

August 12, 2016

The Dy. General Manager,
Dept. of Corporate Affairs,
The Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai: 400 001.

Dear Sir,

<u>Sub: Outcome of the Voting of the 38<sup>th</sup> Annual General Meeting - Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.</u>

This is to inform you that the 38<sup>th</sup> Annual General Meeting of the Company was held today i.e. August 12, 2016.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed herewith the consolidated outcome of voting held through remote e-voting and e-poll at the 38<sup>th</sup> Annual General Meeting of the Company.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Glenmark Pharmaceuticals Ltd.

Sanjay Kumar Chowdhary

**Company Secretary & Compliance Officer** 

Encl: as above

# Outcome of Voting At Annual General Meeting (As per Clause 44 (3) of Listing Agreement)

Date of General Meeting/Declaration Postal Ballot/E-Voting Results	Friday, August 12, 2016				
Total Number of Shareholders on Record Date (i.e. August 05, 2016 – cut-off date)	86201				
No. of shareholders present in the meeting either in person or through proxy:	Promoters & Promoter Group 20	Public 137			
No. of shareholders attended the meeting through video conferencing	Promoters & Promoter Group	<u>Public</u>			
through video conferencing	Promoter Group	N.A.			

# **Agenda Wise**

The mode of voting for all the Resolutions was:

- 1. Remote E-voting conducted between August 09, 2016 to August 11, 2016 and
- 2. Electronic Poll conducted at Annual General Meeting held today i.e. August 12, 2016

Given below is the resolutions wise combined Result of Remote E-voting and Electronic Poll.

# Item No. 1

Resolution requ	ired: (Ordinary/	Special)	ORDINARY  To receive, consider, approve and adopt the Audited Standalone Financial Statements for the Financial Year ended 31st March, 2016 together with the reports of the Board of Directors and Auditors thereon								
1	oter/ promoter g e agenda/resolu	•	No	No							
Category	Mode of Voting	No. of shares held* (1)	No. of votes polled <sup>§</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100			
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	0			
	Poll	131152068	0	0	0	0	0	0			
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0			
	Total	131152068	131152068	100	131152068	0	100.00	0			
	E-Voting	117784159	91560193	77.74	91560193	0	100.00	0			
	Poll	117784159	269000	0.23	269000	0	100.00	0			
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0	0	0	0	0			
	Total	117784159	91829193	77.97	91829193	0	100.00	0			
	E-Voting	33231929	2863325	8.62	2863325	0	100.00	0			
	Poll	33231929	4709744	14.17	4709744	0	100.00	0			
Public- Non Institutions	Postal Ballot (if applicable)	33231929	Not Applicable	0.0000	00	0	0	0			
211	Total	33231929	7573069	22.79	7573069	0	100.00	0			
Tot	Total 282168156		230554330	81.71	230554330	0	100.00	0			

Resolution req	uired: (Ordinary/	Special)	ORDINARY To receive, con	sider, approve	e and adopt the A	udited Conso	lidated Financial	Statements for the
			Financial Year E	nded 31st Ma	rch, 2016 togethe	with the repo	ort of the Auditor	s thereon.
•	oter/ promoter g							
interested in th	ne agenda/resolu	tion?	No	т	<b></b>	·		·
Category	Mode of Voting	No. of shares held <sup>#</sup> (1)	No. of votes polled <sup>5</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes — in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	o
	Poll	131152068	0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not					
Огоир			Applicable	0	0	0	0	0
	Total	131152068	131152068	100.00	131152068	0	100.00	0
	E-Voting	117784159	91560193	77.74	91560193	0	100.00	0
	Poll	117784159	269000	0.23	269000	0	100.00	· 0
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0	0	0	0	0
	Total	117784159	91829193	77.97	91829193	0	100.00	0
	E-Voting	33231929	2863325	8.62	2863325	0	100.00	0
	Polí	33231929	4709744	14.17	4709744	0	100.00	0
Public- Non Institutions	Postal Ballot (if applicable)	33231929	Not Applicable	0	0	0	0	0
	Total	33231929	7573069	22.79	7573069	o	100.00	0
Tot	al	282168156	230554330	81.71	230554330	0	100.00	0



