Details of Voting Results Pursuant to Clause 35 A

Date of the AGM/ EGM	January 06, 2015
Total number of shareholders on record date	9666
No. of shareholders present in the meeting either in person or through	proxy
Promoters and Promoter Group	4
Public	30
No. of Shareholders attended the meeting through Video Conferencing	N.A.

Details in case of Poll/Postal ballot/E-voting:

Resolution	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
Issue of Redeemable	Promoter and Group	4,58,22,554	4,35,06,600	94.95	4,35,06,600	Nil	100%	Nil
Preference Shares on private placement	Public – Institutional holders	12,30,670	3,92,167	31.86	3,92,167	Nil	100%	Nil
basis to Promoters &	Public-Others	1,41,97,522	92,46,962	65.13	5,388	92,41,574	0.06	99.94
their Relatives (As Special Resolution)	Total	61,250,746	5,31,45,729	86.77	4,39,04,155	92,41,574	82.61	17.39





Compagy Secretaries

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Scrutinizer's Report-Combined

[Pursuant to Section 108,109 of the Companies Act, 2013 and Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of Listing Agreement]

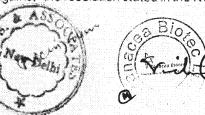
To

The Chairman of
The Extra-Ordinary General Meeting of the Equity Shareholders of
Panacea Biotec Limited
Held on 6th January, 2015 at Ambala-Chandigarh Highway, Lalru, Punjab-140501

Report on e-voting and voting by Poll conducted at Extra-Ordinary-General Meeting of the Equity Shareholders of Panacea Biotec Limited, held on Tuesday, 6th January, 2015 at 11.30 A.M. at the Registered Office of the Company at Ambala-Chandigarh Highway, Lalru, Punjab-140501

Dear Sir.

- As per the provisions of the Companies Act. 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Listing Agreement, the Company had provided the facility of electronic voting ("e-voting") to the shareholders to cast their votes electronically on the resolution (Special Resolution) proposed in the Notice of the Extra Ordinary General Meeting ("EGM").
- In line with the provisions of the Companies Act, 2013 and in term of the clarification issued by MCA, voting by show of hands was not conducted at the General Meeting as e-voting has been offered to the Shareholders. Therefore, at the EGM of the Company, voting was conducted by means of poll under Rule 21 of the Companies (Management and Administration) Rules 2014.
- 3. I. Akshif Gupta, Partner of U.S. & Associates, Company Secretaries, was appointed as Scrutinizer to scrutinize the e-voting process and also voting by means of Poll at the EGM and for ascertaining the requisite majority on e-voting and also on Poll carried out for the resolution (Special Resolution) proposed to be passed at the EGM of the Shareholders of the Company
- 4. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolution contained in the Notice of Extra Ordinary General Meeting. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "For" or "Against" the resolution stated in the Notice.



- The Company has appointed National Securities Depository Limited (NSDL) (the Authorized Agency for e-voting) as the service provider, for providing the facility of electronic voting to the shareholders of the Company. The service provider has provided a system for recording the votes of the shareholders electronically on the item of the business (Special Business) sought to be transacted in the EGM of the Company. The Service provider accordingly has set up e-voting facility on their website https://evoting.nsdl.com
- Based on the report generated from the e-voting system provided by NSDL and votes casted on Poll, we submit the consolidated results of e-voting and Poll as annexed herewith (Annexure-I).
- Based on the above voting, the resolution (Special resolution) carried on with requisite majority, accordingly we request the Chairman of the EGM to declare the result of the meeting.

For M/s. U.S. & Associates Company Secretaries

> Akshit Gupta CP.No. 11408

Date 06.01.2015 Place Lafru Punjab



Resolution 01:

Special Resolution for Issue and Offer of Redeemable Preference Shares on Private Placement Basis

Mode	Num	ber of Voting		Favour	A	gainst
	Ballots	Votes	Ballots	Votes	Ballots	Votes
E-Voting	32	43250773	24	34009199	***************************************	9241574
Poll	11	9894956	11	9894956	0	
Fotal	43	53145729	35	43904155	8	9241574

Total Valid Shares (Total Shares)

Votes in Favour (% of Total Valid Shares)

Votes in Against (% of Total Valid Shares)

No Voting (% of Total Valid Shares)

= 53145729

= 82.611%

= 17.389%

= 0.00%





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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of Extra-Ordinary General Meeting of the Members of
Panacea Biotec Limited ("the Company")
held on Tuesday, 6th January, 2015 at 11.30 A.M. at Ambala-Chandigarh Highway,
Lalru, Punjab–140501

REPORT ON E-VOTING CONDUCTED FOR EXTRA-ORDINARY GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF PANACEA BIOTEC LIMITED, HELD ON TUESDAY, THE 6TM DAY OF JANUARY 2015 AT 11.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT AMBALA-CHANDIGARH HIGHWAY, LALRU - 140 501, PUNJAB

Dear Sir.

