



**NORRIS**  
**MEDICINES LIMITED**



Factory : Plot No. 801/P, GIDC Estate,  
ANKLESHWAR 393 002. (Gujarat)  
Regd. Office : Plot No. 801/P, GIDC Estate,  
ANKLESHWAR 393 002. (Gujarat)  
Telephone : (02646) 223462, 227530  
Fax : (02646) 250126  
E-mail : contact@norrispharma.com  
Website : www.norrispharma.com  
CIN : L24230GJ1990PLC086581

**Date: September 29<sup>th</sup>, 2025**

To,  
Department of Corporate Service (DCS-CRD),  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

**Sub: Voting Results for 34<sup>th</sup> Annual General Meeting of Norris Medicines Limited held for the financial year 2024-2025 on September 29<sup>th</sup>, 2025.**

**Ref.: Norris Medicines Limited, Scrip Code- 524414**

Dear Sir/Madam,

Pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Voting Results of the 34<sup>th</sup> AGM of the Company, held today i.e. Monday, September 29<sup>th</sup>, 2025 through Video Conferencing/Other Audio-Visual Means. The Meeting commenced at 03:30 p.m. (IST) and concluded at 03:54 p.m. (IST).

Kindly take the above on record and acknowledge receipt of the same.

Thank You,

Yours Faithfully,

**FOR NORRIS MEDICINES LIMITED**

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**VIMAL D. SHAH**  
**DIRECTOR**  
**DIN: 01506655**

General information about company	
Scrip code	524414
NSE Symbol	NOTLISTED
MSEI Symbol	
ISIN	INE744C01029
Name of the company	Norris Medicines Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2025
Start time of the meeting	03:30 PM
End time of the meeting	03:54 PM

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Scrutinizer Details	
Name of the Scrutinizer	HEMANT SHRIPAD SHETYE
Firms Name	HSPN AND ASSOCIATES LLP
Qualification	CS
Membership Number	F2827
Date of Board Meeting in which appointed	01-09-2025
Date of Issuance of Report to the company	29-09-2025

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Voting results	
Record date	22-09-2025
Total number of shareholders on record date	25972
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	33
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	

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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 and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2025 together with Reports of Board of 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	3400131	2394791	70.4323	2394791	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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. Praveen J. Bafna, (DIN No. 06538685), who retires by rotation and being eligible, offers himself for re-appointment.				
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	3400131	2394791	70.4323	2394791	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll							
	Postal Ballot (if applicable)							
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Sathya Venkatachalam as a Non-Executive Independent Director of the Company.				
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	3400131	2394791	70.4323	2394791	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll							
	Postal Ballot (if applicable)							
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

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Textual Information(1)	<p>At the 34th AGM held on September 29, 2025, the Members of the Company had approved the appointment of Ms. Sathya Venkatachalam (DIN: 06970735), as an Independent Director of the Company, for a period of 5 (five) consecutive years w.e.f. September 25, 2024 and whose current period of office will expire on September 24, 2029. The Company has received a declaration from Ms. Sathya Venkatachalam (DIN: 06970735) that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, she has also confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge duties as an Independent Director without any external influence. In the opinion of the Board of Directors of the Company, she fulfills the conditions specified in the Act, Rules framed there under and the Listing Regulations, as amended for appointment of Independent Director. A brief profile of Ms. Sathya Venkatachalam (DIN: 06970735) is given in the table below on Details of the Directors seeking appointment/re-appointment at the 34th AGM. She has attended all one Board meetings during the financial year 2024-25 as per details provided in Corporate Governance report which forms a part of the Annual Report. Based on the performance evaluation of Ms. Sathya Venkatachalam (DIN: 06970735), the Board of Directors of the Company at their meeting held on 25th September, 2024 have approved and recommended her appointment as an Independent Director, for a term of 5 (five) years till 24th September, 2029, subject to the approval of the Members, as provided in the resolution, and she shall not be liable to retire by rotation at the AGM as provided under Section 152(6) of the Act. Further, as per the requirement of the Circular No. List/Comp/14/2018-19 dated 20th June, 2018 issued by BSE on the subject of enforcement of SEBI Orders regarding appointment of Directors by listed companies, we hereby affirm that she is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority. The Board of Directors consider that Ms. Sathya Venkatachalam (DIN: 06970735) has requisite expertise, versatility, extensive and enriched experience that will be of benefit to the Company. She is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Board recommends passing of the Resolution at Item No. 3 of the Notice as a Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Ms. Sathya Venkatachalam, are in any way concerned or interested in the Resolution, as set out in Item No. 3 of the Notice. The Board recommends the resolution at Item no. 3 to be passed as Ordinary Resolution.</p>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s HSPN & Associates, LLP, Practicing Company Secretaries as Secretarial Auditor and fix their remuneration				
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	3400131	2394791	70.4323	2394791	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll							
	Postal Ballot (if applicable)							
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

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Textual Information(1)	<p>In terms of Securities and Exchange Board of Indias Notification No. SEBI/LADNRO/GN/2024/218 dated 12th December, 2024 and pursuant to amendment in Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with Section 204 of Companies Act, 2013 (the Act) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the Rules) and other applicable provisions of the Act, if any, every listed company is required to appoint a Secretarial Audit firm as Secretarial Auditor not more than 2 (two) terms of 5 (Five) consecutive years, subject to the approval of the Members in its AGM. Accordingly, in terms of the aforesaid requirement and subject to the approval of the Members, the Board of Directors of the Company upon the recommendation of the Audit Committee at their respective meetings held on 23rd May, 2025, approved the appointment of M/s. HSPN &amp; Associates LLP, Peer Reviewed Firm of Company Secretaries in Practice (Peer Review No. 6035/2024), as Secretarial Auditor of the Company for a term of 5 (Five) consecutive years from 1st April, 2025 to 31st March, 2030.</p>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the Managerial Remuneration of Mr. Vimal D. Shah (DIN 01506655) being Executive Director of Company.				
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	3400131	2394791	70.4323	2394791	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll							
	Postal Ballot (if applicable)							
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

