

1st October, 2018

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
NSE Symbol : PANACEABIO

BSE Ltd.
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
BSE Scrip Code: 531349

Sub: Details of the Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is in continuation of our earlier letter dated September 29, 2018 informing that the detailed results of remote e-voting and the poll conducted at the Annual General Meeting (“AGM”) of the Company held on September 29, 2018, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) shall be forwarded to you on the receipt of Scrutinizer’s Report.


We would like to inform you that all the resolutions mentioned in the AGM notice have been passed by shareholders with requisite majority.

Pursuant to Regulation 44(3) of the SEBI LODR Regulations read with amended Rule 20 of Companies (Management and Administration) Rules, 2015, the combined results of remote e-voting and poll conducted at the AGM along with the Scrutinizer’s Report is enclosed herewith.

This is for your information and record.

Kindly acknowledge the receipt.

Thanking you,
Yours truly,
for **Panacea Biotec Ltd.**


Vinod Goel
Group CFO and Head Legal
& Company Secretary

Encl.: As Above



Voting Results of AGM of Panacea Biotec Limited

| Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions: | |
|--|------------------------------|
| Date of the AGM | Saturday, September 29, 2018 |
| Total number of shareholders on record date (September 22, 2018) | 11412 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | 3 34 |
| No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public: | N.A. |



Agenda - wise disclosure

1. Consider and adopt a) Audited Financial Statements for financial year ended March 31, 2018 and b) Audited Consolidated Financial Statements for financial year ended March 31, 2018.

| Resolution required: (Ordinary/Special) | | | Ordinary | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 600,000 | 24,898 | 96.02 | 3.98 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 600,000 | 24,898 | 96.02 | 3.98 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,364,238 | 24,898 | 99.96 | 0.04 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,064,238 | 99.99 | 24,898 | 0.01 |



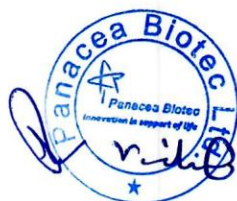
2. Re-appointment of retiring director i.e. Mr. Soshil Kumar Jain

| Resolution required: (Ordinary/Special) | | | Ordinary | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



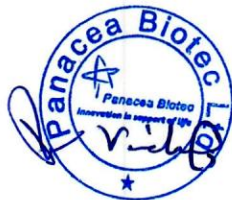
3. Re-appointment of retiring Director i.e. Mr. Ankesh Jain

| Resolution required: (Ordinary/Special) | | | Ordinary | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 600,000 | 24,898 | 96.02 | 3.98 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 600,000 | 24,898 | 96.02 | 3.98 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,364,238 | 24,898 | 99.96 | 0.04 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,064,238 | 99.99 | 24,898 | 0.01 |



4. Fixation of remuneration of M/s. Walker Chandio & Co. LLP, Statutory Auditors of the Company

| Resolution required: (Ordinary/Special) | | | Ordinary | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



5. Re-appointment of Mr. Soshil Kumar Jain as Whole-time Director designated as Chairman w.e.f. April 01, 2019

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



6. Re-appointment of Dr. Rajesh Jain as Managing Director w.e.f. April 01, 2019

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



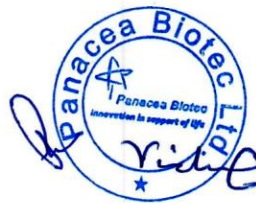
7. Re-appointment of Mr. Sandeep Jain as Joint Managing Director w.e.f. April 01, 2019

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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) = $\frac{[(2)/(1)]}{*100}$ | (4) | (5) | (6) = $\frac{[(4)/(2)]}{*100}$ | (7) = $\frac{(5)/(2)}{*100}$ |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



8. Appointment of Mrs. Sunanda Jain as Whole-time Director w.e.f. March 12, 2018

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 600,000 | 24,898 | 96.02 | 3.98 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 600,000 | 24,898 | 96.02 | 3.98 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,364,238 | 24,898 | 99.96 | 0.04 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,064,238 | 99.99 | 24,898 | 0.01 |



9. Re-appointment of Mr. Sumit Jain as Whole-time Director designated as Director Operations & Projects w.e.f. July 22, 2018

