 in the presence of Mrs. Babita Rajput and Mr. Deepak Pandit who are not in the employment of the Company.
8. M/s. Pellucid Networks Private Limited (Proposed Allottee) Management has expressed unwillingness to participate in the preferential offer. Accordingly Resolution no. 3 is deleted and to be abstained from voting.
9. Corrigendum to the Notice of the 31<sup>st</sup> Annual General Meeting of the Shareholders was shared on 11<sup>th</sup> September, 2024 to Delete Resolution no.3, Modification of table containing the shareholding pattern of the Company, Modification to Point No.19 in Page No. 218 and Modification to Page No. 221.
10. Based on the data downloaded from the official website of the NDSL for the remote e-voting and e-voting process, we have scrutinized and reviewed the remote e-voting and e-voting process and votes tendered therein.

I now submit my combined Report as under on the result of the remote e-voting and e-voting in respect of all the resolutions proposed in the Notice of 31<sup>st</sup> Annual General Meeting:

Item No.	Type of Resolution	Subject Matter
1.	Ordinary	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY ALONG WITH AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE FINANCIAL YEAR ENDED 31/03/2024 TOGETHER WITH THE REPORTS OF AUDITOR AND BOARD OF DIRECTORS THEREON.
2	Ordinary	TO APPOINT A DIRECTOR, IN THE PLACE OF MS. SVETLANA RAO RAVIWADA (DIN: 06899295) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT
3*	Special	TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Pellucid Network)
4	Special	TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Health Digital Technologies Sdn. Bhd.)
5	Special	TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Sriram Kusumanchi (USP data Labs PTE LTD)
6	Special	TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Edusoft Healthcare Private Limited)
7	Special	TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH

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	(Share Swap Arrangement with Wondertech Group)
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\*The Company through Corrigendum filed on September 11, 2024 has deleted the Resolution No. 3 hence it is not to be considered for voting.

**Resolution No.1 (Ordinary)**

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY ALONG WITH AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY AND ITS SUBSIDIARIES FOR THE FINANCIAL YEAR ENDED 31/03/2024 TOGETHER WITH THE REPORTS OF AUDITOR AND BOARD OF DIRECTORS THEREON.

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

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	77	50953756	99.99
Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>77</b>	<b>50953756</b>	<b>99.99</b>

**ii) Voted against the resolution:**

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	2	2	0.01
Voting at AGM	0	0	0
<b>Total Voting</b>	<b>2</b>	<b>2</b>	<b>0.01</b>

**iii) Invalid votes:**

Mode of Voting	No. Of Members whose votes were declared Invalid	Number of votes cast
Remote e-voting	0	0
Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

**Resolution No. 2 (Ordinary)**

TO APPOINT A DIRECTOR, IN THE PLACE OF MS. SVETLANA RAO RAVIWADA (DIN: 06899295) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT.

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

Registered Address: B 403, Pranav Commercial Plaza,  
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Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	77	50953756	99.99
Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>77</b>	<b>50953756</b>	<b>99.99</b>

**ii) Voted against the resolution:**

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	2	2	0.01
Voting at AGM	0	0	0
<b>Total Voting</b>	<b>2</b>	<b>2</b>	<b>0.01</b>

**iii) Invalid votes:**

Mode of Voting	No. Of Members whose votes were declared Invalid	Number of votes cast
Remote e-voting	0	0
Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

**Resolution No. 3 (Special)**

TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Pellucid Network)

**\*The Company through Corrigendum filed on September 11, 2024 has deleted the Resolution No. 3 hence it is not to be considered for voting.****Resolution No. 4 (Special)**

TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Health Digital Technologies Sdn. Bhd.)

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

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	77	50953756	99.99
Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>77</b>	<b>50953756</b>	<b>99.99</b>

Registered Address: B 403, Pranav Commercial Plaza,  
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Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	2	2	0.01
Voting at AGM	0	0	0
<b>Total Voting</b>	<b>2</b>	<b>2</b>	<b>0.01</b>

**iii) Invalid votes:**

Mode of Voting	No. Of Members whose votes were declared Invalid	Number of votes cast
Remote e-voting	0	0
Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

**Resolution No. 5 (Special)**

TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Sriram Kusumanchi (USP data Labs PTE LTD))

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

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	77	50953756	99.99
Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>77</b>	<b>50953756</b>	<b>99.99</b>

**ii) Voted against the resolution:**

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	2	2	0.01
Voting at AGM	0	0	0
<b>Total Voting</b>	<b>2</b>	<b>2</b>	<b>0.01</b>

**iii) Invalid votes:**

Mode of Voting	No. Of Members whose votes were declared	Number of votes cast
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Registered Address: B 403, Pranav Commercial Plaza,  
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	Invalid	
Remote e-voting	0	0
Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

**Resolution No. 6 (Special)**

TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Edusoft Healthcare Private Limited)

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

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	77	50953756	99.99
Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>77</b>	<b>50953756</b>	<b>99.99</b>

**ii) Voted against the resolution:**

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	2	2	0.01
Voting at AGM	0	0	0
<b>Total Voting</b>	<b>2</b>	<b>2</b>	<b>0.01</b>

**iii) Invalid votes:**

Mode of Voting	No. Of Members whose votes were declared Invalid	Number of votes cast
Remote e-voting	0	0
Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

**Resolution No. 7 (Special)**

TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTER FOR CONSIDERATION OTHER THAN CASH (Share Swap Arrangement with Wondertech Group)

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

Registered Address: B 403, Pranav Commercial Plaza,  
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Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	77	50953756	99.99
Voting at AGM	0	0	0.00
<b>Total Voting</b>	<b>77</b>	<b>50953756</b>	<b>99.99</b>

**ii) Voted against the resolution:**

Mode of Voting	No. Of Members voted through electronic means	Number of votes cast	Percentage of total number of votes cast
Remote e-voting	2	2	0.01
Voting at AGM	0	0	0
<b>Total Voting</b>	<b>2</b>	<b>2</b>	<b>0.01</b>

**iii) Invalid votes:**

Mode of Voting	No. Of Members whose votes were declared Invalid	Number of votes cast
Remote e-voting	0	0
Voting at AGM	0	0
<b>Total Voting</b>	<b>0</b>	<b>0</b>

The relevant records relating to remote e-voting and e-voting were handed over to the Person authorized by the Board for safe keeping.

**Thanking you,**

For CS Nuren Lodaya and Associates



**CS Nuren Lodaya**  
**Proprietor**  
**M No. A60128**  
**COP No. 24248**  
**PR No. 5666/2024**  
**UDIN: A060128F001247831**  
**Date: 18/09/2024**  
**Place: Mumbai**