

MINUTES OF THE 70TH ANNUAL GENERAL MEETING OF ABBOTT INDIA LIMITED HELD AT RAMA WATUMULL AUDITORIUM, K C COLLEGE, 123, DINSHAW VACHA ROAD, VIDYASAGAR PRIN. K. M. KUNDNANI CHOWK, CHURCHGATE, MUMBAI - 400 020 ON FRIDAY, AUGUST 1, 2014 at 3.00 p.m.

Present :	Mr. Munir Shaikh	- Chairman
	Mr. Rehan Khan	- Managing Director
	Mr. Ranjan Kapur	- Director
	Mr. Bhasker Iyer	- Director
	Mr. Kaiyomarz Marfatia	- Whole-time Director
	Mr. Sachin Dharap	- Director
	Ms. Valentine Yien	- Additional Director
	Ms. Krupa Anandpara	- Company Secretary

- a) Mr Kaiyomarz Marfatia, as representative under Section 113 of the Companies Act, 2013 for Abbott Capital India Limited, Abbott Healthcare Products Limited and British Colloids Limited.
- b) 124 members in person.

The Directors' Report, Auditors' Report, Balance Sheet as at March 31, 2014 and the Statement of Profit & Loss for the year ended March 31, 2014, Proxy Register, Register of Directors' Shareholding and certified copies of the resolutions of the Board of Directors of Abbott Capital India Limited, Abbott Healthcare Products Limited and British Colloids Limited pursuant to Section 113 of the Companies Act, 2013, were tabled.

The Chairman announced that the Company received 2 valid proxy forms.

The requisite quorum being present, the Chairman welcomed the Members present at the meeting and called the meeting to order. He then introduced the persons sitting on the dais and conveyed apologies of Mr. Ashok Dayal and Mr. R.A. Shah, Directors who were unable to attend the meeting.

With the consent of the Members, the Notice convening the meeting was taken as read.

With the consent of the Members, the Chairman's message to Members, as contained in the Annual Report, was taken as read.

The Chairman informed the Members that the Company changed its financial year from December to March and hence the Accounts were for 15 months' period. He informed the Members that Sales for the period amounted to Rs 2231 Crores and Profit before Tax stood at Rs 198 Crores, higher by 9.7 % over the previous year. He then informed that this performance was achieved inspite of slowing economy, high inflation, weakening currency and tight monetary policy. He further informed that the implementation of Drugs Prices Control Order (DPCO) also impacted prices of major brands of the Company during the year.



The Chairman then informed the Members that the Directors have proposed a dividend of Rs 23 per share.

The Chairman stated that in the year 2013-2014, the Company launched several new products such as Titaferon, Brufit OD, Surbex Star, Arachitol – O, Digene Fizz, Duphalac Enema, Enliva and Dufaximin.

The Chairman was then pleased to announce that the Company was awarded some of the prestigious awards such as Business Today Award for the Best Company to Work For, Golden Peacock Global Excellence Award for Outstanding Management Practises and Stakeholders Engagement at the Global Convention on Business Excellence in Dubai, and Frost & Sullivan India Healthcare Excellence Award – Multinational Pharmaceutical Company of the Year 2013, for the 3rd consecutive year.

At this juncture, the Chairman also mentioned that he is confident that under Mr Rehan Khan's able leadership, the Company will continue driving growth and attain greater heights.

The Chairman then thanked all the stakeholders of the Company, including the shareholders, who have continued to show their trust in the Company.

Thereafter, the Chairman informed the Members that the proceedings of the Annual General Meeting shall be conducted in accordance with the provisions of the Companies Act, 2013.

The Chairman then informed that as there were no qualifications in the Auditors' Report, the same is not required to be read as per the provisions of the Companies Act, 2013 and Rules made thereunder.

The Chairman then announced that the Company has, in accordance with the provisions of the Companies Act, 2013 and Listing Agreement with the Bombay Stock Exchange, provided the facility for E-VOTING on the resolutions proposed to be passed at the Annual General Meeting. Ballot papers were also sent for the benefit of Members who do not have access to E-VOTING facility. The Voting was open from Saturday, July 28, 2014 upto Monday, July 30, 2014.

He then announced that Members who were present at the Meeting and not voted earlier either through E-VOTING or Ballot, were being given an opportunity to Vote at the Meeting. The voting would be conducted during the meeting. Ballot Papers were already distributed to all the Members present. Members were requested to cast their votes and put the Ballot paper in the Ballot Box kept on the dais. He stated that Ms Krupa Anandpara and her team would-provide necessary assistance for the same.

The Chairman then announced that Ms Neena Bhatia has been appointed as the Scrutinizer for the E-Voting and Ballot. The Results of Voting would be declared on the Website of the Company on the date of Annual General Meeting or within 2 working days.

A handwritten signature in black ink, consisting of a stylized 'A' followed by a long horizontal stroke extending to the right.

The Chairman then declared that the resolutions, if passed, shall be considered as passed effective August 1, 2014.

Empty Ballot Box was shown to the Members and same was locked in the presence of the Scrutinizer.

Thereafter, the Chairman requested for the names of proposers and seconders for each resolution proposed to be passed.

The Chairman then addressed the first item of the Agenda relating to the adoption of accounts.

Resolution No. 1

The following resolution was proposed as an Ordinary Resolution by Mr. Jayesh Manek and seconded by Mrs Ashalata Maheshwari:

RESOLVED That the Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss Account of the Company for the period ended on that date together with the Report of the Directors and Auditors thereon be and are hereby received, approved and adopted.

Resolution No.2

The following resolution was proposed as an Ordinary Resolution by Ms Gulshan Chinwala and seconded by Mr Jayesh Manek:

RESOLVED That a dividend at the rate of Rs 23.00 per share on 2,12,49,302 fully paid up equity shares of Rs 10/- each, be and is hereby declared for the period ended March 31, 2014.

RESOLVED Further That the said dividend be paid on or before August 31, 2014 to those Members whose names appear on the Register of Members as on August 1, 2014 and to the Beneficial Owners of the shares as on July 24, 2014, as per the details furnished by the Depositories for this purpose.