Resolution req	uired: (Ordinary/	Special)	ORDINARY To declare final	dividend on E	quity Shares for th	e financial yea	ar ended 31st Ma	rch 2016.
•	oter/ promoter g ne agenda/resolu	•	No					
Category	Mode of Voting	No. of shares held"	No. of votes polled <sup>5</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting	131152068	131152068	100.00	131152068	0	100.0000	О
	Poll	131152068	0	0	0	0	0	О
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0
	Total	131152068	131152068	100.00	131152068	0	100.00	0
	E-Voting	117784159	91638009	77.80	91638009	0	100.00	o
	Poli	117784159	269000	0.23	269000	0	100.00	· · · · O
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	. 0	0	0	0	0
WA	Total	117784159	91907009	78.03	91907009	. 0	100.00	0
	E-Voting	33231929	2863335	8.62	2863335	0	100.00	0
•	Poll	33231929	4709744	14.17	4709744	0	100.00	96335 <b>0</b>
Public- Non Institutions	Postal Ballot (if applicable)	33231929	Not Applicable	0	0	0	0	. Ехначеру  25 - 28°° й. <b>О</b>
	Total	33231929	7573079	22.79	7573079	0	100.00	0
Tot	Total		230632156	81.74	230632156	0	100.00	. 0



Resolution req	uired: (Ordinary/	Special)	Ordinary  To appoint a Director in place of Mr. Rajesh Desai (DIN 00050838) who retires by rotation and being eligible, offers himself for re-appointment as per Section 152(6) of the Companies Act, 2013								
	oter/ promoter g ne agenda/resolu	•	No	No							
Category	Mode of Voting	No. of shares held <sup>#</sup> (1)	No. of votes polled <sup>§</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100			
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	0			
	Poll	131152068	0	0	o	0	0	0			
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0			
	Total	131152068	131152068	100.00	131152068	0	100.00	0			
	E-Voting	117784159	91638009	77.80	87818803	3819206	95.83	4,17			
	Poll	117784159	269000	0.23	269000	0	100.00	0			
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0	· o	0	0	0			
	Total	117784159	91907009	78.03	88087803	3819206	95.84	4.16			
	E-Voting	33231929	2863320	8.62	2863310	10	100.00	0			
	Polí	33231929	4709744	14.17	4709744	0	100.00	0			
Public- Non Institutions	Postal Ballot (if applicable)	33231929	Not Applicable	0	0	0	0	0			
	Total	33231929	7573064	22.79	7573054	10	100.00	0			
Total		282168156	230632141	81.73	226812925	3819216	98.34	1.66			





Resolution requ	uired: (Ordinary/	Special)		Ordinary Ratification of the appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N) as Statutory Auditors of the Company.							
•	oter/ promoter g e agenda/resolu		No								
Category	Mode of Voting	No. of shares held <sup>#</sup> (1)	No. of votes polled <sup>§</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100			
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	0			
	Poll	131152068	0	0	0	0	0	o			
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0			
	Total	131152068	131152068	100.00	131152068	0	100.00	0			
	E-Voting	117784159	91638009	77.80	91638009	0	100.00	0			
	Poll	117784159	269000	0.23	269000	0	100.00	0			
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0		0	o	0			
	Total	117784159	91907009	78.03	91907009	0	100.00	0			
	E-Voting	33231929	2863320	8.62	2863280	40	100.00	0			
	Poll	33231929	4709744	14.17	4709744	0	100.00	· · · · · · · · · · · · · · · · · · ·			
Public- Non Institutions	Postal Ballot (if applicable)	33231929	Not Applicable	0	0	0		1 10 (May 1/4 / 1			
	Total	33231929	7573064	22.79	7573024	40	100.00	0			
Tot	Total 33231929		230632141	81.74	230632101	40	100.00	. 0-			





