

Outcome of the Annual General Meeting as per Clause 35A of the Listing Agreement.

1.	Date of the Annual General Meeting	28 th July, 2014
2.	Total number of shareholders on record date	4,351
3.	No. of shareholders present in the meeting either in person or through proxy	34
	Promoters and Promoters Group	4
	Public	30
4.	No. of shareholders attended the meeting through video conferencing	
	Promoters and Promoter Group	Nil
	Public	Nil

Resolution 1 - Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the year ended 31st March, 2014

Promoter/Public	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) = $[(5)/(2)]*100$
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil

Resolution 2 - Re-appointment of Mrs. Purnima Jain as Director

Promoter/Public	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) = $[(5)/(2)]*100$
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil



Resolution 3 - Appointment of Auditors and fixing their remuneration							
Promoter/Public	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) = $[(5)/(2)]*100$
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil

Resolution 4 - Appointment of Mr. K. C. Jain as Independent Director							
Promoter/Public	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) = $[(5)/(2)]*100$
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil

Resolution 5 - Appointment of Mr. S. V. Loyalka as Independent Director							
Promoter/Public	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) = $[(5)/(2)]*100$
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil



Resolution 6 - Appointment of Dr. Rajeshwar Singh as Independent Director							
Promoter/Public	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
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil

Resolution 7 - Increase in the Borrowing limit of the Company upto Rs. 25 crores and creation of mortgage / charge on undertaking(s) of the Company to secure borrowings							
Promoter/Public	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
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil

Resolution 8 - Remuneration payable to Cost Auditors							
Promoter/Public	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
Promoter and Promoter Group	28,69,947	28,69,947	100.00%	28,69,947	Nil	100.00%	Nil
Public Institutional holders	100	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	20,46,933	37,662	1.84%	37,662	Nil	100.00%	Nil
Total	49,16,980	29,07,609	59.13%	29,07,609	Nil	100.00%	Nil



PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Makers Laboratories Limited
54-D, Kandivli Industrial Estate,
Charkop, Kandivali (West),
Mumbai - 400067

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.

I, Jigyasa N. Ved of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Makers Laboratories Limited vide resolution dated May 27, 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Twenty-Ninth Annual General Meeting of the Company to be held on July 28, 2014.

The Notice dated May 27, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on July 28, 2014.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of June 20, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 8 in the Notice of the 29th AGM of Makers Laboratories Limited.

The voting period for e-voting commenced on, Tuesday July 22, 2014 at 09.00 a.m. and ended on Thursday, July 24, 2014 at 6:00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms received upto July 24, 2014 were considered.



I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

I. Resolution No. 1 :-

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



II. Resolution No. 2 :-

Appointment of a Director in place of Mrs. Purnima Jain (DIN 00937041), who retires by rotation and, being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

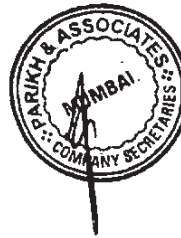
Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



III. Resolution No. 3 :-

Appointment of Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



IV. Resolution No. 4 :-

Appointment of Mr. K C. Jain (DIN 00021239) as an Independent Director of the Company with effect from July 28, 2014 up to March 31, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



V. Resolution No. 5 :-

Appointment of Mr. S. V. Loyalka (DIN 00016533) as an Independent Director of the Company with effect from July 28, 2014 up to March 31, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



VI. Resolution No. 6 :-

Appointment of Dr. Rajeshwar Singh as an Independent Director of the Company with effect from July 28, 2014 up to March 31, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



VII. Resolution No. 7 :-

Consent of the Company under Section 180 (1) (c) & (a) of the Act to the Board of Directors to borrow upto Rs.25 crores (Rupees Twenty Five crores) and to mortgage and/ or charge the whole or substantially the whole of the undertakings of the Company to secure borrowings.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0



VIII. Resolution No. 8 :-

Ratification of remuneration payable to M/s Kale & Associate, Cost Accountants (ICWA Registration No.17869), Cost Auditors of the company for the FY 2014-2015.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
34	2907609	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
0	0

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,


 Jigyasa N. Ved
 Parikh & Associates
 Practising Company Secretary
 FCS: 6488 CP: 6018
 Place: Mumbai