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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) = $\frac{[(2)/(1)]}{*100}$ | (4) | (5) | (6) = $\frac{[(4)/(2)]}{*100}$ | (7) = $\frac{(5)/(2)}{*100}$ |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



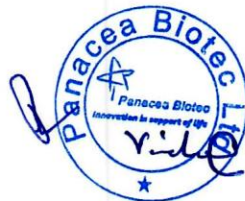
10. Re-appointment of Mr. Ankesh Jain as Whole-time Director designated as Director Sales & Marketing w.e.f. April 01, 2019

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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 |
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| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



11. Re-appointment of Mr. Raghava Lakshmi Narasimhan as Independent Director w.e.f. April 01, 2019

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



12. Re-appointment of Mr. Namdeo Narayan Khamitkar as Independent Director w.e.f. April 01, 2019

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



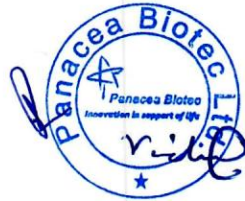
13. Re-appointment of Mr. Krishna Murari Lal as Independent Director w.e.f. April 01, 2019

| Resolution required: (Ordinary/Special) | | | Special | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



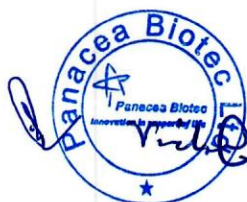
14. Ratification of remuneration of M/s. G.T. & Co., Cost Auditors for the financial year 2018-19

| Resolution required: (Ordinary/Special) | | | Ordinary | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoters and Promoter Group | E-voting | 61,374,866* | 58,442,412 | 95.22 | 58,442,412 | 0 | 100.00 | 0.00 |
| | Poll | | 319,000 | 0.52 | 319,000 | 0 | 100.00 | 0.00 |
| | Total | | 58,761,412 | 95.74 | 58,761,412 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-voting | 759,453 | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 624,898 | 82.28 | 624,898 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-voting | 15,416,427 | 1,867 | 0.01 | 1,867 | 0 | 100.00 | 0.00 |
| | Poll | | 959 | 0.01 | 959 | 0 | 100.00 | 0.00 |
| | Total | | 2,826 | 0.02 | 2,826 | 0 | 100.00 | 0.00 |
| Total | | 77,550,746* | 59,389,136 | 76.58 | 59,389,136 | 0 | 100.00 | 0.00 |

* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Note: The total paid up share capital of the Company comprises of 61,250,746 equity shares of Re.1 each and 16,300,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| In favour | | Against | |
|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 206,089,136 | 100 | 0 | 0 |



R & D

COMPANY SECRETARIES

Consolidated Scrutinizer Report for remote e-voting & Poll for the purpose of the 34th Annual General meeting of Panacea Biotec Limited

To,
The Chairman,
Panacea Biotec Limited
Regd. Office: Ambala-Chandigarh Highway
Lalru- 140 501, Punjab

Sub: Passing of Resolution(s) through Remote e- voting & Poll conducted at the 34th Annual General Meeting of the members of Panacea Biotec Limited held on Saturday, the 29th day of September, 2018 at 11:30 A.M. at the Registered Office of the Company at Ambala-Chandigarh Highway, Lalru - 140501, Punjab

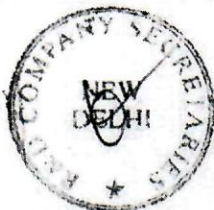
Dear Sir,

Pursuant to the Resolution passed by the Board of Panacea Biotec Limited (hereinafter referred to as the "**Company**"), in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the undersigned has been appointed as the Scrutinizer for the e-voting process for the purpose of Annual General Meeting (AGM) of the Company and also for the purpose of Poll at the said AGM.

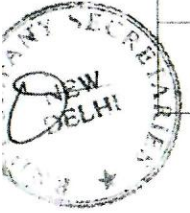
The undersigned has submitted separate Scrutinizer Report in respect of e-voting and poll conducted at the aforesaid AGM.