Resolution requ	ired: (Ordinary/	Special)	Ordinary Ratification of the remuneration payable to Sevekari, Khare & Associates, Cost Accountants, of the Company for the Financial Year ending 31st March, 2017							
	oter/ promoter g e agenda/resolu		No							
Category	Mode of Voting	No. of shares held# (1)	No. of votes polled <sup>§</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100		
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	0		
	Poll	131152068	0	0	0	0	0	o		
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0		
	Total	131152068	131152068	100.00	131152068	0	100.00	0		
	E-Voting	117784159	91638009	77.80	91638009	0	100.00	0		
	Poll	117784159	269000	0.23	269000	0	100.00	0		
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0	0	0	0	0		
-	Total	117784159	91907009	78.03	91907009	0	100.00	0		
	E-Voting	33231929	2863320	8.62	2863275	45	100.00	0		
	Poll	33231929	4709744	14.17	4709744	0	100.00			
Public- Non Institutions	Postal Ballot (if	33231929	Not	0			nor <b>collect</b> 3 strop of	17 13 V <b>G</b> (C)		
maticutiviis	applicable) Total		7573064	22.79	7573019	0 45	100.00	<u> </u>		
Tota	Total   3323192 		230632141	81.74	230632096	45	100.00	0		





Resolution requ	uired: (Ordinary/	Special)		Ordinary Appointment of Mr. Milind Sarwate (DIN 00109854) as an Non-Executive Independent Director of the Company for a term 5 years not liable to retire by rotation							
	oter/ promoter g e agenda/resolu		No	No							
Category	Mode of Voting	No. of shares held <sup>#</sup> (1)	No. of votes polled <sup>\$</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes — in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100			
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	0			
	Poli	131152068	0	0	o	0	o	0			
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0			
	Total	131152068	131152068	100.00	131152068	0	100.00	0			
	E-Voting	117784159	87281143	74.10	86590603	690540	99.21	0.79			
	Poll	117784159	269000	0.23	269000	0	100.00	0			
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0	0	0	0	0			
	Total	117784159	87550143	74.33	86859603	690540	99.21	0.79			
	E-Voting	33231929	2863320	8.62	2863320	0	100.00	0			
	Poll	33231929	4709744	14.17	4709744	0	100.00	. 0			
Public- Non Institutions	Postal Ballot (if applicable)	33231929	Not Applicable	0	0	0	0	2			
	Total	33231929	7573064	22.79	7573064	0	100.00	0			
Tot	Total 28216815		226275275	80.19	225584735	690540	99.69	0.31			





Resolution requ	uired: (Ordinary/	Special)	Ordinary Re-appointmen	t of Mr. Rajesh	ı V. Desai (DIN 000	)50838) as a V	/hole-time Direct	or of the Company
•	oter/ promoter g e agenda/resolu	•	No					
Category	Mode of Voting	No. of shares held* (1)	No. of votes polled <sup>\$</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	0
	Poll	131152068	0	0	0	0	o	0
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0
***************************************	Total	131152068	131152068	100.00	131152068	0	100.00	0
	E-Voting	117784159	91625144	77.79	91625144	0	100.00	0
	Poll	117784159	269000	0.23	269000	0	100.00	0
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0	0	0	0	
	Total	117784159	91894144	78.02	91894144	0	100.00	. 0
	E-Voting	33231929	2863320	8.62	2863320	0	100.00	0
	Poll	33231929	4709744	14.17	4709744	. 0	100.00	0
Public- Non Institutions	Postal Ballot (if applicable)	33231929	Not Applicable	0	0	0	0	0
	Total	33231929	7573064	22.79	7573064	0	100.00	0
Tot	al	282168156	230619276	81.73	230619276	0	100.00	0





