

Neuland Laboratories Limited Sanali Info Park, 'A' Block, Ground Floor, 8-2-120/113 Road No. 2, Banjara Hills Hyderabad - 500 034. Telangana, India.

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December 28, 2017

To BSE Limited Phiroze Jeejeebhoy Towers, 25<sup>th</sup> Floor, Dalal Street, Mumbai - 400 001 To The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai - 400 001

Scrip Code: 524558

Scrip Code: NEULANDLAB Series: EQ

Dear Sirs,

Sub: Outcome of 33<sup>rd</sup> Annual General Meeting ("AGM")

Ref: Disclosure pursuant to SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015

We would like to inform you that the 33<sup>rd</sup> Annual General Meeting of the Company was held on even date at Taj Krishna, Road no.1, Banjara Hills, Hyderabad - 500 034.

The Company has provided e-voting facility and voting through ballot form to the members, on all the resolutions proposed to be considered at the AGM, from Monday, December 25, 2017 (9:00 a.m. IST) and ends on Wednesday, December 27, 2017 (5:00 p.m. IST). Members who have not casted their votes through e-voting and through ballot form were provided the facility to vote at the venue of the AGM through ballot paper.

The voting results as required under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 and the report of Scrutinizer dated December 28, 2017, pursuant to Section 108 of the Companies Act 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 are enclosed.

This is for your information and records.

Yours faithfully, For Neuland Laboratories Limited

Sarada Bhamidipati HydeRABAL **Company Secretary** 

Encl: a/a

## Brief proceedings of the Thirty Third Annual General Meeting

The Thirty Third Annual General Meeting ("AGM") of the Company was held on Thursday, December 28, 2017, at 2.30 p.m. at the Grand Ball Room, Taj Krishna, Road No. 1, Banjara Hills, Hyderabad - 500034.

Ms.Sarada Bhamidipati, Company Secretary, welcomed the Board of Directors and the shareholders to the 33<sup>rd</sup> Annual General Meeting of the Company. She then confirmed that the required quorum was present with 643 members in person or 10 proxies. The required Statutory Registers and other related documents were made available during the meeting for inspection of the Members. The Company Secretary then requested Dr. D.R.Rao, Chairman, to commence the meeting.

The requisite quorum being present, Dr. D.R. Rao, Chairman, called the meeting to order and extended a welcome to the shareholders to the 33<sup>rd</sup> Annual General meeting and introduced the Directors present on the dais. Mr.Humayun Dhanragir, Dr.Christopher Cimarusti, Dr.Will Mitchell and Mrs.Bharati Rao sought leave of absence due to personal reasons. He acknowledged the presence of the Statutory Auditors, the Secretarial Auditors, the Scrutinizers for the Meeting and the representatives of Karvy Computershare Private Limited, Registrar and Transfer Agent.

The Chairman then addressed the members. His speech, inter alia, covered the industry overview, API and CMS business and Company's financial performance, acquisition of manufacturing facility and the Company's continuous adherence with the regulatory requirements. The Chairman in his speech thanked all the stakeholders for the support extended to the Management during FY 2016-17.

The Chairman informed the shareholders that the Company had provided Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting. It was further informed that there would be no voting by show of hands. Mr.Amit Agarwal, Chief Financial Officer, read the Auditors' Report.

The following items / resolutions as per the Notice of the AGM dated November 22, 2017, under ordinary business and special business were transacted at the meeting:

#### ORDINARY BUSINESS

1. Ordinary Resolution to receive, consider and adopt the (a) the Audited Financial statements of the Company for the Financial Year ended March 31, 2017, together with the reports of the Board of Directors and Auditors thereon (b) the Consolidated



Audited Financial statements of the Company for the Financial Year ended March 31, 2017, together with the reports of the Auditors thereon

- 2. Ordinary Resolution to appoint a Director in place of Dr Christopher M Cimarusti (DIN: 02872948), who retires by rotation and being eligible seeks re-appointment
- 3. Ordinary Resolution to ratify the appointment of M/s.Walker Chandiok & Co LLP, Chartered Accountants, as Statutory Auditors and fixing their remuneration.

