

SANOFI INDIA LIMITED

Date of the AGM : 29th April 2014

Total number of shareholders on record date : 13732

No. of Shareholders present in the meeting either in person or through proxy :

Promoters and Promoter Group :	2
Public :	134

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group :	Nil
Public :	Nil

(Agenda-wise)

Detail of the Agenda :

(a) Resolution No. 1 - **Adoption of Accounts for year ended 31st December 2013**

Resolution required : (Ordinary / Special) - **Ordinary**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

(b) Resolution No. 2 - **Confirmation of Interim Dividend for year ended 31st December 2013 / Declaration of Final Dividend for year ended 31st December 2013**

Resolution required : (Ordinary / Special) - **Ordinary**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

(c) Resolution No. 3 – **Re-Election of Mr. S. R. Gupte as Director**

Resolution required : (Ordinary / Special) - **Ordinary**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

(d) Resolution No. 4 – **Re-Election of Mr. J. M. Georges as Director**

Resolution required : (Ordinary / Special) - **Ordinary**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

(e) Resolution No. 5 – **Appointment of Auditors**

Resolution required : (Ordinary / Special) - **Ordinary**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

(f) Resolution No. 6 – **Appointment of Ms. Joanna Potts as Wholetime Director (Alternate to Mr. A. Ortoli)**

Resolution required : (Ordinary / Special) - **Special**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

(g) Resolution No. 7 – **Appointment of Mr. M. G. Rao as Wholetime Director (Alternate to Mr. J. M. Georges)**

Resolution required : (Ordinary / Special) - **Special**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

(h) Resolution No. 8 – **Payment of commission to Non-Wholetime Directors**

Resolution required : (Ordinary / Special) - **Special**

Mode of voting : (Show of hands / Poll / Postal ballot / E-voting) – **Show of hands**

Outcome – Resolution passed unanimously

In case of Poll / Postal ballot / E-voting : Not Applicable

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (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

30th April 2014

SANOFI INDIA LIMITED



K. SUBRAMANI
COMPANY SECRETARY