

27th March, 2019

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 March 25, 2019 informing that the detailed results of remote e-voting and the poll conducted at the Extraordinary General Meeting (“EGM”) of the Company held on March 25, 2019, 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 EGM 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 EGM 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



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Panacea Biotec Ltd.

CIN: L33117PB1984PLC022350

Registered Office: Ambala-Chandigarh Highway, Lalru - 140 501, Punjab, India. Ph.: +91-1762-505900, Fax: +91-1762-505906.
e-mail: corporate@panaceabiotec.com website: www.panaceabiotec.com

Voting Results of EGM of Panacea Biotec Limited

Details of poll at EGM 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 EGM	Monday, March 25, 2019
Total number of shareholders on record date (March 18, 2019)	11,024
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	34
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	N.A.
Public:	



Agenda - wise disclosure

1. Increase in the borrowing limits upto Rs.2000 Crore:

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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoters and Promoter Group	E-voting	61,374,866*	59,059,912	96.23	59,059,912	0	100.00	0.00
	Poll		1,000	0.00	1,000	0	100.00	0.00
	Total		59,060,912	96.23	59,060,912	0	100.00	0.00
Public-Institutions	E-voting	759,453	754,537	99.35	726,222	28,315	96.25	3.75
	Poll		0	0.00	0	0	0.00	0.00
	Total		754,537	99.35	726,222	28,315	96.25	3.75
Public-Non Institutions	E-voting	15,416,427	159,034	1.03	158,824	210	99.87	0.13
	Poll		107,667	0.70	107,667	0	100.00	0.00
	Total		266,701	1.73	266,491	210	99.92	0.08
Total		77,550,746*	60,082,150	77.47	60,053,625	28,525	99.95	0.05

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

Three ballot invalid due to signature mismatch (136 shares)

Note: Voting Results on the basis of Total Paid-up Share Capital of the Company

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
206,753,625	99.99	28,525	0.01



2. Authority for creation of charge on the assets of the Company to secure borrowings upto Rs.2000 Crore:

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*	59,059,912	96.23	59,059,912	0	100.00	0.00
	Poll		1,000	0.00	1,000	0	100.00	0.00
	Total		59,060,912	96.23	59,060,912	0	100.00	0.00
Public-Institutions	E-voting	759,453	754,537	99.35	726,222	28,315	96.25	3.75
	Poll		0	0.00	0	0	0.00	0.00
	Total		754,537	99.35	726,222	28,315	96.25	3.75
Public-Non Institutions	E-voting	15,416,427	159,034	1.03	158,124	910	99.43	0.57
	Poll		107,667	0.70	107,667	0	100.00	0.00
	Total		266,701	1.73	265,791	910	99.66	0.34
Total		77,550,746*	60,082,150	77.47	60,052,925	29,225	99.95	0.05

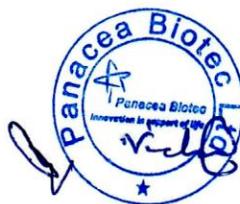
* Includes 3 Preference shareholders holding 16,300,000 0.5% Cumulative Non-Convertible Non-Participating Redeemable Preference Shares of Rs.10 each.

Three ballot invalid due to signature mismatch (136 shares)

Note: Voting Results on the basis of Total Paid-up Share Capital of the Company

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
206,752,925	99.99	29,225	0.01



3. Issue of Warrants to the Subscribers on a preferential basis for an amount aggregating Rs.128 crore:

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) = $\frac{[(2)/(1)]}{*100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{(5)/(2)}{*100}$
Promoters and Promoter Group	E-voting	61,374,866*	59,059,912	96.23	59,059,912	0	100.00	0.00
	Poll		1,000	0.00	1,000	0	100.00	0.00
	Total		59,060,912	96.23	59,060,912	0	100.00	0.00
Public-Institutions	E-voting	759453	754,537	99.35	754,537	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		754,537	99.35	754,537	0	100.00	0.00
Public-Non Institutions	E-voting	15,416,427	159,024	1.03	159,024	0	100.00	0.00
	Poll		107,667	0.70	107,667	0	100.00	0.00
	Total		266,691	1.73	266,691	0	100.00	0.00
Total		77,550,746*	60,082,140	77.47	60,082,140	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.

