



# Marksans Pharma Ltd.

27<sup>th</sup> September, 2019

**BSE Limited**

Corporate Relation Department  
Phiroze Jeejeeboi Towers,  
Dalal Street,  
Mumbai – 400001.  
Scrip Code: 524404

**National Stock Exchange of India Limited**

Listing Department  
Exchange Plaza, C-1, Block-G,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400051.  
Symbol: MARKSANS

Dear Sir/Madam,

**Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of Voting Results of the 27<sup>th</sup> Annual General Meeting of Marksans Pharma Limited**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of the voting conducted through remote e-voting during 23<sup>rd</sup> September, 2019 to 25<sup>th</sup> September, 2018 (both days inclusive) and through Poll at the 27<sup>th</sup> Annual General Meeting of Marksans Pharma Limited held on 26<sup>th</sup> September, 2019 along with Consolidated report of the Scrutinizer.

You are requested to take note of the same.

Thanking You.

Yours faithfully,  
For **Marksans Pharma Limited**

**Harshvardhan Panigrahi**  
Company Secretary & Manager-Legal

**Marksans Pharma Ltd.**

11th Floor, "GRANDEUR", Opp. Gundecha Symphony, Veera Desai Extension Road, Oshiwara,  
Andheri (W), Mumbai - 400 053 • Tel.: +91 22 4001 2000 • E-mail: info@marksanspharma.com  
www.marksanspharma.com

MARKSANS PHARMA LIMITED

Details of voting results of the 27<sup>th</sup> Annual General Meeting of Marksans Pharma Limited held on Thursday, 26<sup>th</sup> September, 2019 at 10:30 AM at GMS Banquet, Opp. Indian Oil Nagar, D.N. Nagar Metro Station, New Link Road, Andheri (West), Mumbai – 400 053.

<b>Date of theAGM/EGM</b>	26 <sup>th</sup> September, 2019
<b>Total number of shareholders on record date (i.e. Friday, 20<sup>th</sup> September, 2019 – Cut-off date fixed for e-voting)</b>	126810
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group	2
Public	58
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable



Agenda- wise disclosure

Resolution 1 :		Adoption of Financial Statements of the Company for the year ended 31st March, 2019.						
Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	197491733	197491733	100.00	197491733	0	100.00	0.00
	POLL*	197491733	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197491733	197491733	100.00	197491733	0	100.00	0.00
Public - Institutions	E-VOTING	14198383	7386328	52.02	7386328	0	100.00	0.00
	POLL*	14198383	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	14198383	7386328	52.02	7386328	0	100.00	0.00
Public-Non Institutions	E-VOTING	197623582	88088	0.05	86671	1417	98.39	1.61
	POLL*	197623582	660811	0.33	660811	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197623582	748899	0.38	747482	1417	99.81	0.19
TOTAL		409313698	205626960	50.24	205625543	1417	100.00	0.00

\* Poll indicates vote by Ballot Paper at the venue of AGM  
This excludes 2,36,220 invalid/abstain votes.



<b>Resolution 2 :</b>	Declaration of dividend on equity shares and preference shares for the financial year ended 31st March 2019.
<b>Resolution required :(Ordinary / Special)</b>	<b>Ordinary Resolution</b>
<b>Whether promoter/promoter group are interested in the agenda/resolution ?</b>	<b>No</b>

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	197491733	197491733	100.00	197491733	0	100.00	0.00
	POLL*	197491733	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197491733	197491733	100.00	197491733	0	100.00	0.00
Public - Institutions	E-VOTING	14198383	7622548	53.69	7622548	0	100.00	0.00
	POLL*	14198383	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	14198383	7622548	53.69	7622548	0	100.00	0.00
Public-Non Institutions	E-VOTING	197623582	88088	0.05	87821	267	99.70	0.30
	POLL*	197623582	660811	0.33	660811	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197623582	748899	0.38	748632	267	99.96	0.04
<b>TOTAL</b>		<b>409313698</b>	<b>205863180</b>	<b>50.29</b>	<b>205862913</b>	<b>267</b>	<b>100.00</b>	<b>0.00</b>

\* Poll indicates vote by Ballot Paper at the venue of AGM  
This excludes 0 invalid/abstain votes.



