

31<sup>st</sup> March, 2016

The Manager, Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051  
Fax No.:022-26598237 / 38  
NSE Symbol: PANACEABIO

Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
Fax No.:022-22721919, 3121  
BSE Scrip Code: 531349

**Sub: Proceedings of Extra-ordinary General Meeting .**

**Dear Sir/Madam,**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the Extra-ordinary General Meeting of the Company held on 30<sup>th</sup> March, 2016.

This is for your information and record.

Kindly acknowledge the receipt.

Thanking you,  
Yours truly,  
for **Panacea Biotec Ltd.**



**Vinod Goel**  
Group CFO and Head Legal  
& Company Secretary  
*Encl. As above.*

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**Panacea Biotec Ltd.**

CIN: L33117PB1984PLC022350

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## PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING

The Extra-Ordinary General Meeting ("EGM") of Panacea Biotech Limited was held on Wednesday, 30<sup>th</sup> March, 2016 commenced at 11.30 A.M. and concluded at 12:15 P.M at the Registered Office of the Company at Ambala - Chandigarh Highway, Lalru - 140501, Punjab.

The following Directors and Officials of the Company were present on the dais:

1. Mr. Sandeep Jain, Joint Managing Director
2. Mr. R.L. Narasimhan, Independent Director and Chairman of Audit Committee and Nomination & Remuneration Committee and Member of Stakeholders Relationship Committee of the Board of Directors
3. Mr. N. N. Khamitkar, Independent Director and Member of the Audit Committee as well as the Nomination & Remuneration Committee
4. Mrs. Manjula Upadhyay, Independent Director
5. Mr. Sunil Anand, Associate Director Finance
6. Mr. Vinod Goel, Group CFO and Head Legal & Company Secretary

The members sufficient to form quorum attended the meeting and were present throughout the meeting. Since the Chairman could not attend the meeting on account of unscheduled business engagement, the members present appointed Mr. R. L. Narasimhan, Director, to chair the meeting.

The Chairman informed the members that Mr. Ravinder Jain, Dr. Rajesh Jain, Mr. Sumit Jain, Mr. O.P Kelkar and Mr. K.M. Lal, Directors of the Company, could not attend the meeting due to their other prior commitments/engagements.

The meeting started at 11:30 A.M. with the welcome address by the Company Secretary.

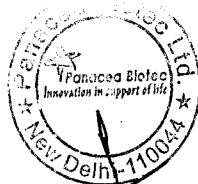
Thereafter, the Chairman informed that the quorum was complete and delivered the speech highlighting the performance of the Company during the nine months period ended 31st December, 2015. The Chairman apprised the members that the Company launched a new product in the market which is indigenously developed high quality Oncology product named as CABAPAN (Cabazitaxel Injection), for treatment of metastatic Castration Resistant Prostrate Cancer.

The Chairman also informed the members present that the Register of Members, Register of Director's and Key Managerial Personnel & their shareholding, Register of Contracts and Register of Proxy were open for inspection at the place of the meeting.

The Notice having been duly circulated in advance was treated as read with the consent of the members present.

The Chairman asked the Members who are entitled to vote to seek clarifications and/or offer comments related to any item of business.

Thereafter, the Chairman stated that the Company has provided the remote e-voting facility to its Shareholders who were members as on the cut-off date viz. March 24, 2016 for casting their votes in respect of the Resolutions as contained in the Notice. Since the company has provided the facility of remote e-voting to the shareholders, there will be no voting by show of hands at the EGM and voting will be conducted by means of poll on the principle of one-share one-vote. Members were informed that those who could not able to cast vote through remote e-voting may cast vote through poll process.



The Chairman explained the objective & implications of the resolutions before they were put to vote and thereafter the Chairman initiated the polling process, after each item was duly proposed & seconded, for the shareholders present at the EGM who were members as on cut-off date and who were not able to cast their votes through remote e-voting. Polling Paper/Ballot Forms were made available to the members at the EGM. Mr. Akshit Gupta, Practicing Company Secretary, Partner M/s U.S. & Associates, who was appointed as Scrutinizer for remote e-voting/ballot process was present in the EGM to act as Scrutinizer for poll process.

The Ballot Boxes used for the poll were demonstrated as empty and locked under the supervision of the scrutinizer in presence of the shareholders.

Few members casted their vote on the items as set out in the Notice and placed the ballot papers in the ballot box in the presence of the Scrutinizer which was taken over by him for further action at his end.

The Chairman informed the members that the combined results of remote e-voting and poll will be declared on or before April 1, 2016 at the Corporate Office of the Company and the same would also be uploaded on the company's website and shall be disseminated to the National Stock exchange and Bombay stock Exchange.

The meeting concluded at 12:15 P.M with a vote of thanks by Mrs. Manjula Upadhyay, Independent Director, of the Company. After the conclusion of the meeting, Mr. N.N. Khamitkar and Mrs. Manjula Upadhyay, Directors planted sapling in the campus of the Company's Works at Lalru in the presence of other Directors, Members and Executives of the Company, with a view to make the event commemorate as well as to further the Company's efforts towards environment protection.

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