Resolution No. 3

The following resolution was proposed as an Ordinary Resolution by Mr Rajesh Chainani and seconded by Mr Vinod Agarwal:

RESOLVED That pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), S R B C & CO LLP, Chartered Accountants (ICAI Firm Registration No. : 324982E), be and are hereby appointed as the Statutory Auditors for a term of five years i.e. from the conclusion of this Annual General Meeting till the conclusion of Seventy-fifth Annual General Meeting of the Company (subject to ratification of their appointment by the Members at every



Annual General Meeting), on such terms and remuneration as agreed upon between the Audit Committee/Board of Directors and the Auditors.

Resolution No. 4

The following resolution was proposed as an Ordinary Resolution by Mr Sheshan Krishnamoorthy and seconded by Ms Ashalata Maheshwari:

RESOLVED That pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), remuneration of Rs. 6.05 Lakhs plus service tax as applicable and reimbursement of out-of-pocket expenses, as approved by the Board of Directors of the Company, payable to M/s. N I Mehta & Co., Cost Accountants (Registration No : 000023) for conducting the Cost Audit of the Company for the financial year ending on March 31, 2015, be and is hereby approved and ratified.

Resolution No. 5

The following resolution was proposed as an Ordinary Resolution by Mr H. V. Sanghavi and seconded by Ms Gulshan Chinwala:

RESOLVED That Ms Valentine Yien (DIN : 05180794), who was appointed as Additional Director of the Company by the Board of Directors effective December 23, 2013, and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.

Resolution No.6

The following resolution was proposed as an Ordinary Resolution by Ms Ashalata Maheshwari and seconded by Mr S A Khanolkar:

RESOLVED That pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder read with Schedule IV of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr R. A. Shah (DIN : 00009851), Director of the Company, who retires by rotation at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31, 2019, not liable to retire by rotation.



Resolution No. 7

The following resolution was proposed as an Ordinary Resolution by Mrs Ashalata Maheshwari and seconded by Rajesh Chainani:

RESOLVED That pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder read with Schedule IV of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr Ranjan Kapur (DIN : 00035113), Director of the Company, who retires by rotation at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31, 2019, not liable to retire by rotation.

Resolution No. 8

The following resolution was proposed as an Ordinary Resolution by Ms Gulshan Chinwala and seconded by Mr. Jayesh Manek:

RESOLVED not to fill, for the time being, the vacancy caused by the retirement of Mr Ashok Dayal (DIN : 00065907), Director of the Company, who retires by rotation at this Annual General Meeting and does not seek re-appointment.

The Chairman invited questions from the Members and stated that Proxies are not allowed to speak.

Mrs Ashalata Maheshwari, Mr. Vinod Agarwal, Mr. Seshan Krishnamoorthy, Mr. S.A. Khanolkar, Mr. Rajesh Chainani, Mr. Jayesh Manek, Mr. H. V. Sanghavi, Ms Gulshan Chinwala, Ms. Homayun Beruz Pouredehi, Mr. Hariram Chaudhary, Mr. Yousuf Rangwala, Mrs. Shobhna Mehta, Mr. Babulal Parekh, Mr. Beruz Feramroz Pouredehi, Mr. Ronald Fernandes, Mr. Dinesh Kotecha, Mr. Prakash Vijaykar and Ms. Hutokshi Sam Patel, Members, spoke at the meeting.

MRS. ASHALATA MAHESHWARI

Mrs. Maheshwari welcomed the Directors on the dais and congratulated the Chairman and his team for having products that improve life and health of people from new born to aging adults. She also congratulated the Chairman for enhancing shareholder value by increasing the productivity and profitability of the Company in an extremely challenging environment.

She then congratulated the Company Secretary and her team for a transparent, informative and colourful Annual Report.

She further congratulated the Chairman for good results, increase in net Sales by over 10.7%, for increase in PBT and for declaring dividend of 23% in spite of the challenging environment. She asked questions regarding the expected growth in turnover and profitability during the current year, growth in foreign exchange earnings, impact of



fluctuations in the foreign currency on the profitability of the Company. She then requested for Bonus Shares considering the surplus of Reserves available with the Company. She congratulated the Managing Director and his team for increase in efficiency and productivity, and for the numerous awards and accolades received by the Company during the year.

She further sought details regarding the products covered under the new DPCO, steps taken by the Management to minimise and counter the adverse effects of the new DPCO. She then enquired about performance of the new products introduced in 2013-14, their contribution to revenue, and their rankings and market share and new products planned to be launched in the current year.

She further asked about the impact of the new Finance Budget on performance of the Company.

She congratulated Mr Rehan A. Khan, Managing Director for receiving the "Most Promising Entrepreneur" Award and other numerous awards and accolades received by the Company during the year.

She highlighted the requirement of having a woman Director on the Board of Directors of the Company pursuant to the provisions of the Companies Act, 2013 and welcomed Ms. Valentine Yien on the Board of the Company.

MR. VINOD AGARWAL:

Mr. Agarwal congratulated the Managing Director for the various awards received by the Company during the year. He proposed a stock split in view of low trading volume on the Bombay Stock Exchange. He then enquired about the impact of the global Mylan deal on the Company's business in India.

He further proposed inclusion of additional details regarding Return on Net Worth and Return on Capital Employed in the Ten Year Highlights shown in the Annual Report. He then asked the reasons for increase in Reimbursements stated on Page 88 under Note 15 of the Annual Report.

MR. SESHAN KRISHNAMOORTHY

Mr. Krishnamoorthy thanked the Company Secretary and her team for colourful, transparent and informative Annual Report. However, he gave few suggestions on the layout of the Annual Report.

He then congratulated the Management for the excellent results despite the changes in DPCO and for declaring a good rate of dividend. He then raised concerns regarding the high rate of foreign exchange outgoings and low foreign exchange earnings. He also asked why Company is not exporting products to China and other countries.

He then enquired about the Company's plans to participate in Health and Fitness Exhibition, which is to be held before the Mumbai Marathon in January 2015. He also requested for Goa Plant visit.

