

**Wanbury Limited**

Regd. Office : BSEL Tech Park, B-wing
10th Floor, Sector-30 A,
Opp. Vashi Railway Station,
Vashi Navi Mumbai 400 705
Maharashtra, INDIA
Tel. : +91-22-6794 2222
Fax : +91-22-6794 2111/333
Website : www.wanbury.com

18th July, 2011

Ref No: WANBURY / SEC / SE-024 / 2011

To,
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

This is with reference to the above subject, we would like to inform you about the voting conducted through postal ballot for Three Special Resolutions, of which Postal Ballot Notice dated 30th May, 2011 was dispatched on 14th June, 2011. The last date for receipt of Postal Ballot was fixed as 15th July, 2011.

On the basis of the Postal Ballot received till 15th July, 2011 (06:00 P.M.), the scrutinizer M/s A. Y. Sathe & Co., Company Secretaries, Mumbai, have submitted their report, which is as under:

Voting Pattern for Special Resolution No. (1):

Particulars	No. of Postal Ballot	No. of Equity Shares
Total No. of Postal Ballot Received	76	45,36,748
Total No. of Postal Ballot Invalid	3	500
Total No. of Postal Ballot Valid	73	45,36,248
Votes in favour of Resolution	66	45,27,118
Votes against the Resolution	7	9,130

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Voting Pattern for Special Resolution No. (2):

Particulars	No. of Postal Ballot	No. of Equity Shares
Total No. of Postal Ballot Received	76	45,36,748
Total No. of Postal Ballot Invalid	4	600
Total No. of Postal Ballot Valid	72	45,36,148
Votes in favour of Resolution	66	45,32,497
Votes against the Resolution	6	3,651

Voting Pattern for Special Resolution No. (3):

Particulars	No. of Postal Ballot	No. of Equity Shares
Total No. of Postal Ballot Received	76	45,36,748
Total No. of Postal Ballot Invalid	4	600
Total No. of Postal Ballot Valid	72	45,36,148
Votes in favour of Resolution	66	45,32,497
Votes against the Resolution	6	3,651

Out of valid votes polled:

(1) For Resolution No. 1:

In Favour - 90.41 %
Against - 9.59 %
Total - 100.00 %



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(2) For Resolution No. 2:

In Favour - 91.67%
Against - 8.33%
Total - 100.00 %

(3) For Resolution No. 3:

In Favour - 91.67 %
Against - 8.33 %
Total - 100.00 %

Accordingly all three Special Resolutions have been passed with requisite majority, by way of Postal Ballot.

You are requested to please take this information on record and acknowledge the receipt of the same.

Yours Faithfully
For Wanbury Limited

A handwritten signature in black ink, appearing to be 'K. Chandran', written over a horizontal line.

K Chandran
Vice Chairman

Encl: Report of scrutinizer M/s A. Y. Sathe & Co., Company Secretaries, Mumbai.



16th July, 2011

To,
Wanbury Limited
BSEL Tech Park, B Wing, 10th Floor
Sector 30A, Opp. Vashi Railway Station
Vashi, Navi Mumbai-400 705

Respected Sir,

Sub: Scrutinizer's Report on passing of three Special Resolutions by way of postal ballots

I was appointed by the Board Of Directors of Wanbury Limited at their meeting held on 30th May, 2011 to act as Scrutinizer for ascertaining the passing of following three Special Resolutions by Postal Ballot Route as specified under Section 192A of Companies Act, 1956, of which notice dated 30th May, 2011, was dispatched on 14th June, 2011. The last date of Postal Ballot was fixed as 15th July, 2011.

- (1) Allotment of Equity shares of the Company on preferential allotment basis to Expert Chemicals (I) Private Limited.
- (2) Rehabilitation cum Merger Scheme of the Pharmaceutical Products of India Limited with Wanbury Limited.
- (3) Allotment of Equity Shares, Warrants and Optionally Fully Convertible Debentures pursuant to Rehabilitation cum Merger Scheme of the Pharmaceutical Products of India Limited with Wanbury Limited.

On the basis of Postal Ballot papers received till 15th July, 2011 (6:00 PM), I hereby submit my report as Scrutinizer in the following manner:

Voting Pattern of Resolution No. 1 (Special Resolution)

Particulars	No. of Postal Ballots	No. of Equity Shares who voted
Total No. of Postal Ballot	76	45,36,748
Less: Invalid Postal Ballots	3	500
No. of Valid Postal Ballots	73	45,36,248
(a) Voted in Favour	66	45,27,118
(b) Voted against	7	9,130





Voting Pattern of Resolution No. 2 (Special Resolution)

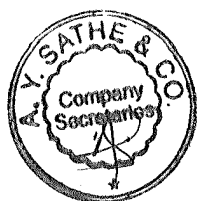
Particulars	No. of Postal Ballots	No. of Equity Shares who voted
Total No. of Postal Ballot	76	45,36,748
Less: Invalid Postal Ballots	4	600
No. of Valid Postal Ballots	72	4,536,148
(a) Voted in Favour	66	4,532,497
(b) Voted against	6	3,651

Voting Pattern of Resolution No. 3 (Special Resolution)

Particulars	No. of Postal Ballots	No. of Equity Shares who voted
Total No. of Postal Ballot	76	45,36,748
Less: Invalid Postal Ballots	4	600
No. of Valid Postal Ballots	72	4,536,148
(a) Voted in Favour	66	4,532,497
(b) Voted against	6	3,651

Register incorporating the summary of Postal Ballot Papers received from shareholders is attached herewith.