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Textual Information(1)	<p>Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V, a company having inadequate/no profits, may subject to certain conditions including the passing of a special resolution, pay such remuneration to its managerial personnel Mr. Vimal Shah, as an Executive Director as may be decided by the Board of Directors on the recommendation of Nomination and Remuneration Committee. Mr. Vimal D. Shah has contributed to Companies success and wellbeing through his immense hard work and expertise leading to companies progress, thus the Nomination and Remuneration Committee has decided to revise his remuneration upto Rs. 24 Lakhs p.a. Considering his association with the Company and adequate experience in various fields, the Board recommends confirmation. The Companies (Amendment) Act, 2017 brought changes in the provisions of Section 197 and Schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by removing the requirement of Central Government approval for payment of remuneration in excess of 11% of net profits of the company and also increased the limits of yearly Managerial remuneration in case of no profit or inadequate profit. The Board recommends the resolution at Item no. 5 to be passed as Special Resolution.</p>



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in the limits of borrowing authorized by the company.				
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	3400131	2394791	70.4323	2394791	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll							
	Postal Ballot (if applicable)							
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	


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Textual Information(1)	<p>Pursuant to Section 180(1)(c) of the Companies Act, 2013 the Companies Act, 2013 mandates that the Board of Directors must obtain approval from the shareholders through a special resolution for any borrowing that exceeds the limits specified by the Articles of Association of the company or its paid-up capital and free reserves. As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors requires specific shareholder authorization if the Company wishes to borrow funds in excess of its paid-up capital and free reserves, whether by way of loans, debentures, or any other financial instruments. This is to ensure that the Company maintains adequate control over its borrowing levels and does not exceed the limits that may jeopardize its financial stability. The Company has identified the need to borrow additional funds to finance its expansion, operational requirements, or to meet short-term financial obligations. The borrowing will be utilized for expansion, working capital, acquisitions, debt refinancing, etc., which is essential for the Companys growth and development up to a value of Rs. 20 Crores. Given that the borrowing in question may exceed the current limits allowed under the Companys Articles of Association, it is necessary to seek the approval of the shareholders as required by Section 180(1)(c). This approval will provide the Board with the necessary authority to borrow funds in excess of the Companys existing limits. The Board recommends the resolution at Item no. 6 to be passed as Special Resolution.</p>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authorization for sale, lease, or disposal of the whole or substantially the whole of the company's undertaking by the Company.				
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	3400131	2394791	70.4323	2394791	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll							
	Postal Ballot (if applicable)							
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

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Textual Information(1)	<p>Authorization for sale, lease, or disposal of the whole or substantially the whole of the company's undertaking by the Company. Pursuant to Section 180(1)(a) of the Companies Act, 2013 the Company proposes to obtain shareholder approval to authorize the sale, lease, transfer, or disposal of the whole or substantially the whole of the Companys undertaking, including but not limited to its assets, properties, business, or any part thereof. This is in accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013, which mandates that the Board of Directors must obtain the approval of the shareholders through a special resolution before disposing of the whole or substantially the whole of the Companys undertaking for the amount not exceeding Rs. 10 Crore. The Company has considered the strategic business requirements and the opportunity to optimize its assets, which may include the sale, lease, or disposal of certain parts of its business, assets, or properties. This could be essential for restructuring, achieving operational efficiency, or focusing on core business operations. Such decisions will help the Company streamline operations, reduce noncore business activities, and align with its long-term growth strategy. Given the importance and impact of the transaction, the Board of Directors has deemed it necessary to seek shareholder approval, as per the legal requirements of Section 180(1)(a), before proceeding with any such transactions. The Board recommends the resolution at Item no. 7 to be passed as Special Resolution.</p>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Enhancement of the existing limit under Section 186 of the Companies Act, 2013				
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	3400131	2394791	70.4323	2394791	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3400131	2394791	70.4323	2394791	0	100	0
Public- Institutions	E-Voting	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
	Poll							
	Postal Ballot (if applicable)							
	Total	6600569	4228089	64.0564	4200429	27660	99.3458	0.6542
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Total		10000700	6622880	66.2242	6595220	27660	99.5824	0.4176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

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Textual Information(1)	<p>The Company, in the course of its business, makes investments and provides loans, guarantees, or securities to any other entities for strategic purposes or to support their operations and working capital requirements. As per the provisions of Section 186(2) of the Companies Act, 2013, a company is restricted from: 1. Giving any loan to any person or other body corporate, 2. Giving any guarantee or providing any security in connection with a loan to any other body corporate or person, and 3. Acquiring by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, unless prior approval of the shareholders is obtained by way of a special resolution. The Board of Directors, at its meeting held on 1st September, 2025, approved the proposal to enhance the limit under Section 186 up to Rs.10 crores and recommends the same for shareholders approval by way of a special resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their directorships or shareholdings in the companies where such investments/loans/guarantees may be made. Relevant documents referred to in the resolution and this Explanatory Statement are available for inspection at the registered office of the Company during business hours on all working days up to the date of the meeting. The Board recommends the resolution at Item no. 8 to be passed as Special Resolution.</p>

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