Dated: July 25, 2014

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Makers Laboratories Limited
54-D, Kandivli Industrial Estate,
Charkop, Kandivali (West),
Mumbai - 400067

The Twenty-Ninth Annual General Meeting of the Equity Shareholders of Makers
Laboratories Limited held on Monday, July 28, 2014 at Plot No. 47, Kandivli Industrial Estate,
Opposite Anand Mangal Hall, Charkop, Kandivali (West), Mumbai - 400067

Dear Sir,

I, Jigyasa N. Ved, Practising Company Secretary, appointed as Scrutinizer for the purpose of the
poll taken on the below mentioned resolutions, at the Twenty-Ninth Annual General Meeting of
the Shareholders of Makers Laboratories Limited, held on Monday, July 28, 2014 at Plot No. 47,
Kandivli Industrial Estate, Opposite Anand Mangal Hall, Charkop, Kandivali (West), Mumbai -
400067, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for
polling were locked in my presence with due identification marks placed by me.
2. None of the members present cast their vote on the poll on any of the resolutions
3. The result of the poll is as under:



RESOLUTION NO. 1 - ORDINARY RESOLUTION :

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



RESOLUTION NO. 2 - ORDINARY RESOLUTION :

Appointment of a Director in place of Mrs. Purnima Jain (DIN 00937041), who retires by rotation and, being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

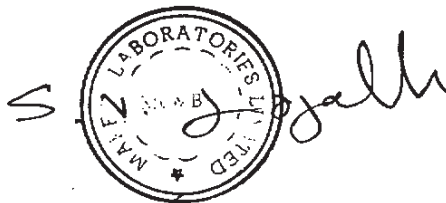
Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



RESOLUTION NO. 3 - ORDINARY RESOLUTION :

Appointment of Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

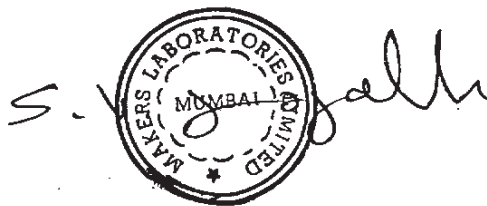
Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



RESOLUTION NO. 4 - ORDINARY RESOLUTION:

Appointment of Mr. K C. Jain (DIN 00021239) as an Independent Director of the Company with effect from July 28, 2014 up to March 31, 2019.

(i) Voted in favour of the resolution:

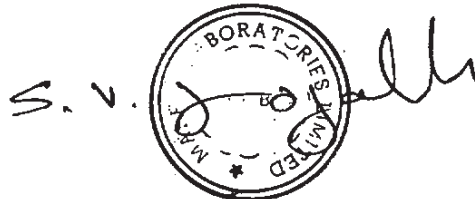
Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



RESOLUTION NO. 5 - ORDINARY RESOLUTION :

Appointment of Mr. S. V. Loyalka (DIN 00016533) as an Independent Director of the Company with effect from July 28, 2014 up to March 31, 2019.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil


(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



S.  *S. V. Loyalka*

RESOLUTION NO. 6 - ORDINARY RESOLUTION :

Appointment of Dr. Rajeshwar Singh (DIN 00347864) as an Independent Director of the Company with effect from July 28, 2014 up to March 31, 2019.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil



RESOLUTION NO. 7 - SPECIAL RESOLUTION:

Consent of the Company under Section 180 (1) (c) & (a) of the Act to the Board of Directors to borrow upto Rs.25 crores (Rupees Twenty Five crores) and to mortgage and/ or charge the whole or substantially the whole of the undertakings of the Company to secure borrowings.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil

S. V. [Signature]



RESOLUTION NO. 8 - ORDINARY RESOLUTION:

Ratification of remuneration payable to M/s Kale & Associate, Cost Accountants (ICWA Registration No.17869), Cost Auditors of the company for the FY 2014-2015.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil

Thanking you,

Yours faithfully,

Scrutinizer

Name: Mrs. Jigyasa N. Ved
Practising Company Secretary
FCS: 6488 CPNo.:6018



For Makers Laboratories Limited

Mr. S. V. Loyalka
Chairman of the Annual General Meeting



Place: Mumbai

Dated: July 28, 2014