A handwritten signature in black ink, appearing to be 'S. Seshan', located in the bottom right corner of the page.

Mr. Krishnamoorthy proposed Thyroid checkups at regular intervals as part of the Company's Corporate Social Responsibility programmes.

He supported all the resolutions proposed at the meeting.

MR. S.A. KHANOLKAR

Mr Khanolkar complained about non-receipt of Annual Report and suggested that copy of Annual Report can be sent to speaker Members separately.

He congratulated the Chairman and Managing Director for the performance of the Company during the year in spite of adverse economic factors like increased inflation, weakening currency, etc.

He, however, raised concerns over the low level of new and innovative products launched during the year and proposed a push towards innovation by the Company.

He brought attention to the lack of any products for tackling Dementia. He further enquired about product Burnol and suggested for the revival of the same.

He then asked who were the internal and external customers under the Chalo Bazaar Program organized by the Company. He further raised concerns over the high amount of foreign exchange outgo under various heads in the Balance Sheet and suggested bringing them down to a reasonable level. He also suggested to increase the use of indigenous machinery in the manufacturing process in order to save foreign exchange.

He suggested having the Registered Office and the Corporate Office of the Company at one place in order to economize the expenses and streamline administration for better productivity. He further directed the Board's attention towards the high amount of investments held by the Company and asked whether they can be diverted towards more beneficial purposes.

He congratulated the Chairman and Managing Director for having excellent Reserves to Equity Ratio, good Earning Per Share and maintaining the Company a zero debt Company. He then asked for a higher rate of dividend.

He concluded by wishing the Company good luck for the coming year.

MR. RAJESH CHAINANI

Mr. Chainani thanked the Company Secretary and her team for sending the Annual Report in time, which is informative and full of facts and figures. He congratulated the Management for the excellent performance during the year despite several adverse economic factors.

He, however, raised concern over the low level of rate of dividend in comparison to the high Earning Per Share.

He sought details regarding the products covered under the new DPCO. He further enquired about the impact of the new DPCO on turnover and profits of the Company. He then enquired about the acquisition plans of the Company.



He also requested for Goa Plant visit.

MR. JAYESH MANEK:

Mr. Manek at the beginning welcomed the Board Members. He congratulated the Management for the good performance during the year despite tough economic factors. He then requested the Chairman to give information on the proposed plans and outlook of the Company for the coming year.

He thanked the Board for increase in dividend. He, however, sought details about the dividend distribution policy of the Company and the dividend payout ratio. He also suggested that in light of the high reserves and surplus of the Company, Bonus Shares should be given to the Members.

He then enquired about the projected sales of the new products launched by the Company.

He complimented the Company Secretary and her team for the colourful and transparent Annual Report.

He then suggested that the Company should set up new manufacturing plants in Gujarat and Uttar Pradesh. He then enquired about the new product launches and acquisition plans of the Company. Mr. Manek enquired about the views of the Company towards the new Companies Act, 2013 and representations, if any made by the Company to the Ministry along with other associations.

He supported all the resolutions proposed at the meeting.

MR. H. V. SANGHAVI:

Mr. Sanghvi thanked the Board for increasing the dividend. He, however, raised concern over the low level of rate of dividend in comparison to the high EPS.

He requested the Company to arrange for plant visit at Goa. He then congratulated the Company and its employees for the excellent performance of the Company.

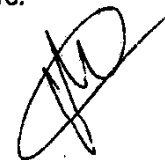
MS. GULSHAN CHINWALA:

Ms Chinwala at the beginning expressed dissatisfaction over the dividend of Rs 23 per share declared for the 15 months' period ended March 31, 2014.

She then congratulated the Managing Director and his team for increase in efficiency and productivity, and for the various awards received by the Company during the year.

She further suggested that Ms. Nagina Singh – Director HR be elevated to the Board of Directors of the Company considering her qualifications and vast experience. She stated that if the dividend cannot be increased, then at least the Members be rewarded by way of Bonus Shares.

She supported all the resolutions and wished the Company good luck for the future.



MRS. HOMAYUN BERUZ POUREDEHI

Mrs. Pouredehi thanked the Management for replying to her queries promptly. However, she sought details about increase in Miscellaneous Expenses as stated in the Annual Report.

She further thanked the Management for extending the facility of voting at the AGM venue.

She welcomed Ms. Valentine Yien on the Board of Directors of the Company and wished her good luck for the future.

Mrs. Pouredehi concluded by congratulating the Company Secretary and her team for a transparent and informative Annual Report.

MR. HARIRAM CHAUDHARY

Mr. Chaudhary congratulated the Chairman and his team for having products that improve life and health of people from new born to aging adults.

He thanked the Management for the thyroid test conducted for the members at the AGM venue. He then suggested that the Company should start manufacturing products for cancer patients and patients affected by other life threatening diseases.

He congratulated the Management for the good performance during the year under the guidance of the Managing Director and the Chairman of the Board. He suggested that Ten Year Highlights in the Annual Report should also provide details of amounts spent by the Company on CSR activities. Mr. Chaudhary thanked the Board for the good dividend.

He asked the reasons for Mr. Ashok Dayal's not seeking reappointment as Director on the Board of the Company and suggested that the vacancy be filled at the next Meeting of the Board of Directors.

MR. YOUSUF RANGWALLA

Mr. Rangwalla thanked Company Secretary and her team for sending the Annual Report in time, which is informative and full of facts and figures.

He thanked the Management for the thyroid test conducted for the members at the AGM venue. He then congratulated the Managing Director and his team for the numerous awards received by the Company during the year.

Mr. Rangwalla sought details about the last issue of Bonus shares. He also suggested a stock split. Mr. Rangwalla concluded with a request for Goa Plant visit.



MRS. SHOBHNA MEHTA:

Ms Shobhana Mehta congratulated the Board for the outstanding performance of the Company in spite of the challenges and also for the various awards received by the Company. She thanked the Board for the dividend of Rs 23 per share.

She congratulated Ms. Krupa Anandpara and her team for the excellent Annual Report detailing the growth of the Company with the help of colorful photographs.