- 1. As per the provisions of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Listing Agreement, the Company had provided the facility of electronic voting ("e-voting") to the shareholders to cast their votes electronically on the resolution (Special Resolution) proposed in the Notice of the Extra-Ordinary General Meeting ("EGM")
- I. Akshit Gupta. Partner of U.S. & Associates. Company Secretaries, was appointed as Scrutinizer to scrutinize the e-voting process at the EGM and for ascertaining the requisite majority on e-voting carried out for the resolution proposed to be passed at the EGM of the Shareholders of the Company.
- 3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolution contained in the Notice of Extra-Ordinary General Meeting. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "For" or "Against" the resolution stated in the Notice.
- 4. The Company has appointed National Securities Depository Limited (NSDL) (the Authorized Agency for e-voting) as the service provider, for providing the facility of electronic voting to the shareholders of the Company. The service provider has provided a system for recording the votes of the shareholders electronically on the item of the business (Special business) sought to be transacted in the EGM of the Company. The Service provider accordingly has set up e-voting facility on their website https:\levoting.nsdl.com

5 Based on the report generated from the e-voting system provided by NSDL results of e-voting as under:

Resolution 1. Special Resolution for Issue and Offer of Redeemable Preference Shares on Private Placement Basis

i. Voted in favour of the resolution:

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ii. Voted against the resolution:

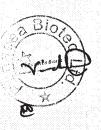
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iii. Invalid Votes:

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whose votes were	e declared invalid		them	3
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Mai			1 NO	٠.
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 Based on the above e-voting and after considering results of poll at the EGM, we request the Chairman of the EGM to declare the result of the meeting forthwith.

Date 06 01 2015 Place Lairu Punjab



Company Secretains

Scrutinizer's Report

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

Service control in Place Service William Plate

The Chairman of Extra-Ordinary General Meeting of the Members of Panacea Biotec Limited held on 6th January, 2015 at Ambala-Chandigarh Highway. Lairu, Punjab-140501

Report on voting by Poll conducted at Extra-Ordinary General Meeting of the Equity Shareholders of Panacea Biotec Limited, held on Tuesday, the 6th January, 2015 at 11:30 A.M. at the Registered Office of the Company at Ambala-Chandigarh Highway, Lalru, Punjab-140501

Dear Sir.

- 1 CS Akshit Gupta of M/s U S & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of the poil taken on the below mentioned resolution (Special Resolution), at the Extra-Ordinary General Meeting of the Equity Shareholders of Panacea Biotec Limited, held on Tuesday, the 6th January, 2015 at 11.30 A.M. at the Registered Office of the Company at Ambala- Chandigarh Highway, Lairu, Punjab-140501, submit our report as under
- After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company authorizations/proxies lodged with the Company.
- 3 I did not find any poll paper as invalid.
- The result of the Poll is as under:





Resolution 1. Special Resolution for Issue and Offer of Redeemable Preference Shares on Private Placement Basis

i. Voted in favour of the resolution:

Number of members	Number of votes cast by % of total number of
Present & voted (in person	them valid votes cast
or by prexy)	
e konstruitamen kirista, yaza asa a 1832-karista yazaniliki k	98 94 956 100%

ii. Voted against the resolution

Microslavar of conton amount has	Of me among my makeur as
Number of votes cast by	% of total number of
them	valid votes cast
	-
NI	Nil
NII .	Nil

iii. Invalid Votes

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- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR". "AGAINST" and those whose votes were declared invalid, for this resolution is enclosed.
- 6 The poll papers 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

Date 06.01.2015 Place Latru Punjab



For M/s. U. S. Associates
Company Serversites

Akshit Gupta

OR No. 11 408