The voting pattern shown above clearly indicates that the votes cast in favour of respective resolutions are more than three times vote cast against those resolutions circulated in the Postal Ballot circulated in the Postal Ballot Notice dated 30th May, 2011.





A. Y. Sathe & Co.
Company Secretaries

CS Ajit Sathe
B.COM., LL.B., FCS, AICWA

Accordingly the resolutions are duly passed, by way of Postal Ballot, as Special Resolution.

Kindly acknowledge the receipt.

Yours faithfully
For A. Y. Sathe & Co.



AJIT SATHE FCS-2899
Practicing Company Secretary
Scrutinizer
Enc: as above

REGISTER INCORPORATING THE SUMMARY OF POSTAL BALLOT PAPERS RECEIVED FROM SHAREHOLDERS TILL 6.00 PM ON 15th July, 2011

S. NO. OF BALLOT PAPER	NAME OF SHAREHOLDER	FOLIO NO. / CLIENT ID	NO. OF SHARES HELD	Resolution 1			Resolution 2			Resolution 3						
				No. of Shares	ASSENT	DISSENT	Valid / Invalid	No. of Shares	ASSENT	DISSENT	Valid / Invalid	No. of Shares	ASSENT	DISSENT	Valid / Invalid	
31	3942 Hasmukhlal L. Waghela	12228105	415	415			415	415				415	415			Valid
32	2618 Bhimarathi Pandurang Verlekar	76578	100	100			100	100				100	100			Valid
33	4449 Rekha Anil Borkar	10244822	100	100			100	100				100	100			Valid
34	3097 Uday S Walvaikar	119618	150	150			150	150				150	150			Valid
35	2238 Sandeepa J Batiwala	1510612	5	5			5	5				5	5			Valid
36	2204 Rohinton Framiroze Batiwala	10067222	13	13			13	13				13	13			Valid
37	3073 Umesh P Kanulkar	10175537	50	50			50	50				50	50			Valid
38	3392 Meena Ramniklal Shah	15175013	250	250			250	250			Invalid - Unsigned	250	250			Invalid - Unsigned
39	1599 Subhash J Chandan	10165613	300	300			300	300				300	300			Valid
40	2087 Jayesh Manharlal Gandhi	10544364	5,479	5,479			5,479	5,479			5,479	5,479	5,479			Valid
41	3434 Jethalal Laxmichao Nagda	32056	600	600			600	600				600	600			Valid
42	741 Rekha Ratilal Dedhia	32477143	50	50			50	50				50	50			Valid
43	2239 Muralihal Bhajanlal Verma	2701096	250	250			250	250				250	250			Valid
44	2255 Virendrakumar Jain	10178849	252	252			252	252				252	252			Valid
45	2200 Jehangir Rohinton Batiwala	10109668	10	10			10	10				10	10			Valid
46	3011 Sushila M Agarwal	10095922	400	400			400	400				400	400			Valid
47	3960 Viren Rasiklal Bhayani	98856	100	100			100	100				100	100			Valid
48	171 Francis L. Figueiredo	48805253	25	25			25	25				25	25			Valid
49	2370 Mayur Ravilal Gala (HUF)	91077	100	100			100	100				100	100			Valid
50	1767 Ramesh G Gupta	468709	1	1			1	1				1	1			Valid
51	3032 Girija Jayaram	17861187	300	300			300	300				300	300			Valid
52	1342 Ashok Mirchandani	10090332	100	100			100	100				100	100			Valid
53	3587 Suraj Prakash Gambhir	20726154	100	100			100	100				100	100			Valid
54	557 Damyanti Pittie	10000932	200	200			200	200				200	200			Valid
55	2759 Shaah Ila	10108333	50	50			50	50			Invalid - Unsigned	50	50			Invalid - Unsigned
56	17913 Mohammed Kurty P	40012376	400	400			400	400				400	400			Valid
57	1963 Udhay Singh Bal	10222588	250	250			250	250				250	250			Valid
58	4596 Prasad Tulsi Ram Manjrekar	1831889	1	1			1	1				1	1			Valid
4309	Roopa Surendra Thakker	14745856	200	200			200	200				200	200			Valid
60	7771 Desai Kaushik G (HUF)	7771	3,000	3,000			3,000	3,000				3,000	3,000			Valid
84	Hamid Dadla	19835918	3,200	3,200			3,200	3,200				3,200	3,200			Valid

