



Panacea Biotec
Innovation in support of life

25th October, 2017

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
NSE Symbol : PANACEABIO

Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 531349

Sub: Declaration of Postal Ballot Result under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is in continuation of our earlier letter dated September 23, 2017 informing that the Company is conducting Postal Ballot for raising of funds by way of issue of equity shares and/or other securities for an amount upto Rs.250 Crore and the Company has also provided remote e-voting facility to the members to vote electronically.

In connection with the above, we would like to inform you that post receipt of the Scrutinizer Report, result of postal ballot has been declared today and the above said resolution has been passed by the shareholders with the requisite majority.

Accordingly, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results in the prescribed format along with the Scrutinizer's Report is enclosed herewith.

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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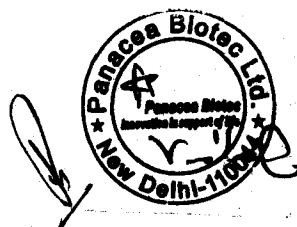
Panacea Biotec Ltd.

CIN: L33117PB1984PLC022350

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e-mail: corporate@panaceabiotec.com website: www.panaceabiotec.com

Results of Postal Ballot of Panacea Biotec Limited

Details of Postal Ballot and e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:								
Date of declaration of result of Postal Ballot						Wednesday, October 25, 2017		
Total number of shareholders on cut-off date (September 15, 2017)						9,179		
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:						N.A.		
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:						N.A.		
Resolution			Raising of funds by way of issue of equity shares and/or other securities for an amount upto Rs.250 Crore					
Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of valid 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
Promoters and Promoter Group	E-voting	4,56,92,567	4,56,33,428	99.87	4,56,33,428	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,56,33,428	99.87	4,56,33,428	-	100.00	-
Public-Institutions	E-voting	18,201	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	1,55,39,978	98,49,945	63.38	84,136	97,65,809	0.85	99.15
	Postal Ballot		17,117	0.11	17,117	-	100.00	-
	Total		98,67,062	63.49	1,01,253	97,65,809	1.03	98.97
Total		6,12,50,746	5,55,00,490	90.61	4,57,34,681	97,65,809	82.40	17.60



SCRUTINIZERS' REPORT

[Pursuant to Section 108, 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2016 to the extent applicable and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations")]

To,
The Chairman,
Panacea Biotec Limited
Corp. Office: B-1 Extn. /G-3, Mohan Co-operative Indl. Estate,
Mathura Road, New Delhi-110044

Dear Sir,

SCRUTINIZERS' REPORT ON POSTAL BALLOT & E-VOTING PROCESS CONDUCTED PURSUANT TO SECTION 108, 110 OF THE COMPANIES ACT, 2013 AND RULE 20, 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, AS AMENDED BY COMPANIES (MANAGEMENT AND ADMINISTRATION) AMENDMENT RULES, 2016

I, **Akshit Gupta, Partner of M/s. U S & Associates, Company Secretaries**, have been appointed as the Scrutinizer of **Panacea Biotec Limited** ("the Company") in terms of the provisions of Section 108 and 110 of the Companies Act, 2013 read with the Rules 20 and 22 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"], for the purpose of scrutinizing the e-voting and postal ballot process in a fair and transparent manner in respect of the following resolution:

Resolution Number	Resolution Type	For
1	Special Resolution	Raising of funds by way of issue of equity shares and/or other securities for an amount upto Rs. 250 Crores

We submit our report as under:

1. The Company completed the dispatch of postal ballot notice(s), forms/or electronic ballot and postage prepaid business reply inland letter(s) on 23rd September, 2017 to its Members whose name(s) appeared in the Register of Members, as well as to the Beneficiaries, as per the Data provided by the Depositories, as on 15th September, 2017.