She enquired about the CSR activities undertaken by the Company and the amount of money spent towards them. She also enquired about the women employee ratio in the Company.

She further sought clarification regarding the capital expenditure program and the expected turnover of the Company during the coming year. She recommended that the Board should consider the issue of Bonus Shares.

She concluded by supporting all the resolutions proposed at the meeting.

MR. BABULAL PAREKH

Mr. Parekh thanked the Company Secretary and her team for the timely receipt of Annual Report.

He thanked the Board for the increase in dividend. He suggested that there should be increased focus on sale of Brufen.

MR. BERUZ FERAMROZ POUREDEHI

Mr. Pouredehi thanked the Board for the increase in dividend. He appreciated the state-of-art Plant set up by the Company at Goa.

He asked the reasons for absence of Mr. R.A.Shah at the Meeting. He then thanked the Chairman for attending the Annual General Meeting.

MR. RONALD FERNANDES

Mr. Fernandes thanked the Company Secretary and her team for sending the Annual Report in time. He further appreciated the colourful Annual Report.

He then enquired about the CSR activities undertaken by the Company. He also requested for Goa Plant visit every two years. Mr. Fernandes suggested that book closure period be reduced to 3 days from existing 7 days. He concluded by supporting all the resolutions proposed at the meeting.



MR. DINESH KOTECHA:

Mr. Dinesh Kotecha thanked the Company Secretary and her team for sending the Annual Report in time.

He sought details regarding threats and challenges faced by the Company. He sought clarification regarding the Promotional Expenses of the Company during the period ended March 31, 2014 and also enquired about the budget allocated to Promotional Expenses for the coming year.

He sought the details of the new products scheduled for launch. He congratulated the Board for the increase in Net Worth of the Company. He however expressed dissatisfaction over the dividend declared by the Company.

He further enquired about the capital history of the Company for the last 70 years. He also enquired about the details of the Capital Advances mentioned on page no. 88 of the Annual Report. He also asked for the reasons for increase in Inventory and Liquid Assets for the period ended March 31, 2014.

He raised concerns over the significant increase in payments outstanding beyond 6 months. He then enquired about the steps being taken for improving the financial management in the Company. Mr. Kotecha sought clarification regarding any conflict of interest by having two sister concerns in Abbott Healthcare Private Limited and Abbott Truecare Pharma Private Limited. He also sought details of the number of employees of the Company.

He then raised concerns over the increase in other expenses in the Balance Sheet and sought clarifications over the control systems employed by the Company to bring these expenses down to a reasonable level. He then enquired about any merger or demerger plans of the Company for the coming year.

MR. PRAKASH VIJAYKAR

Mr. Vijaykar thanked the Board for the increase in dividend. He then requested for Goa Plant visit.

He then enquired about the process by which the expired products of the Company are destroyed. He then recommended that the Board should consider the issue of Bonus Shares or Rights Issue. He also enquired about the cost per copy of the Annual Report and if any donation has been paid to any political party.

He concluded by supporting all the resolutions proposed at the meeting.

MS. HUTOKSHI SAM PATEL

Ms. Patel congratulated Ms. Krupa Anandpara and the team for the excellent and colorful Annual Report. She then congratulated the Managing Director for receiving the "Most Promising Entrepreneur" Award and for all other awards received by the Company during the year. Ms. Patel expressed her desire to get Bonus Shares from the Company.



She concluded by welcoming Ms. Valentine Yien on the Board of Directors of the Company.

Before replying to Members' questions, the Chairman announced that Mr. Rehan Khan, Managing Director would make a brief presentation to the Members.

Mr Rehan Khan, Managing Director, presented a few slides on the performance of the Company for the last year and also plans of the Company for the current year.

Mr Khan, while briefing the Members about the performance of the Company, stated that the Company recorded Sales of Rs. 2,231 Crores with a growth of 10.7% and Profit After Tax growth of 9.7%. He further stated that the base business registered a growth of 14.1% while the pharmaceutical market grew at 10.1% making Abbott India one of the fastest growing multinational companies in the country. He was pleased to announce that the Company received various awards such as Frost & Sullivan MNC Pharma Company of the Year 2013 for the third year in succession.

Mr Khan briefed the Members about plans of the Company for the year 2014-15. He highlighted six key drivers driving the business of the Company namely, Science- based portfolio, Focus on customers, Focus on building brands, Driving diagnosis and awareness through patient education and camps in multiple chronic disease areas, Building a culture of empowerment, trust and achievement and, finally, Delivering consistent performance in the Indian Pharmaceutical market.

While highlighting the brand performance, he was pleased to inform the Members that as stated in the Annual Report, 10 brands of the Company featured in top 300 in the Indian Pharma Market. He further informed that Thyronorm, Duphaston, Udiliv, Zolfresh, Duphalac and Vertin ranked first or second in the participated Indian Pharma Market.

He briefed the Members about the new products launched by the Company during 2013-14. He also mentioned about the various awards received by the Company.

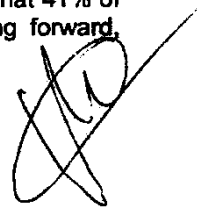
After the presentation of Mr Khan, Corporate Video was shown to the Members.

Thereafter another short video on "Chalo Bazar", an initiative of Head Office employees of the Company, was shown to the Members.

The Chairman, while replying to the Members' queries, expressed appreciation for their valuable inputs and suggestions and thanked all Members for their time.

Replying to comments on issue of bonus shares, dividend and cash reserves, the Chairman stated that the Board has adopted a conservative approach towards the dividend payout and also on issue of bonus shares. He stated that the market environment is very uncertain and it is important that the resources are conserved for the long-term benefit of the Members and the Company.

Further, in response to the query regarding the growth prospects of the Company for the current year, the Chairman stated that the growth of the Company is expected to be in double digits and the Company would continue to strive for better. He stated that 41% of the Company's products are covered under DPCO and the strategy, going forward, would be to launch products, which are not within the purview of DPCO.



Replying to the query as to why the Company does not promote Brufen more aggressively, the Chairman stated that Brufen is covered by DPCO and therefore, the margins on Brufen remain extremely small.

