

# Zydus Wellness

Registered Office :

Zydus Wellness Ltd. House No. 6 & 7, Sigma Commerce Zone, Nr. Iskcon Temple, S. G. Highway, Ahmedabad 380015, Gujarat, INDIA.

Tel: +91-79-67775888 (20 Lines) Fax: +91-79-67775811

www.zyduswellness.in CIN:L15201GJ1994PLC023490

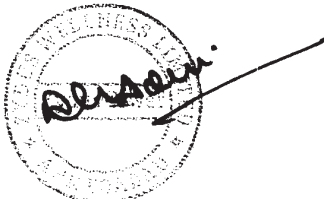
## Details of Voting Results

### I. Attendance of Members:

Sr. No.	Particulars	Details
1.	<b>Date of Annual General Meeting</b>	<b>14<sup>th</sup> July, 2014</b>
2.	<b>Total number of shareholders on Book Closure Date</b>	<b>35,731</b>
3.	<b>No. of shareholders present in meeting either in person or through proxy:</b>	
	i. In Person:	
	Promoters and Promoter Group:	<b>2</b>
	Public:	<b>66</b>
	ii. Through Proxy:	
	Promoters and Promoter Group:	<b>0</b>
	Public:	<b>7</b>
4.	<b>No. of Shareholders attended the meeting through Video Conferencing</b>	<b>Not Arranged</b>

### 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 Financial Statements for the year ended on 31 <sup>st</sup> March, 2014.	Ordinary	E-voting and Poll process	With requisite majority
2.	Declaration of Dividend on Equity Shares.	Ordinary	E-voting and Poll process	With requisite majority
3.	Reappointment of Mr. Ganesh N. Nayak as a Director liable to retire by rotation.	Ordinary	E-voting and Poll process	With requisite majority
4.	Unwillingness of Mr. Pankaj R. Patel for reappointment as a Director.	Ordinary	E-voting and Poll process	With requisite majority



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Item No.	Details of the Agenda	Resolution required: [Ordinary / Special]	Mode of voting: [Show of hands/Poll/Postal Ballot/E-Voting]	Remarks
5.	Appointment of Statutory Auditors.	Ordinary	E-voting and Poll process	With requisite majority
6.	Appointment of Mr. H. Dhanrajgir as an Independent Director.	Ordinary	E-voting and Poll process	With requisite majority
7.	Appointment of Dr. B. M. Hegde as an Independent Director.	Ordinary	E-voting and Poll process	With requisite majority
8.	Appointment of Prof. Indiraben J. Parikh as an Independent Director.	Ordinary	E-voting and Poll process	With requisite majority
9.	Alteration in Articles of Association.	Special	E-voting and Poll process	With requisite majority
10.	Ratification of remuneration to the Cost Auditors.	Ordinary	E-voting and Poll process	With requisite majority

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

The mode of voting for all resolutions was:

- e-voting and
- 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 is annexed herewith.

Thanking you,

Yours faithfully,

For, ZYDUS WELLNESS LIMITED

  
DHAVAL N. SONI  
COMPANY SECRETARY



**Zyklus Wellness Limited**

**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: 14<sup>th</sup> July, 2014 [being the date of Annual General Meeting]

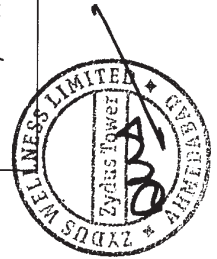
Total shareholders as on 14<sup>th</sup> July, 2014: 35,731

**Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20<sup>th</sup> Annual General Meeting**

Resolution No. 1	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Adoption of Audited Financial Statements for the year ended on 31 <sup>st</sup> March, 2014.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

Resolution No. 2	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Declaration of Dividend on Equity Shares.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,151	-	100.00%	0.00%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,343	-	100.00%	0.00%

Resolution No. 3	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Mr. Ganesh N. Nayak as a Director liable to retire by rotation.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,53,065	5,039	99.88%	0.12%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,01,274	5,069	99.98%	0.02%



**Zydus Wellness Limited**

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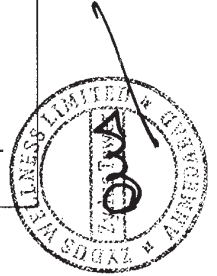
Total shareholders as on 14<sup>th</sup> July, 2014: 35,731

**Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20<sup>th</sup> Annual General Meeting**

Resolution No. 4	Promoter / Public	No. of shares held	No. of votes polled	% of votes on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Unwillingness of reappointment of Mr. Pankaj R. Patel as a Director.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,059	92	99.95%	0.05%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,221	92	99.99%	0.01%

Resolution No. 5	Promoter / Public	No. of shares held	No. of votes polled	% of votes on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Statutory Auditors.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,53,065	5,039	99.88%	0.12%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,01,274	5,069	99.98%	0.02%

Resolution No. 6	Promoter / Public	No. of shares held	No. of votes polled	% of votes on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Mr. H. Dhanrajir as an Independent Director	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%



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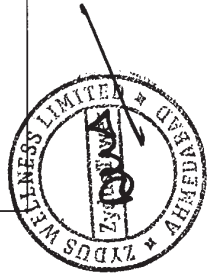
Total shareholders as on 14<sup>th</sup> July, 2014: 35,731

**Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20<sup>th</sup> Annual General Meeting**

Resolution No. 7	Promoter / Public	No. of shares held	No. of votes polled	% of votes on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Dr. B. M. Hegde as an Independent Director.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

Resolution No. 8	Promoter / Public	No. of shares held	No. of votes polled	% of votes on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Prof. Indiraben J. Parikh as an Independent Director.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

Resolution No. 9	Promoter / Public	No. of shares held	No. of votes polled	% of votes on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Alteration in Articles of Association by adopting new set of Articles.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%



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Date of declaration of results: 14<sup>th</sup> July, 2014 [being the date of Annual General Meeting]

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**Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20<sup>th</sup> Annual General Meeting**

Resolution No. 10	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Ratification of remuneration paid to the Cost Auditors.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