<b>Resolution 3 :</b>	Re-appointment of Mrs. Sandra Saldanha (DIN: 00021023), who retires by rotation and being eligible offers herself for re-appointment.
<b>Resolution required :(Ordinary / Special)</b>	<b>Ordinary Resolution</b>
<b>Whether promoter/promoter group are interested in the agenda/resolution ?</b>	<b>No</b>

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	197491733	197491733	100.00	197491733	0	100.00	0.00
	POLL*	197491733	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197491733	197491733	100.00	197491733	0	100.00	0.00
Public - Institutions	E-VOTING	14198383	7622548	53.69	7622548	0	100.00	0.00
	POLL*	14198383	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	14198383	7622548	53.69	7622548	0	100.00	0.00
Public-Non Institutions	E-VOTING	197623582	88088	0.05	86371	1717	98.05	1.95
	POLL*	197623582	660811	0.33	660811	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197623582	748899	0.38	747182	1717	99.77	0.23
<b>TOTAL</b>		<b>409313698</b>	<b>205863180</b>	<b>50.29</b>	<b>205861463</b>	<b>1717</b>	<b>100.00</b>	<b>0.00</b>

\* Poll indicates vote by Ballot Paper at the venue of AGM

This excludes 0 invalid/abstain votes.





<b>Resolution 4 :</b>	Appointment of Mr. Abhinna Sundar Mohanty (DIN: 00007995) as an Independent Director of the Company.
<b>Resolution required :(Ordinary / Special)</b>	<b>Ordinary Resolution</b>
<b>Whether promoter/promoter group are interested in the agenda/resolution ?</b>	<b>No</b>

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	<b>E-VOTING</b>	197491733	197491733	100.00	197491733	0	100.00	0.00
	<b>POLL*</b>	197491733	0	0.00	0	0	0.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>	197491733	197491733	100.00	197491733	0	100.00	0.00
<b>Public - Institutions</b>	<b>E-VOTING</b>	14198383	7622548	53.69	7622548	0	100.00	0.00
	<b>POLL*</b>	14198383	0	0.00	0	0	0.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>	14198383	7622548	53.69	7622548	0	100.00	0.00
<b>Public-Non Institutions</b>	<b>E-VOTING</b>	197623582	88088	0.05	86387	1701	98.07	1.93
	<b>POLL*</b>	197623582	660811	0.33	660811	0	100.00	0.00
	<b>POSTAL BALLOT</b>	0	0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>	197623582	748899	0.38	747198	1701	99.77	0.23
<b>TOTAL</b>		409313698	205863180	50.29	205861479	1701	100.00	0.00

\* Poll indicates vote by Ballot Paper at the venue of AGM  
This excludes 0 invalid/abstain votes.




Resolution 5 :		Approval of Marksans Employee Stock Option Scheme 2019.						
Resolution required :(Ordinary / Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	197491733	197491733	100.00	197491733	0	100.00	0.00
	POLL*	197491733	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197491733	197491733	100.00	197491733	0	100.00	0.00
Public - Institutions	E-VOTING	14198383	7622548	53.69	1650320	5972228	21.65	78.35
	POLL*	14198383	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	14198383	7622548	53.69	1650320	5972228	21.65	78.35
Public-Non Institutions	E-VOTING	197623582	87888	0.04	85651	2237	97.46	2.55
	POLL*	197623582	660811	0.33	660811	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	197623582	748699	0.38	746462	2237	99.70	0.30
<b>TOTAL</b>		<b>409313698</b>	<b>205862980</b>	<b>50.29</b>	<b>199888515</b>	<b>5974465</b>	<b>97.10</b>	<b>2.90</b>

\* Poll indicates vote by Ballot Paper at the venue of AGM

This excludes 200 invalid/abstain votes.