With regard to queries on new product launches, the Chairman stated that the Company would continue to develop new and innovative products and the vision is to focus on the core areas in which the Company has a strong presence and experience.

In response to a number of queries about the last bonus Issue made by the Company, the Chairman informed the Members that the same was in October 1998 in 1:1 ratio.

The Chairman, in reply to the query regarding global Mylan deal, stated that there would be no material impact on the business of Abbott India Limited.

In response to suggestions on proper layout of the Annual Report, the Chairman stated that the Management always tries to improve the Report and the suggestions for improvements were duly noted.

With regard to suggestions on export to neighboring countries, the Chairman stated that the Company is trying to export as much as it can and is building its profile and business in countries like Sri Lanka, Nepal, etc.

In response to suggestions regarding place for setting up new plant, the Chairman stated that currently there are no plans to set up a new plant but whenever the need arises a suitable decision would be taken keeping in view the tax benefits offered by various States and the viability of the project.

The Chairman, in reply to a query about acquisitions, commented that the Company is always looking to expand organically and inorganically and whenever the right opportunity arises a suitable decision would be taken keeping in view the return on investment, vision and direction of the Company. In the meanwhile the Company would continue to launch new and innovative products and work towards enhancing the existing brands.

In response to a query regarding Burnol, the Chairman pointed out that Burnol is a very old and obsolete product and a number of new and better products are present in the market to tackle burns.

The Chairman, while addressing the suggestion regarding one office, stated that Abbott has various offices at several places in Mumbai and having one location as an office base is preferred; however to bring all under one roof is a long exercise.

In response to the query regarding challenges faced by the Company due to the introduction of the new Companies Act, 2013, the Chairman stated that the Company has to live with the new law and follow the same to its letter and spirit. The Company would continue to grow and expand within the boundaries of the law.

A handwritten signature in black ink, consisting of stylized, overlapping loops and lines, located in the bottom right corner of the page.

The Chairman, while addressing queries regarding Corporate Social Responsibility initiatives taken by the Company, informed the Members that a CSR Committee has been set up to look into the various activities and programs which the Company needs to undertake as a part of CSR.

In reply to a query regarding the threats and challenges faced by the Company during the period ended March 31, 2014, the Chairman stated that 41% of the products falling under the DPCO had a significant impact but the Company is in a good position to handle such set backs and would continue to work towards launching new and innovative products in the market. Further, with regard to the query on increase in Promotional Expenses, the Chairman stated that the Company has to spend more to drive business and innovation and expenses are never in direct proportion to the profits. That would be extremely idealistic. Further, considering the launch of several new products, the Company's expenses have increased but better returns in the future are expected to offset such expenses and increase profitability.

In response to the query about treatment of expired products, the Chairman stated that expired products are destroyed in a proper and safe manner and not sold.

With regard to the query on donation to any political party, the Chairman stated that Company does not give donations to any political party.

The Chairman stated that the Company printed 20000 copies of the Annual Report at the rate of Rs. 45/- per copy.

The Chairman then requested Mr. Rehan Khan, Managing Director, to respond to certain other queries of the Members relating to the Company's future strategies and business.

Mr. Rehan Khan welcomed and thanked all the Members for sharing their valuable insights.

Mr. Khan further stated that the Company, in response to the new DPCO, has reduced the prices of its products falling under the purview of the DPCO, which has impacted the sales to the tune of Rs. 11 crores. However, he stated that it is expected that the adverse impact shall be mitigated in the near future through increased sales and cost control measures.

In response to a query regarding foreign subsidiaries of the Company, he stated that currently the Company does not have any foreign subsidiary.

Answering Ms. Shobhna Mehta's query about the total headcount of the Company, attrition rate and ratio of women employees, Mr. Khan stated that the Company employs over 2700 people including field staff of 1900 people and the attrition rate of the Company is well below the average attrition rate of the pharmaceutical industry in the country. He also pointed out that Abbott in India, is considered a preferred employer for women.

Reiterating the Chairman's stance on One Abbott Office, Mr. Khan said that the Company is evaluating options of having one Abbott office in Mumbai.



Mr. Khan noted Members' suggestion for including more details in the Ten Year Highlights section of the Annual Report.

With regard to the query on remittance of dividend to promoters, Mr Khan stated that the promoter entities hold 75% of total share capital and dividend towards the same shall be remitted after obtaining all necessary regulatory approvals.

Further, Mr. Khan pointed out that the target for the coming years would be to work towards double-digit sales growth and to outperform the market in all the core therapy areas. He pointed out that the Board has laid down long-term core strategies to help the Company deliver admirably over the course of the coming years.

In response to the query about cost control systems adopted by the Company, Mr. Khan stated that Company has a number of systems in place to control costs and consequently increase profitability and the Company will keep driving towards better and more efficient cost control measures.

While answering queries regarding steps taken by the Company to increase its foreign exchange earnings, Mr. Khan stated that currently the Company mainly exports to Sri Lanka and Nepal, and during the 2013-14, the Company branched out into Bhutan and Maldives. This is would help the Company to boost its foreign exchange earnings.

On the question about the Company's products featuring in the Top 300 Mr. Khan provided names of the brands and their respective rankings for the same.

He further added that the Company launched 9 new products during 2013-14 and the market response to all the products was extremely encouraging and their performance was satisfactory. Duphaston, Duphalac, Vertin and Thyronorm were the highest selling products of the Company during 2013-14. He further stated that during the current year the Company would launch a number of new products in a number of new areas like Women's Health, Gastroenterology, Neurology, etc.

With regard to the R&D Activities of the Company Mr. Khan stated that the Company has a standalone R&D center at Goa plant, which actively supports the product development of all the products launched in India.

Further, in response to the query regarding the need for changing the accounting year of the Company, Mr. Khan stated that the change was necessitated in order to comply with the provisions of the Companies Act, 2013 and, therefore, the current accounts are for a period of 15 months i.e. January 1, 2013 to March 31, 2014.

In response to the query relating to investments by the Company, Mr Khan stated that the Company invests its surplus in Bank Deposits maintained by premium banks and earns a good interest on investment from such deposits.