#### SPECIAL BUSINESS

4. Ordinary Resolution for ratification of Cost Auditors remuneration.

The Chairman invited members for their comments/ questions on the accounts of the Company and make suggestions, if any. He requested them to mention their name and folio number or DP ID and Client ID of their Demat account before asking the question(s).

Clarifications were provided to the queries raised by the members by the Vice-Chairman & CEO.

The Board had appointed Mr.D.Hanumanta Raju, Partner, D.Hanumanta Raju & Co., Company Secretaries, as the Scrutinizer supervise the e-voting and poll process.

The Chairman authorized the Company Secretary to declare the results of voting and place the same on the website of the Company.

The meeting concluded with a vote of thanks to all the members by the Chief Financial Officer of the Company.

The details of the voting results (remote e-voting and ballot) on all the resolutions as set out in the Notice to the AGM is enclosed along with the Report of the Scrutinizer dated December 28, 2017.

This is for your information and record.

## For Neuland Laboratories Limited

Sarada Bhamidipati Company Secretary M.No. A27854



	NEULAND LABORATORIES LIMITED	
Date of the AGM/EGM	28-12-2017	
Total number of shareholders on record date	11116	
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group:	6	
Public:	647	
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group:	Not Applicable	
Public:	Not Applicable	

Resolution No.	1		5					
	ORDINARY - To re	ORDINARY - To receive consider and adopt						
		nancial Statements		the Financial Year	ended March 31 2	017 together with	the Reports of the	Poard of Director
Resolution required: (Ordinary/ Special)	and Auditors the	eon.		the financial feat		or, together with	the reports of the	board of Directors
Whether promoter/ promoter group are				Provide Residence Providence		Presente and Statistics		
interested in the agenda/resolution?	Yes							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes		No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	second the second	against (5)	(6)=[(4)/(2)]*100	
	E-Voting		4590608		and the second se	0	77 C 525 (255 ) (5 = 5) (7 = 2 / 2	0.0000
	Poll	4501740	348	0.0076		0	100.0000	
	Postal Ballot (if	- 4591748						0.0000
Promoter and Promoter Group	applicable)		0	0.0000	00	o	0.0000	0.0000
	Total		4590956	99.9828	4590956	0	100	
	E-Voting		514655	46.9718	514655	0	100.0000	0.0000
	Poll	1095668	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	1095008						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		514655	46.9718	514655	0	100	0
	E-Voting		1835	0.0574	1835	0	100.0000	0.0000
	Poll	3196838	1920	0.0601	1920	0	100.0000	0.0000
	Postal Ballot (if	5150050						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3755	0.1175	3755	0	100	0
	Total	8884254	5109366	57.5104	5109366	0	109/0900	0.0000

HYDERABAD

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - (b) th of the Auditors th	e Audited Consolid ereon.	ated Financial State	ements of the Comp	any for the Financi	al Year ended Mar	ch 31, 2017, togeth	er with the Report
Whether promoter/ promoter group are	A Contraction of the second				C. The second second second		and the second	
interested in the agenda/resolution?	Yes							
				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on votes
042		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		4590608	99.9752	4590608	C		
	Poll	4591748	348	0.0076	348	C	100.0000	0.0000
	Postal Ballot (if	4591/48	2					
Promoter and Promoter Group	applicable)		0	0.0000	00	C	0.0000	0.0000
	Total		4590956	99.9828	4590956	C	100	
	E-Voting		514655	46.9718	514655	C	100.0000	0.0000
	Poll	1095668	0	0.0000	00	C	0.0000	1.0000000000000000000000000000000000000
	Postal Ballot (if	1092008						
Public- Institutions	applicable)		0	0.0000	00	C	0.0000	0.0000
	Total		514655	46.9718	514655	0		0
	E-Voting		1836	0.0574	1836	C	100.0000	0.0000
	Poll	2106020	1920	0.0601	1920	0	100.0000	
	Postal Ballot (if	3196838						
Public- Non Institutions	applicable)	-	0	0.0000	00	0	0.0000	0.0000
	Total		3756		3756	0		
	Total	8884254	5109367		5109367	0		