All the resolutions mentioned in the 27<sup>th</sup> AGM notice dated August 9, 2019 as per the details above stand passed under Remote e-voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on the date of the date of the AGM.

*Ravi*



**JINESH DEDHIA & ASSOCIATES  
COMPANY SECRETARIES**

A-103, Raj Satyam CHS, Ashok Van, Shiv Vallabh Road, Dahisar (East), Mumbai-400068  
Email Id:-jinesh1986dedhia@gmail.com, Contact No.8108852470/9082900155

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**Consolidated Scrutinizer's Report on Remote e-voting and voting through physical ballot conducted at the Twenty Seventh (27<sup>th</sup>) Annual General Meeting of Marksans Pharma Limited held on September 26, 2019.**

To  
The Chairman  
**Marksans Pharma Limited**  
11<sup>th</sup> Floor, Grandeur  
Veera Desai Extension Road  
Oshiwara, Andheri (W)  
Mumbai – 400053

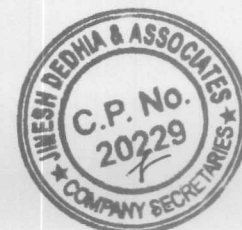
**Twenty Seventh Annual General Meeting of the Members of Marksans Pharma Limited held on Thursday, September 26, 2019 at 10:30 a.m. at GMS Banquet, Next to D.N. Nagar Metro Station, Opp. Indian Oil Nagar, New Link Road, Andheri (West), Mumbai 400053.**

Dear Sir,

The Board of Directors of **Marksans Pharma Limited** (the Company) at its meeting held on August 09, 2019 had appointed me as the "Scrutinizer" to scrutinize Remote e-voting process as well as the physical ballots received from the Members of the Company at the venue of the Annual General Meeting (AGM) 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, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by ICSI relating to Remote e-voting and physical ballot voting on the resolutions contained in the notice dated August 09, 2019 of the Twenty Seventh AGM of the Members of the Company. My responsibility is to scrutinize and ensure that the voting done through Remote e-voting and physical ballot is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated August 09, 2019 based on the reports generated from the Remote e-voting system provided by Central Depository Services (India) Limited (CDSL/Service Provider), the authorized agency to provide e-voting facility and voting conducted at the venue of the AGM. I hereby submit my report as under:

1. The Company had appointed CDSL as the Service Provider, for extending the facility of Remote e-voting to the Members of the Company. Bigshare Services Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company.

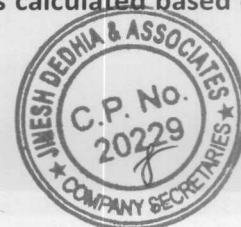




3. The cut-off date for the purpose of identifying Members who were entitled to vote on resolutions was considered as Friday, September 20, 2019.
4. As prescribed in Rule 20(4)(v) of Companies (Management and Administration) Rules 2014, Company has also released notice through newspaper Advertisement in Marathi in 'Tarun Bharat' dated September 04, 2019 and in English in 'Business Standard' dated September 01, 2019.
5. In terms of the Clause (vi) of the Sub Rule 4 of the Rule 20 of Companies (Management and Administration) Rules 2014, the voting facility was available from Monday, September 23, 2019 at 9:00 a.m. till Wednesday, September 25, 2019 at 5:00 p.m.
6. At the end of the voting period on Wednesday, September 25, 2019 at 5.00 p.m., the voting portal of the Service Provider was blocked forthwith.
7. At the venue of the Twenty Seventh AGM of the Company held on September 26, 2019, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote e- Voting to register their votes.
8. On September 26, 2019, after counting of the votes casted at the venue of the AGM through ballot paper, the votes cast through Remote e- voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Sanjay Jha and Mr. Mahesh Kuwalekar who acted as the witnesses as prescribed in Sub-Rule 4(xii) of the said Rule 20.
9. The empty ballot box kept for the purpose of casting of votes was sealed in my presence with due identification mark placed by me. After the voting at the AGM was concluded the sealed ballot box was subsequently opened in my presence and of the two witnesses, as mentioned above and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorisations/ proxies lodged with the Company.
10. The details of the Consolidated Results of the Remote e-Voting together with voting conducted at venue of the AGM by way of Ballot Papers are as under:

Details	Remote e-Voting	Voting through Ballot Paper	Total Voting
Number of Members who cast their votes	85	16	101
Total number of Shares held by them	205,202,369	6,60,811	205,863,180
Valid votes	As per details provided under each one of the resolution mentioned hereunder		
Invalid Votes	As per details provided under each one of the resolution mentioned hereunder		

**Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting or physical voting.**



**Item No. 1 (Ordinary Resolution)**

To consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote e- Voting	204,964,732	100.00	1,417	0.00	2,36,220
Physical Voting	6,60,811	100.00	0	0.00	0
<b>Total</b>	<b>205,625,543</b>	<b>100.00</b>	<b>1,417</b>	<b>0.00</b>	<b>2,36,220</b>

**Item No. 2 (Ordinary Resolution)**

To declare dividend on equity shares and preference shares for the financial year ended March 31, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote e- Voting	205,202,102	100.00	267	0.00	0
Physical Voting	6,60,811	100.00	0	0.00	0
<b>Total</b>	<b>205,862,913</b>	<b>100.00</b>	<b>267</b>	<b>0.00</b>	<b>0</b>

**Item No. 3 (Ordinary Resolution)**

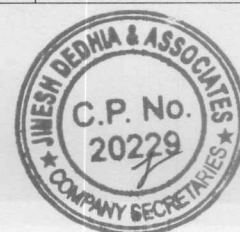
To appoint a Director in place of Mrs. Sandra Saldanha (DIN:00021023), who retires by rotation and being eligible offers herself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote e- Voting	205,200,652	100.00	1,717	0.00	0
Physical Voting	6,60,811	100.00	0	0.00	0
<b>Total</b>	<b>205,861,463</b>	<b>100.00</b>	<b>1,717</b>	<b>0.00</b>	<b>0</b>

**Item No. 4 (Ordinary Resolution)**

To approve appointment of Mr. Abhinna Sundar Mohanty (DIN: 00007995) as an Independent Director of the Company for a period of five (5) consecutive years with effect from 11th July, 2019.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote e- Voting	205,200,668	100.00	1,701	0.00	0
Physical Voting	6,60,811	100.00	0	0.00	0
<b>Total</b>	<b>205,861,479</b>	<b>100.00</b>	<b>1,701</b>	<b>0.00</b>	<b>0</b>



Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote e- Voting	199,227,704	97.09	5,974,465	2.91	200
Physical Voting	6,60,811	100.00	0	0.00	0
<b>Total</b>	<b>199,88,8515</b>	<b>97.09</b>	<b>5,974,465</b>	<b>2.91</b>	<b>200</b>

All the Resolutions mentioned in the Twenty Seventh AGM Notice dated August 09, 2019 as per the details above stand passed under Remote e-voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on the date of the AGM.

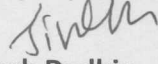
I hereby confirm that, I am maintaining the Registers/records received from the Service Provider electronically in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot Papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes of the Twenty Seventh AGM.

Thanking you,

Yours truly,

For Jinesh Dedhia & Associates

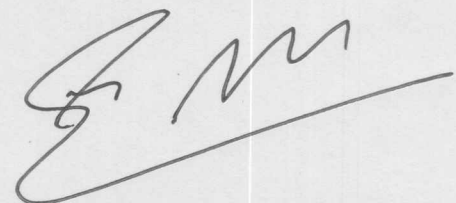
Company Secretaries



Jinesh Dedhia

Proprietor

ACS:54731 CP: 20229

Date: 27<sup>th</sup> September, 2019

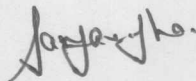
Place: Mumbai

To be counter signed by the Chairman

Date :

Place: Mumbai

WITNESSES:



Mr. Sanjay Jha



Mr. Mahesh Kuwalekar