Resolution requ	uired: (Ordinary/	Special)	Special  Approval of Employee Stock Option Scheme 2016 named as Glenmark Pharmaceuticals Limited — Employee Stock Option Scheme 2016 under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and other applicable laws, regulations etc. to the permanent eligible employees of the Company (not exceeding 5% of the Company's paid up equity capital as at March 31, 2016)						
•	oter/ promoter g ie agenda/resolu	•	No						
Category	Mode of Voting	No. of shares held <sup>#</sup> (1)	No. of votes polled <sup>5</sup> (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes — in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100	
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	О	
	Poll	131152068	0	0	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	0	0	0	
	Total	131152068	131152068	100.00	131152068	0	100.00	0	
	E-Voting	117784159	78847666	66.94	24462741	54384925	31.03	68.97	
Public- Institutions	Poll Postal Ballot (if applicable)	117784159 117784159	269000 Not Applicable	0.23	269000	0	100.00	0.00	
	Total	117784159	79116666	67.17	24731741	54384925	31.26	68.74	
	E-Voting	33231929	2863335	8.62	2863260	75	100.00	0	
Public- Non	Poll Postal Ballot	33231929	4709744 Not	14.17	4709744	0	100.00	No. 22, 0	
Institutions	applicable)	33231929	Applicable	0	0	0	0	5 / Marin D	
	Total	33231929	7573079	22.79	7573004	75	100.00	0	
Tot	al	282168156	217841813	77.20	163456813	54385000	75.03	24.97	





Resolution requ	iired: (Ordinary/	Special)	Employee Stock Based Employed permanent eligithe Company [r	Option Schei e Benefits) Re ble employee not exceeding	me 2016 under the gulations, 2014 as s of the existing a an overall ceiling	ne Securities a nd other app nd future sub of 5% of the G	ind Exchange Boo licable laws, regu sidiaries/ associa Company's paid u	aceuticals Limited — ard of India (Share alations etc. to the te company(ies) of up equity capital as ution mentioned at
	oter/ promoter g e agenda/resolut		No					
Category	Mode of Voting	No. of shares held*	No. of votes	% of Votes Polled on outstandi ng shares (3)=[(2)/(1 )]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting	131152068	131152068	100.00	131152068	0	100.00	U
	Poll	131152068	0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	131152068	Not Applicable	0	0	o	o	e e promo
	Total	131152068	131152068	100.00	131152068	0	100.00	0
	E-Voting	117784159	78847666	66.94	24462741	54384925	31.03	68.97
	Poll	117784159	269000	0.23	269000	0	100.00	0
Public- Institutions	Postal Ballot (if applicable)	117784159	Not Applicable	0	0	0	0	0
	Total	117784159	79116666	67.17	24731741	54384925	31.26	68.74
	E-Voting	33231929	2863335	8.62	2863260	75	100.00	0
	Poll	33231929	4709744	14.17	4709744	0	100.00	0
Public- Non	Postal Ballot (if		NI-+					
Institutions	applicable)	33231929	Not Applicable	0	0	0	0	. 0
	Total	33231929	7573079	22.79	7573004	75	100.00	0
Tot	Total 282168156			77.20	163456813	54385000	75.03	24.97

<sup>\*</sup>voting rights are in proportion to shares held as on August 05, 2016 (Cut-off date). \$ only valid votes polled are mentioned.

As per the consolidated results of Remote e-voting & E-poll on resolution nos. 1 to 10 corresponding to respective items of the Notice of the 38<sup>th</sup> Annual General Meeting, have been passed by requisite majority.





August 12, 2016

The Dy.General Manager
Dept. of Corporate Affairs
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Dear Sir,

# **Sub: Annual General Meeting**

We have to inform you that at the Annual General Meeting held today the shareholders have approved following:

Dividend of Rs. 2 per share of Re. 1 each (200%) on the Equity Share Capital of the Company for the Financial Year 2015-2016.

**Thanking You** 

Yours Faithfully,

For Glenmark Pharmaceuticals Ltd.

Sanjay Kumar Chowdhary

**Company Secretary& Compliance Officer** 

Encl: As above