



'Zydus Tower', Satellite Cross Roads, Ahmedabad 380 015. India.

Phone: +91-79-2686 8100 (20 Lines)

Fax: +91-79-2686 2368 www.zyduscadila.com

## **Details of Voting Results**

## I. Attendance of Members:

Sr. No.	Particulars	Details
1.	Date of Annual General Meeting	July 30, 2014
2.	Total number of shareholders on Book Closure Date	43087
3.	No. of shareholders present in the meeting either in person or through proxy:	
	i. In Person: Promoters and Promoter Group: Public:	61 4 57
	ii. Through Proxy: Promoters and Promoter Group: Public:	8 0 8
4.	No. of Shareholders attended the meeting through Video Conferencing	Not Arranged

## II. Voting by members:

Item No.	Details of the Agenda	Resolution required: [Ordinary / Special]	Mode of voting: [Show of hands/Poll/Postal Ballot/E–Voting]	Remarks
1.	Adoption of audited accounts of the Company for the year ended on March 31, 2014.	Ordinary	E-voting and Poll process	Resolution passed with requisite majority
2.	Declaration of dividend on equity shares.	Ordinary	E-voting and Poll process	Resolution passed with requisite majority
3.	Appointment of a Director in place of Mr. Apurva S. Diwanji retiring by rotation.	Ordinary	E-voting and Poll process	Resolution passed with requisite majority
4.	Appointment of statutory auditors.	Ordinary	E-voting and Poll process	Resolution passed with requisite majority
5.	Appointment of Mr. H. Dhanrajgir as an Independent Director.	Ordinary	E-voting and Poll process	Resolution passed with requisite majority
6.	Appointment of Mr. Nitin Raojibhai Desai as an Independent Director.	Ordinary	E-voting and Poll process	Resolution passed with requisite majority





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No.	Details of the Agenda	Resolution required: [Ordinary / Special]	Mode of voting: [Show of hands/Poll/Postal Ballot/E–Voting]	Remarks
7.	Appointment of Ms. D. N. Rawal as an Independent Woman Director.	Ordinary	E-voting and Poll process	Resolution passed with requisite majority
8.	Ratification of remuneration of Cost Accountants	Ordinary	E-voting and Poll process	Resolution passed with requisite majority
9.	Borrowing of monies in excess of the aggregate of the paid up capital of the Company and its free reserves.	Special	E-voting and Poll process	Resolution passed with requisite majority
10.	To offer and invite subscription for the Secured Redeemable Nonconvertible Debentures	Special	E-voting and Poll process	Resolution passed with requisite majority
11	Adoption of revised Articles of Association.	Special	E-voting and Poll process	Resolution passed with requisite majority

## III. Results of E-voting / Poll by members:

The mode of voting for all resolutions was:

- a. e-voting and
- b. poll papers provided to the shareholders who attended the AGM personally and did not participate in the e-voting process.

Results of the voting in the prescribed format are annexed herewith.

Thanking you,

Yours faithfully,

Før, Cadila Healthcare Limited

Upen H. Shah

**Company Secretary** 

furnished below: Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are

Date of declaration of results: 30<sup>th</sup> July, 2014 [being the date of Annual General Meeting]

Total shareholders as on 30<sup>th</sup> July, 2014: 43087

## Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 19th Annual General Meeting

Resolution No. 1	Promoter / Public	No. of shares	No. of votes	% of votes polled	No.	of No. of	% of votes in   % of votes	% of votes
		held	polled	on outstanding votes-in	votes-in	shares-	favour-on	against-on
				shares	favour	against	votes polled	votes polled
Adoption of audited	Promoter and Promoter Group	153138046	153135046	99.998041	153135046	0	100.000000	0.000000
accounts of the Company for Public-Institutional holders	Public-Institutional holders	29062196	18435586	63.434938	18435586	0	100.000000	0.000000
the year ended on March 31, Public-Others	Public-Others	22548278	1897071	8.413374	1897031	40	99.997891	0.002109
2014.	Total	204748520	173467703	84.722323	173467663	40	99.999977	0.000023
Resolution No. 2	Promoter / Public	No. of shares	No. of votes	% of votes polled	No. of	No. of	% of votes in % of votes	% of votes
		held	polled	on outstanding votes—in	votes-in	shares-	favour-on	against-on
				shares	favour	against	votes polled	votes polled
Declaration of dividend on	Promoter and Promoter Group	153138046	153135046	99.998041	153135046	0	100.000000	0.000000
equity shares.	Public-Institutional holders	29062196	18435586	63.434938	18435586	0	100.000000	0.000000
	Public-Others	22548278	1897061	8.413330	1897031	30	99.998419	0.001581
	Total	204748520	173467693	84.722318	173467663	30	99.999983	0.000017