On the CAPEX targets, he also mentioned that the total CAPEX target for the current year would be considered as and when they arise.

Answering the query regarding the increased levels of inventory, Mr. Khan stated that the current position is being maintained due to import licensing requirement of some of



the products and the Company's level of inventory is satisfactory at any point of time. The Company continues to work towards better and improved inventory management.

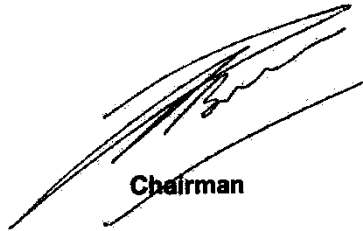
He also stated that the reasons for the increase in high foreign exchange outgo were increased import of raw materials keeping in line with the increased production of new products launched during the year.

Mr Khan once again thanked the Members.

There being no other business, the Chairman thanked the Members for attending the meeting and declared the meeting as closed.

Annexures : Report dated August 1, 2014 issued by Ms. Neena Bhatia, Scrutinizer on E-Voting, Ballot and Poll conducted at the Meeting and Results declared by the Company.

Date : 25/8/2014

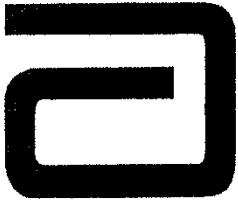


Chairman

Abbott India Limited
 271, Business Park, 6th Floor,
 Model Industrial Colony,
 Off Aarey Road, Goregaon (E)
 Mumbai 400063

Registered Office:
 3-4, Corporate Park,
 Sion Trombay Road,
 Mumbai 400 071, India

Tel : (91-22) 2871 7462
 Fax : (91 22) 2871 7499
 E-mail : webmaster@abbott.co.in
 Site : www.abbott.co.in
 CIN : L24239MH1944PLC007330



Date of the Annual General Meeting: August 1, 2014

Total Number of Shareholders on record date: **17855** (as on June 20, 2014)

No. of shareholders present in the meeting either in person or through proxy: **124**

Promoters and promoter group: 3

Abbott Capital India Limited - 10719097 (50.44%)
 Abbott Healthcare Products Limited - 3744951 (17.62%)
 British Colloids Limited - 1470000 (6.92%)

Public: 121

No. of Shareholders attended the meeting through Video Conferencing

Promoters and promoter Group: NA

Public: NA

Agenda:

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for 15 months' period ended on that date together with the Reports of Directors and Auditors thereon.

Resolution required: Ordinary

Mode of voting: E-Voting & Postal Ballot

Promoter/ public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter group	15934048	15934048	100.00	-	-
Public Institutional Holders	1649619	5500	100.00	-	-
Public – others	3665635	32639	99.816	60	0.18
Total	21249302	15972127	99.999	60	0.001



2. To Declare the payment of final dividend of Rs. 23/- per equity share for the period ended March 31, 2014.

Resolution required: Ordinary

Mode of voting: E-Voting & Postal Ballot

Promoter /public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter group	15934048	15934048	100%	-	-
Public Institutional Holders	1649619	5500	100%	-	-
Public –others	3665635	32578	99.816	60	0.183
Total	21249302	15972126	99.999	60	0.001

3. Appointment of S R B C & CO LLP, Chartered Accountants as the Statutory Auditors

RESOLVED That pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), S R B C & CO LLP, Chartered Accountants (ICAI Firm Registration No. : 324982E), be and are hereby appointed as the Statutory Auditors for a term of five years i.e. from the conclusion of this Annual General Meeting till the conclusion of Seventy-fifth Annual General Meeting of the Company (subject to ratification of their appointment by the Members at every Annual General Meeting), on such terms and remuneration as agreed upon between the Audit Committee/Board of Directors and the Auditors."

Resolution required: Special

Mode of voting: E-Voting & Postal Ballot

Promoter /public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter group	15934048	15934048	100	-	-
Public Institutional Holders	1649619	5500	100	-	-
Public –others	3665635	32430	99.323	221	0.677
Total	21249302	15971978	99.999	221	0.001



4. Ratification of remuneration payable to M/s N I Mehta & Co., Cost Auditors.

"RESOLVED That pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), remuneration of Rs. 6.05 Lakhs plus service tax as applicable and reimbursement of out-of-pocket expenses, as approved by the Board of Directors of the Company, payable to M/s. N I Mehta & Co., Cost Accountants (Registration No : 000023) for conducting the Cost Audit of the Company for the financial year ending on March 31, 2015, be and is hereby approved and ratified."

Resolution required: Ordinary

Mode of voting: E-Voting & Postal Ballot

Promoter /public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter group	15934048	15934048	100	-	-
Public Institutional Holders	1649619	5500	100	-	-
Public –others	3665635	29537	90.568	3076	9.432
Total	21249302	15969085	99.981	3076	0.019

5. Appointment of Ms Valentine Yien as Director

"RESOLVED That Ms Valentine Yien (DIN : 05180794), who was appointed as an Additional Director of the Company by the Board of Directors effective December 23, 2013, and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation."

Resolution required: Ordinary

Mode of voting: E-Voting & Postal Ballot

Promoter /public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter group	15934048	15934048	100	-	-
Public Institutional Holders	1649619	5500	100	-	-
Public –others	3665635	30724	94.237	1879	5.763
Total	21249302	15970272	99.988	1879	0.0112



6. Appointment of Mr R. A. Shah as Independent Director.

“RESOLVED That pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder read with Schedule IV of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr R. A. Shah (DIN : 00009851), Director of the Company, who retires by rotation at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31, 2019, not liable to retire by rotation.”

Resolution required: Ordinary

Mode of voting: E-Voting & Postal Ballot

Promoter /public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter group	15934048	15934048	100	-	-
Public Institutional Holders	1649619	5500	100	-	-
Public –others	3665635	28326	87.602	4009	12.398
Total	21249302	15967874	99.975	4009	0.025

7. Appointment of Mr Ranjan Kapur as Independent Director.

“RESOLVED That pursuant to the provisions of Sections 149, 150, 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder read with Schedule IV of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr Ranjan Kapur (DIN : 00035113), Director of the Company, who retires by rotation at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company for a term upto March 31, 2019, not liable to retire by rotation.”