Three ballot invalid due to signature mismatch (136 shares)

Note: Voting Results on the basis of Total Paid-up Share Capital of the Company

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
206,782,140	100.00	0	0.00



4. Authorising transfer of Pharmaceutical Formulations Business to its wholly owned subsidiary, Panacea Biotech Pharma Limited:

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) = $\frac{[(2)/(1)]}{*100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{(5)/(2)}{*100}$
Promoters and Promoter Group	E-voting	61,374,866*	59,059,912	96.23	59,059,912	0	100.00	0.00
	Poll		1,000	0.00	1,000	0	100.00	0.00
	Total		59,060,912	96.23	59,060,912	0	100.00	0.00
Public-Institutions	E-voting	759,453	754,537	99.35	754,537	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		754,537	99.35	754,537	0	100.00	0.00
Public-Non Institutions	E-voting	15,416,427	159,034	1.03	158,324	710	99.55	0.45
	Poll		107,677	0.70	107,667	0	100.00	0.00
	Total		266,701	1.73	265,991	710	99.73	0.27
Total		77,550,746*	60,082,150	77.47	60,081,440	710	99.99	0.00

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

Three ballot invalid due to signature mismatch (136 shares)

Note: Voting Results on the basis of Total Paid-up Share Capital of the Company

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
206,781,440	99.99	710	0.01



5. Authorising advancing loans, giving guarantees or securities for loans in connection with loans taken by wholly owned subsidiary company:

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*	59,059,912	96.23	59,059,912	0	100.00	0.00
	Poll		1,000	0.00	1,000	0	100.00	0.00
	Total		59,060,912	96.23	59,060,912	0	100.00	0.00
Public-Institutions	E-voting	759,453	754,537	99.35	754,537	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		754,537	99.35	754,537	0	100.00	0.00
Public-Non Institutions	E-voting	15,416,427	159,034	1.03	157,624	1,410	99.11	0.89
	Poll		107,667	0.70	107,667	0	100.00	0.00
	Total		266,701	1.73	265,291	1,410	99.47	0.53
Total		77,550,746*	60,082,150	77.47	60,080,740	1,410	99.99	0.00

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

Three ballot invalid due to signature mismatch (136 shares)

Note: Voting Results on the basis of Total Paid-up Share Capital of the Company

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
206,780,740	99.99	1,410	0.01



R & D

COMPANY SECRETARIES

Consolidated Scrutinizer Report for remote e-voting & Poll for the purpose of the Extraordinary 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 Extraordinary General Meeting of the members of Panacea Biotec Limited held on Monday, the 25th day of March, 2019 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 Extraordinary General meeting (EGM) of the Company and also for the purpose of Poll at the said EGM.

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

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 EGM:

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



SI 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	Increase in the borrowing limits pursuant to Section 180(1)(c) of the Companies Act, 2013 from INR 1500 Crore to INR 2000 Crore	Special Resolution	E-voting	*37	59944958	99.95	28525	0.05	0
			Poll	*27	108667	100	0	0	136
			Total	64	60053625	99.95	28525	0.05	136
2	Power to create charge on the assets of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013	Special Resolution	E-voting	*37	59944258	99.95	29225	0.05	0
			Poll	*27	108667	100	0	0	136
			Total	64	60052925	99.95	29225	0.05	136
3	Approval of issue of 71,11,111 convertible warrants on preferential basis	Special Resolution	E-voting	*36	59973473	100	0	0	0
			Poll	*27	108667	100	0	0	136
			Total	63	60082140	100	0	0	136
4	Authorization to transfer Pharmaceutical Formulations Business to Wholly Owned Subsidiary of the Company	Special Resolution	E-voting	*37	59972773	100	710	0	0
			Poll	*27	108667	100	0	0	136
			Total	64	60081440	100	710	0	136
5	Authorization to advance loans, giving guarantees or securities for loans in connection with loans taken by Wholly Owned Subsidiary	Special Resolution	E-voting	*37	59972073	100	1410	0	0
			Poll	*27	108667	100	0	0	136
			Total	64	60080740	100	1410	0	136

Includes 3 (Three) ballot invalid due to signature mismatch.

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



Note: Voting Results on the basis of Total Paid-up Share Capital of the Company:

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	206753625	99.99	28525	0.01
2	206752925	99.99	29225	0.01
3	206782140	100	0	0.00
4	206781440	99.99	710	0.01
5	206780740	99.99	1410	0.01



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
Partner
FCS No.:7775; CP No.: 8612

Countersign by


Chairman/ Authorised Signatory



Date: 27.03.2019
Place: Delhi