To facilitate the Company to declare the result on the resolutions; the undersigned is submitting the combined scrutinizer report comprising of votes cast by the shareholders through the e-voting process and through the Poll process at the AGM:

The result of the E-voting together with the votes cast at the Poll conducted at the AGM, is as under:



| Sl. No. | Particulars of resolution | Ordinary/ Special resolution | Voting | No. of Shareholders Voted | Votes in favour | | Votes Against | | Invalid Votes |
|---------|---|------------------------------|--------------|---------------------------|-----------------|------------------------|---------------|------------------------|---------------|
| | | | | | No. of Shares | % of total valid Votes | No. of Shares | % of total valid Votes | No. of Shares |
| 1 | Consider and adopt: a) Audited Financial Statements for financial year ended March 31, 2018 and b) Audited Consolidated Financial Statements for financial year ended March 31, 2018. | Ordinary Resolution | E-voting | *39 | 59044279 | 99.96 | 24898 | 0.40 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59364238 | 99.96 | 24898 | 0.40 | 12 |
| 2 | Re-appointment of retiring director i.e. Mr. Soshil Kumar Jain. | Ordinary Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 3 | Re-appointment of retiring director i.e. Mr. Ankesh Jain. | Ordinary Resolution | E-voting | *39 | 59044279 | 99.96 | 24898 | 0.40 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59364238 | 99.96 | 24898 | 0.40 | 12 |
| 4 | Fixation of remuneration of M/s. Walker Chandiook & Co. LLP, Statutory Auditors of the Company. | Ordinary Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 5 | Re-appointment of Mr. Soshil Kumar Jain as Whole-time Director designated as Chairman. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 6 | Re-appointment of Dr. Rajesh Jain as Managing Director. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 7 | Re-appointment of Mr. Sandeep Jain as Joint Managing Director. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 8 | Appointment of Mrs. Sunanda Jain as Whole-time Director. | Special Resolution | E-voting | *39 | 59044279 | 99.96 | 24898 | 0.40 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59364238 | 99.96 | 24898 | 0.40 | 12 |
| 9 | Re-appointment of Mr. Sumit Jain as Whole-time Director designated as Director Operations & Projects. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |



| | | | | | | | | | |
|----|--|---------------------|--------------|-----------|-----------------|------------|----------|----------|-----------|
| 10 | Re-appointment of Mr. Ankesh Jain as Whole-time Director designated as Director Sales & Marketing. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 11 | Re-appointment of Mr. Raghava Lakshmi Narasimhan as Independent Director. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 12 | Re-appointment of Mr. Namdeo Narayan Khamitkar as Independent Director. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 13 | Re-appointment of Mr. Krishna Murari Lal as Independent Director. | Special Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |
| 14 | Ratification of remuneration of M/s. GT & Co., Cost Auditors for the financial year 2018-19. | Ordinary Resolution | E-voting | *39 | 59069177 | 100 | 0 | 0 | 0 |
| | | | Poll | 16 | 319959 | 100 | 0 | 0 | *12 |
| | | | Total | 55 | 59389136 | 100 | 0 | 0 | 12 |

One ballot invalid due to signature mismatch and another ballot invalid due to non-mentioning of folio number and shareholding.

*Includes 3 Preference shareholders holding 1,63,00,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

The total paid up share capital of the Company comprises of 6,12,50,746 equity shares of Re.1 each and 1,63,00,000 preference shares of Rs.10 each. Accordingly, the voting results on the basis of total paid-up share capital is as follows:

| Resolution No. | In favour | | Against | |
|----------------------------|---------------------------------|-------------------------------------|---------------------------------|-------------------------------------|
| | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital | Amount of Paid-up Share Capital | %age of Total Paid-up Share Capital |
| 1,3,8 | 206064238 | 99.99 | 24898 | 0.01 |
| 2,4,5,6,7,9,10,11,12,13,14 | 206089136 | 100 | 0 | 0 |



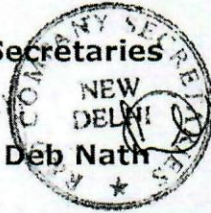
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You may accordingly declare the result of the voting and take other necessary steps in this regard.

Thanking You,

For **R&D**
Company Secretaries

Debabrata Deb Nath
Signatory
Partner
FCS No.:7775; CP No.: 8612



Countersign by

vill

Chairman/ Authorised



Date: 1st October, 2018
Place: Delhi