Resolution required: Ordinary

Mode of voting: E-Voting & Postal Ballot

Promoter /public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter Group	15934048	15934048	100	-	-
Public Institutional Holders	1649619	5500	100	-	-
Public –others	3665635	28662	87.912	3941	12.088
Total	21249302	15968210	99.975	3941	0.025



8. Retirement of Mr Ashok Dayal, Director

Resolution required: Ordinary

Mode of voting: E-Voting & Postal Ballot

“RESOLVED not to fill, for the time being, the vacancy caused by the retirement of Mr Ashok Dayal (DIN : 00065907), Director of the Company, who retires by rotation at this Annual General Meeting and does not seek re-appointment.”

Promoter /public	No of shares held	Voted in favour	Percentage Voted in favour	Voted against	Percentage voted against
Promoter and promoter group	15934048	15934048	100	-	-
Public Institutional Holders	1649619	5500	100	-	-
Public –others	3665635	31094	97.617	759	2.383
Total	21249302	15970642	99.995	759	0.005





N. J. BHATIA
COMPANY SECRETARY

C-93, Snehadhara, Dadabhai Cross Road No. 3, Vile Parle (W), Mumbai - 400 056
Cell : 9870002130 E-mail : njbhatia@rediffmail.com / njbhatia21@gmail.com

**Scrutinizer's Consolidated Report for E Voting, Postal Ballot and Poll for Abbott
India Limited**


To,
Chairman
Of Seventieth Annual General Meeting of the Equity Shareholders of Abbott India
Limited, held on 1st August, 2014 at RAMA WATUMULL AUDITORIUM, K C College,
123, Dinshaw Vacha Road, Vidyasagar Prin. K. M. Kundnani Chowk, Churchgate, Mumbai
- 400 020

Sub: **Passing of Resolutions through Electronic voting, Postal Ballot and Poll
conducted at the Seventieth Annual General Meeting of Abbott India Limited
held on Friday, 1st August, 2014.**

Sir,

I, Ms. Neena Bhatia, Practising Company Secretary, had been appointed as Scrutinizer for
Electronic Voting, Postal Ballot and for the purpose of the Poll conducted on Resolutions
passed at the Annual General Meeting held on Friday, 2nd August, 2014.

1. The members of the Company were given an option to vote electronically on e-voting
platform, provided by National Depository Services Limited (NSDL), from Saturday, 26th
July, 2014 till Monday, 28th July, 2014. The E voting results were unblocked by me on
Monday, 28th July, 2014, in the presence of two witnesses. My detailed Scrutinizer's
Report dated 31st July, 2014 on E-voting is attached herewith.
2. The members of the Company were also given option to vote through Postal Ballot.
Postal Ballots received upto close of business hour on 28th July 2014 were considered.
My detailed Scrutinizer's Report dated 31st July, 2014 on Postal Ballot is attached
herewith.
2. At the Annual General Meeting, the Company facilitated the members presents in the
meeting who could not exercise their votes through e-voting, to record their votes through
poll process. My detailed Scrutinizer's Report dated 2nd August, 2014 in form MGT 13 on
Poll conducted at the Annual General Meeting is attached herewith.
3. A consolidated report on details of voting done on all the Resolutions is attached
herewith.
4. I confirm that a Register has been maintained electronically to record the assent or
dissent received, mentioning the particulars of Name, Address, Folio number or Client ID
of the shareholders, number of shares held by them, nominal value of such shares and
the data sheet, papers/registers relating to e-voting, poll and all other relevant records


NEENA BHATIA
COMPANY SECRETARY
C-93, Snehadhara,
Dadabhai Cross Road No. 3,
Vile Parle (W), Mumbai - 400 056.
ACS No. 11950 CP No. 2661



N. J. BHATIA
COMPANY SECRETARY

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Cell : 9870002130 E-mail : njbhatia@rediffmail.com / njbhatia21@gmail.com

and Postal Ballots were sealed and handed over to the Company Secretary authorised
by the Board for safe keeping.

Thanking you,
Yours faithfully,

Neena Bhatia
(Company Secretary)
ACS NO: 11950
CP NO. 2661


Place: Mumbai
Dated: 2nd August, 2014

Abbott India Limited
70th Annual General Meeting –1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 1- Ordinary Resolution

Particulars	No of				No of votes contained in				Percentage
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	153	34	24	211	27680	3596	15940851	15972127	99.999
Descent	1	0	0	1	60	0	0	60	0.0004
Total	154	34	24	212	27740	3596	15940851	15972187	100

Thus, the ordinary resolution as contained in item no 1 is passed with requisite majority.



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COMPANY SECRETARY
C-93, Snehadhara,
Dadabhai Cross Road No.3,
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ACS No. 11950 CP No. 2661

Abbott India Limited
70th Annual General Meeting –1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 2- Ordinary Resolution

Particulars	No of				No of votes contained in				Percentage %
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	154	34	24	212	27694	3581	15940851	15972126	99.999
Descent	1	0	0	1	60	0	0	60	0.001
Total	155	34	24	213	27754	3581	15940851	15972186	100

Thus, the ordinary resolution as contained in item no 2 is passed with requisite majority.



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Abbott India Limited
70th Annual General Meeting –1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 3- Special Resolution

Particulars	No of				No of votes contained in				Percentage
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	144	38	24	206	27562	3565	15940851	15971978	99.999
Descent	9	1	0	10	173	48	0	221	0.001
Total	153	39	24	216	27735	3613	15940851	15972199	100

Thus, the Special resolution as contained in item no 3 is passed with requisite majority.



NEENA BHATTA
COMPANY SECRETARY
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ACS No. 11950 CP No. 2661

Abbott India Limited
70th Annual General Meeting –1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 4- Ordinary Resolution

Particulars	No of				No of votes contained in				Percentage
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	141	38	24	203	24714	3520	15940851	15969085	99.981
Descent	12	1	0	13	3021	55	0	3076	0.019
Total	153	39	24	216	27735	3575	15940851	15972161	100

Thus, the ordinary resolution as contained in item no 4 is passed with requisite majority.