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0 003100	00 007001	3	1006301	0 410040	1006371	775,40770	Dishlip Others	Diwanii retiring by rotation
1.00000	Г	2//200	OZCOCTOT	00.707.00	TOTOTO	CCT300C3	י עלוול וויטנוגענוטוומי ווטומכוט	
1 502020	09 406061	777760	18158376	SEOVEV ES	18435586	29062196	Public-Institutional holders	place of Mr Apurya S   Public-Institutional holders
0.0000	100.00000		TOTO TOTO	T+000/1/	*************	100010010	ייסוווסנכי מוים ייסוווסנכי טיסמף	הקסטוונוווכוונ טו ע סווכננטו ווו
00000	100,0000	>	153135046	99 998041	153135046	153138046	Appointment of a Director in   Promoter and Promoter Group	Appointment of a Director in
Acres polica	Antes boused Antes bolled	against	IGACAI	31101 63				
against on	I A VOUIT-OIL	Sildres-	Actes	On outstanding votes In	police			
	- Constitution of the cons							
% of votes	No. of % of votes in   % of votes	No. of	약	No. of shares   No. of votes   % of votes polled   No.	No. of votes	No. of shares	Promoter / Public	Resolution No. 3

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are furnished below:

Date of declaration of results: 30<sup>th</sup> July, 2014 [being the date of Annual General Meeting]

Total shareholders as on 30<sup>th</sup> July, 2014: 43087

# 19etails of voting on Ordinary / Special resolutions as detailed on the Notice convening 19<sup>th</sup> Annual General Meeting

0.000023	99.999977	40	84.695343 173412422 40	84.695343	173412462	204748520	Total		
0.002109	99.997891	40	1897031	8.413374	1897071	22548278	Public-Others		
0.000000	100.000000	0	18380345	63.244859	18380345	29062196	Public-Institutional holders		auditors.
0.000000	100.000000	0	153135046	99,998041	153135046	153138046	Appointment of statutory Promoter and Promoter Group	of statutory	pointment
votes polled	votes polled	against	favour	shares					
against-on	favour-on a	shares-	votes⊣in	on outstanding votes-in	polled	held			
% of votes	of No. of % of votes in % of votes	No. of		% of votes polled No.	No. of shares No. of votes   % of	No. of shares	Promoter / Public	•	Resolution No. 4

Resolution No. 5	Promoter / Public	No. of shares	No. of shares No. of votes % of	% of votes polled No.		No.	of No. of % of votes in   % of votes	% of votes
		held	polled	on outstanding votes—in	votes-in	shares-	favour-on	against-on
				shares	favour	against	votes polled	votes polled
Appointment of Mr.	Appointment of Mr. H. Promoter and Promoter Group	153138046	153135046	99.998041	99.998041 153135046	0	100.000000	0.000000
Dhanrajgir as	an Public-Institutional holders	29062196	18387797	63.270501	18110537 277260	277260	98.492152	1.507848
Independent Director.	Public-Others	22548278	1897071	8.413374	1897031	40	99.997891	0.002109
	Total	204748520	173419914	84.698983	173142614	277300	84.698983 173142614 277300 99.840099	0.159901

				shares	favour	against	votes polled	votes polled
Appointment of Mr. Nitin	Appointment of Mr. Nitin Promoter and Promoter Group	153138046	153135046	99.998041	153135046	0	100.000000	0.000000
Raojibhai Desai as an	an Public-Institutional holders	29062196	18435586	63.434938	15659708 2775878	2775878	84.942827	15.057173
Independent Director.	Public-Others	22548278	1845921	8.186528	1845056	865	99.953140	0.046860
	Total	204748520	173416553	84.697341	84.697341 170639810 2776743	2776743	98.398802	1.601198



Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are furnished below:

Date of declaration of results: 30<sup>th</sup> July, 2014 [being the date of Annual General Meeting]

Total shareholders as on 30<sup>th</sup> July, 2014: 43087

## Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 19<sup>th</sup> Annual General Meeting

			bolled	on outstanding votes-in	VOTPS-Lin	shares-	favour-on	against—on
			•					
				shares	favour	against	votes polled	votes polled
Appointment of Ms. D. N. Promoter and Promoter Group	d Promoter Group	153138046	153135046	99.998041	99.998041 153135046	0	100.000000	0.000000
Rawal as an Independent Public-Institutional holders	utional holders	29062196	18435586	63.434938	18196817 238769	238769	98.704847	1.295153
Woman Director. Public-Others	rs .	22548278	1896321	8.410048	1895481	840	99.955704	0.044296
		204748520	173466953	84.721957	173227344	239609	84.721957 173227344 239609 99.861871	0.138129