2. In Compliance to the provisions of Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), the Company had provided e-Voting facility to all its Members to enable them to cast their votes electronically.
3. The Company appointed National Securities Depository Limited (NSDL) (the Authorized Agency for e-voting) as the Service Provider for providing the facility of e-voting to its Members. The Service Provider provided the system for recording the votes of the Members electronically on the item of business sought to be transacted through Postal Ballot. The Service Provider accordingly set up e-voting facility on their website <https://evoting.nsd.com>.
4. The Company had uploaded the item of the business to be transacted on its website and also to its Service Provider to facilitate its Members to cast their vote through e-Voting.
5. The remote e-voting period commences on Sunday, September 24, 2017 (09:00 a.m. IST) and ends on Monday, October 23, 2017 (05:00 p.m. IST).
6. Members opted for e-Voting facility have casted their votes on the designated website <https://evoting.nsd.com> maintained by NSDL.
7. We monitored the process of e-voting through the secured link on the designated website provided by NSDL to us.
8. The particulars of all Postal Ballot forms received from the Members in physical form(s) and electronic voting report as generated from NSDL were entered in a separate Register maintained for the purpose.
9. The physical Postal Ballots received by the Company by post/courier/by hand were kept under our safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Postal Ballot forms. The electronic voting record were maintained by NSDL in electronic registry.
10. The ballot boxes containing the physical Postal Ballot were opened in our presence in due course of the scrutiny thereof. We downloaded e-Voting report in presence of two witnesses from the NSDL website in respect of Members who voted through e-Voting.
11. All Postal Ballot forms and e-Votes received upto 5.00 P.M. on 23rd October, 2017, i.e. the last time and date fixed by the Company for receipt of the postal ballots, were considered and none of the envelopes/Postal Ballot forms received after the fixed date and time were considered for the purpose of this report.



12. The Postal Ballot forms and electronic voting were matched with the Register of Members/list of Beneficial Owners received from National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") as on Friday, September 15, 2017.
13. There were 366 envelopes containing Postal Ballot form(s)/Notice, which were returned undelivered. These envelopes have not been opened and are kept separately.
14. Total number of 62 valid postal ballots have been received by us.
15. The Members exercised their voting either by electronic or physical mode. There was no case wherein a shareholder opted for both the facilities.
16. Total number of valid Ballot received (electronic and physical) were 155 for 55500490 votes.
17. After our scrutiny, the results of the voting is as under:-

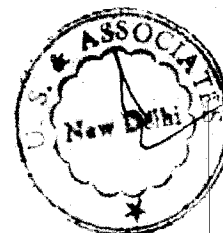
RESOLUTION NO 1:-

SPECIAL RESOLUTION FOR RAISING OF FUNDS BY WAY OF ISSUE OF EQUITY SHARES AND/OR OTHER SECURITIES FOR AN AMOUNT UPTO RS.250 CRORES

Mode	Number of Voting		Favour		Against	
	Numbers	Votes	Numbers	Votes	Numbers	Votes
Valid E-Voting	93	55483373	87	45717564	6	9765809
Valid Physical Postal Ballot	62	17117	62	17117	0	0
Total	155	55500490	149	45734681	6	9765809

Total Valid Shares (E-voting and Ballot)	=	55500490
Votes in Favour (% of Total Valid Shares)	=	82.40%
Votes in Against (% of Total Valid Shares)	=	17.60%
No Voting (% of Total Valid Shares)	=	0.00%

18. Based on the report generated from the e-voting system provided by NSDL and votes casted by Ballot, the resolution stands passed with requisite majority,
19. The Register of Postal Ballots is maintained in electronic form containing details of e-Voting and physical voting separately.



20. The postal ballot forms and other related papers/registers and records shall be handed over to the Company after signing of minutes by the Chairman.
21. Accordingly we request the Chairman or in his absence any other authorized person (authorized in writing by Chairman) to declare the result of the Postal Ballot.

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



Date : 24.10.2017
Place : New Delhi

Countersigned by

Pustari

Authorised Signatory
Panacea Biotech Limited