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COMPANY SECRETARY
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Abbott India Limited
70th Annual General Meeting –1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 5- Ordinary Resolution

Particulars	No of				No of votes contained in				Percentage
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	150	38	24	212	25856	3565	15940851	15970272	99.988
Descent	3	0	0	3	1879	0	0	1879	0.012
Total	153	38	24	215	27735	3565	15940851	15972151	100

Thus, the ordinary resolution as contained in item no 5 is passed with requisite majority.



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ACS No. 11950 CP No. 2661

Abbott India Limited
70th Annual General Meeting -1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 6- Ordinary Resolution

Particulars	No of				No of votes contained in				Percentage
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	145	38	21	204	23759	3513	15940602	15967874	99.975
Descent	7	1	2	10	3710	100	199	4009	0.025
Total	152	39	23	214	27469	3613	15940801	15971883	100

Thus, the ordinary resolution as contained in item no 6 is passed with requisite majority.



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COMPANY SECRETARY
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Abbott India Limited
70th Annual General Meeting –1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 7- Ordinary Resolution

Particulars	No of				No of votes contained in				Percentage
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	146	37	22	205	24093	3465	15940652	15968210	99.975
Descent	7	1	2	10	3642	100	199	3941	0.025
Total	153	38	24	215	27735	3565	15940851	15972151	100

Thus, the ordinary resolution as contained in item no 7 is passed with requisite majority.

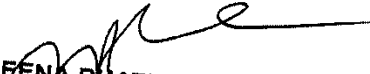

NEENA BHARA
COMPANY SECRETARY
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Vile Parle (W), Mumbai - 400 056.
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Abbott India Limited
70th Annual General Meeting –1 August 2014

Consolidated result of E-voting and Poll at the AGM on Item no 8- Ordinary Resolution

Particulars	No of				No of votes contained in				Percentage
	Ballot Forms	Poll	E votes	Total	Ballot Forms	Poll	E votes	Total	
Assent	145	36	21	202	26529	3462	15940651	15970642	99.995
Descent	6	1	2	9	557	3	199	759	0.005
Total	151	37	23	211	27086	3465	15940850	15971401	100

Thus, the ordinary resolution as contained in item no 8 is passed with requisite majority.


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N. J. BHATIA

COMPANY SECRETARY

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Cell : 9870002130 E-mail : njbhatia@rediffmail.com / njbhatia21@gmail.com

Report of Scrutinizer

To,


The Chairman

Of Seventieth Annual General Meeting of the Equity Shareholders of Abbott India Limited ("the Company"), held on Friday, 1st August, 2014 at RAMA WATUMULL AUDITORIUM, K C College, 123, Dinshaw Vacha Road, Vidyasagar Prin. K. M. Kundhani Chowk, Churchgate, Mumbai - 400 020.

Sir,

I, Ms Neena Bhatia Practising Company Secretary PCS number 2661, appointed as the Scrutinizer as per the letter dated 29th May, 2014 issued by the Company in terms of clause 35B of the Listing Agreement and provisions of section 108 of the Companies Act, 2013 read with Rule 20 (ix) of Companies (Management and Administration) Rules, 2014 for the purpose of voting by electronic means on the below mentioned resolution(s), on agenda as contained in the Notice dated 28th May, 2014, submit my report as under

1. Pursuant to section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the Notice convening the Meeting including Statement under section 102 of the Act has been dispatched by Speed Post and Registered Post on 3rd July, 2014; by Courier on 4th July, 2014 and by email on 5th July, 2014; and subsequently, the notice convening the meeting was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the National Depository Services Limited (NSDL).
2. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper wide circulation and a vernacular newspapers on the 17th July, 2014
3. The e-voting period commenced on Saturday, 26th July, 2014 at 10.00 a.m. and ended on Monday, 28th July, 2014 at 6 p.m.
4. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on Monday, 28th July, 2014 at 6 p.m., the NSDL portal was blocked for voting.


NEENA BHATIA
COMPANY SECRETARY
C-93, Snehadhara,
Dadabhai Cross Road No.3,
Vile Parle (W), Mumbai - 400 056.
ACS No. 11950 CP No. 2661



N. J. BHATIA

COMPANY SECRETARY

C-93, Snehadhara, Dadabhai Cross Road No. 3, Vile Parle (W), Mumbai - 400 056.
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5. The votes cast were unblocked in the presence of two witnesses Ms Prabha Sharma and Ms Geeta Seth on Monday, 28th July, 2014 at 6.10 p.m.
6. A register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client id of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.
7. Corporate members who has participated in the e-voting has provided the scanned copy of the resolution passed by their Board of Directors for authorization.
8. Based on the results made available to me, 24 members have cast their votes on e-voting platform and I have annexed with this Report the details and analysis of the e-voting results for each of the eleven agenda items contained in the said Notice.
9. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
10. The data sheet relating to e-voting and other related papers/ registers, records and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

Neena Bhatia
(Company Secretary)
ACS NO: 11950
CP NO. 2661

Place: Mumbai
Dated: 31st July 2014

N. J. Bhatia


Company Secretary

C-93, Snehadhara, Dadabhai Cross Road No. 3, Vile Parle (W), Mumbai – 400 056.
E-mail : njbhatia@rediffmail.com / njbhatia21@gmail.com mobile: 9870002130

Annexure - I

Agenda No : 1	Type of Resolution : Ordinary
Subject	To receive, consider and adopt the audited Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for 15 months' period ended on that date together with the Reports of Directors and Auditors thereon.

Particulars	Number of e-voters	Number of votes contained in e-votes	Percentage of Total
Total votes Casted	24	15940851	100
Assent	24	15940851	100
Dissent	0	0	0
Abstain	0	0	--
Total	24	15940851	--


NEENA BHATIA
COMPANY SECRETARY
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Vile Parle (W), Mumbai - 400 056.
ACS No. 11950 CP No. 2661