0.000023	40 99.999977	40	84.722323 173467663	84.722323	173467703	204748520	Total	
	99.997891	40	1897031	8.413374	1897071	22548278	Public-Others	
0.000000	100.000000	0	18435586	63.434938	18435586	29062196	Public-Institutional holders	of Cost Accountants
0.000000	100.000000	0	99.998041 153135046	99.998041	153135046	153138046	Ratification of remuneration   Promoter and Promoter Group	Ratification of remuneration
votes polled	votes polled	against	favour	shares				
against-on	favour-on	shares-		on outstanding votes—in	polled	held		
% of votes	of No. of % of votes in % of votes	No. of		% of votes polled No.	No. of shares No. of votes % of	No. of shares	Promoter / Public	Resolution No. 8

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20000	20000	į						
0.00000	100.00000	  c	18435586	63.434938	18435586	29062196	Public-Institutional holders	excess of the aggregate of Public-Institutional holders
00000	100 00000	•	22.22					
0.000000	100.000000	0	153135046	99.998041	153135046	153138046	Borrowing of monies in Promoter and Promoter Group	Borrowing of monies in
		l						
votes polled	votes polled	against	favour	shares				
against—on	favour-on	shares-	votes-in	on outstanding votes—in	polled	held		
, 6	/9 OI 40(C) III	9		NO. Of Shares No. Of votes 70 of votes policy ino.	No. of votes	No. of shares	Promoter / Public	Resolution No. 9
% of votes	of No of & of votes in & of votes	2		w of wotor pollod	موجدة عود الم	NI of chance		

furnished below: Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are

Date of declaration of results: 30<sup>th</sup> July, 2014 [being the date of Annual General Meeting]

Total shareholders as on 30<sup>th</sup> July, 2014: 43087

## Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 19th Annual General Meeting

0.000026	99.999974	45	84.722323 173467658	84.722323	173467703	204748520	Total		Debentures	Deb
0.002372	99.997628	45	1897026	8.413374	1897071	22548278	Public-Others	Redeemable Non-convertible   Public-Others	eemable N	Red
0.000000	100.000000	0	18435586	63.434938	18435586	29062196	subscription for the Secured   Public-Institutional holders	or the Secured	scription fo	dus
0.000000	100.000000	0	153135046	99.998041	153135046	153138046	offer and invite Promoter and Promoter Group	and invite	offer	7
votes polled	votes polled	against	favour	shares						
against-on	favour-on	shares-	votes-in	on outstanding votes-ir	polled	held				
% of votes	of No. of % of votes in % of votes	No. of		% of votes polled No.	No. of shares No. of votes % of	No. of shares	Promoter / Public	. 10	<b>Resolution No. 10</b>	Res

## Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 19th Annual General Meeting

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000000	00 05 0014	70000	0.4.50.5 1.75.70.70.4	04 (24202	173707667	2017/05/20	Toto	
0.003953	99.996047	75	1896996	8.413374	1897071	22548278	Public-Others	
0.437078	99.562922	79791	18175759	62.815453	18255550	29062196	Public-Institutional holders	of Association.
0.000000	100.000000	0	153135046	99.998041	153135046	153138046	Adoption of revised Articles Promoter and Promoter Group	Adoption of revised Articles
votes polled	votes polled	against	favour	shares				
against-on	favour-on	shares-	votes-in	on outstanding votes-in	polled	held		
% of votes	of No. of % of votes in % of votes	No. of		% of votes polled No.	No. of shares No. of votes % of	No. of shares	Promoter / Public	Resolution No. 11

For Cadila Healthcare Limited

Company Secretary

## Dhirajlal A. Sanghabi

B.A. (Hons) B.Com., FCS

## Practising Company Secretary C. P. 5130 FCS 3229

To,

The Chairman
of 19<sup>th</sup> Annual General Meeting of the members of
Cadila Healthcare Limited
held on 30<sup>th</sup> day of July, 2014
at H.T. Parekh Hall,
Ahmedabad Management Association,
ATIRA Campus, Dr. Vikram Sarabhai Marg,
Ahmedabad – 380 015

Dear Sir,

I, Dhirajlal D. Sanghavi appointed as a Scrutinizer by

- the Board of Directors of M/s. Cadila Healthcare Limited [the Company] for the purpose of scrutinizing the e-voting process under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014 and
- the Chairman of the 19<sup>th</sup> Annual General Meeting on poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the Companies [Management and Administration] Rules, 2014, on the resolutions contained in the Notice of the 19<sup>th</sup> Annual General Meeting of the members of the Company held on 30<sup>th</sup> July, 2014 at H.T. Parekh Hall, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad–380 015.
- 3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rule 20 of the Companies [Management and Administration] Rules, 2014 relating to e-voting and poll on the resolutions contained in the Notice convening the 19<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services [India] Limited.
- 4. I have issued separate Scrutinizer's Report dated 27<sup>th</sup> July, 2014 on the e-voting and 30<sup>th</sup> July, 2014 on the poll on the resolutions contained in the Notice of the AGM. As requested by management, I submit herewith my combined report on the results of e-voting together with that of Poll as under:

1

Email: ddsanghavi@gmail.com

Item No. of	Ordinary / Special	ŀ	avour of the lutions	l	Against the olutions	Invalid Votes	Status
the Notice	Resolution	Nos.	%of total number of valid votes cast [Favour and Against]	Nos.	%of total number of valid votes cast [Favour and Against]	Nos.	
1	Ordinary	173,467,663	99.9999	40	0.0001	0	Passed as an Ordinary Resolution
2	Ordinary	173,467,663	99.9999	30	0.0001	0	Passed as an Ordinary Resolution
3	Ordinary	173,189,653	99.8401	277,300	0.1599	0	Passed as an Ordinary Resolution
4	Ordinary	173,412,422	99.9999	40	0.0001	0	Passed as an Ordinary Resolution
5	Ordinary	173,142,614	99.8401	277,300	0.1599	0	Passed as an Ordinary Resolution
6	Ordinary	170,639,810	98.3989	2,776,743	1.6011	0	Passed as an Ordinary Resolution
7	Ordinary	173,227,344	99.8618	239,609	0.1382	0	Passed as an Ordinary Resolution
8.	Ordinary	173,467,663	99.9999	40	0.0001	0	Passed as an Ordinary Resolution
9.	Special	173,467,628	99.9999	75	0.0001	0	Passed as Special Resolution
10.	Special	173,467,658	99.9999	45	0.0001	0	Passed as Special Resolution
11.	Special	173,207,801	99.9539	79,866	0.0461	0.	Passed as Special Resolution

Thanking you,

Yours faithfully,

De Paughan DHIRAJLAL D. SANGHAVI **Practicing Company Secretary** 

Membership No. 3229

Place: Ahmedabad Date: 30<sup>th</sup> July, 2014







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## Announcement of the consolidated Results of E-Voting and Poll conducted at the 19<sup>th</sup> Annual General Meeting of Cadila Healthcare Limited

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 [the Act] read with Rule 20 of the Companies [Management and Administration] Rules, 2014 [the Rules], the Company had provided e-voting facility to the members for exercising the voting rights and poll was taken at the 19<sup>th</sup> Annual General Meeting [AGM] of Cadila Healthcare Limited [the Company].

The voting on the 11 resolutions contained in the Notice convening the AGM were casted through e-voting and poll process. Based on the reports submitted by Mr. Dhirajlal D. Sanghavi, Practicing Company Secretary, the Scrutinizer appointed for both, e-voting and poll process, I declare the resolutions contained in the Notice of AGM as passed with requisite majority. The summary of results is as under:

Item No. of	Ordinary / Special		avour of the lutions		Against the olutions	Invalid Votes	Status	
the Notice	Resolution	Nos.	%of total number of valid votes cast [Favour and Against]	Nos.	%of total number of valid votes cast [Favour and Against]	Nos.		
1	Ordinary	173,467,663	99.9999	40	0.0001	0	Passed as Ordinary Resolution	an
2	Ordinary	173,467,663	99.9999	30	0.0001	0	Passed as Ordinary Resolution	an
3	Ordinary	173,189,653	99.8401	277,300	0.1599	0	Passed as Ordinary Resolution	an
4	Ordinary	173,412,422	99.9999	40	0.0001	0	Passed as Ordinary Resolution	an
5	Ordinary	173,142,614	99.8401	277,300	0.1599	0	Passed as Ordinary Resolution	an
6	Ordinary	170,639,810	98.3989	2,776,743	1.6011	0	Passed as Ordinary Resolution	an
7	Ordinary	173,227,344	99.8618	239,609	0.1382	0	Passed as Ordinary Resolution	an
8.	Ordinary	173,467,663	99.9999	40	0.0001	0	Passed as Ordinary Resolution	an





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Item No. of	Ordinary / Special Resolution	Votes in favour of the Resolutions		Votes Against the Resolutions		Invalid Votes	Status
the Notice		Nos.	%of total number of valid votes cast [Favour and Against]	Nos.	%of total number of valid votes cast [Favour and Against]	Nos.	
9.	Special	173,467,628	99.9999	75	0.0001	0	Passed as Special Resolution
10.	Special	173,467,658	99.9999	45	0.0001	0	Passed as Special Resolution
11.	Special	173,207,801	99.9539	79,866	0.0461	0	Passed as Special Resolution

For, CADILA HEALTHCARE LIMITED

**PANKAJ R. PATEL** 

CHAIRMAN OF THE 19<sup>TH</sup> ANNUAL GENERAL MEETING

Place: Ahmedabad. Date: 30<sup>th</sup> July, 2014.