Resolution No.	2	2						
Resolution required: (Ordinary/ Special)	ORDINARY - To ap appointment.	opoint a Director in I	place of Dr. Christo	pher M Cimarusti (	DIN: 02872948) wh	o retires by rotatic	on and, being eligibl	e, seeks re-
Whether promoter/ promoter group are								
interested in the agenda/resolution?	Yes							
		89 C						
×							men iteration to	
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding		-ch- (8-2 -c)	favour on votes	against on votes
<u>A</u>		No. of shares	No. of votes	shares		No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		4590608	99.9752	4590608	C	100.0000	0.0000
-	Poll	4591748	348	0.0076	348	C	100.0000	0.0000
	Postal Ballot (if	4351740						
Promoter and Promoter Group	applicable)		0	0.0000	00	C	0.0000	0.0000
	Total		4590956	99.9828	4590956	C	) 100	0
×	E-Voting		514655	46.9718	514655	C	100.0000	0.0000
	Poll	1005000	0	0.0000	00	C	0.0000	0.0000
	Postal Ballot (if	- 1095668						
Public- Institutions	applicable)		o	0.0000	00	C	0.0000	0.0000
	Total		514655	46,9718	514655	C	100	0
	E-Voting		1841	0.0576	1840	1	99.9456	0.0543
	Poll	-	1920	0.0601	1920	0	100.0000	
	Postal Ballot (if	3196838						0.0000
Public- Non Institutions	applicable)		o	0.0000	00	C	0.0000	0.0000
	Total		3761	0.1177	3760	1	99.9734	the second se
	Total	8884254	5109372	57.5104	5109371	1	100.0000	and the second se



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratif	cation of the appoir	ntment of Walker 0	Chandiok& Co LLP, a	s Statutory Auditor	s of the Company a	and fixing their rem	uneration
Whether promoter/ promoter group are								
interested in the agenda/resolution?	Yes							
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	Langersten date newsternetwork within	against (5)	- HINDRY SUCCESSION	(7)=[(5)/(2)]*100
	E-Voting		4590608		4590608	0	100.0000	
1 82 -	Poll	4501740	348	0.0076	348	0	100.0000	
a	Postal Ballot (if	- 4591748						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4590956	99.9828	4590956	0	100	
	E-Voting		514655	46.9718	514655	0	100.0000	0.0000
	Poll	1005000	0	0.0000	00	0	0.0000	
	Postal Ballot (if	1095668						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		514655	46.9718	514655	0	100	0
	E-Voting		1841	0.0576	1839	2	99.8913	0.1086
	Poll	2100020	1920	0.0601	1920	0	100.0000	0.0000
	Postal Ballot (if	3196838						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3761	0.1177	3759	2	99,9468	
	Total	8884254	5109372	57.5104	5109370	2	100.0000	0.0000



Resolution No.	4	4						
Resolution required: (Ordinary/ Special)	ORDINARY - Ratif	ORDINARY - Ratification of Cost Auditor's Remuneration						
Whether promoter/ promoter group are								
interested in the agenda/resolution?	Yes							
		1.00						
				% of Votes Polled			% of Votes in	% of Votes
	-			on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	
	E-Voting		4590608	99.9752	4590608		100.0000	0.0000
	Poll	4591748	348	0.0076	348	0	100.0000	0.0000
	Postal Ballot (if	4551748						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4590956	99.9828	4590956	0	100	0
	E-Voting		514655	46.9718	514655	0	100.0000	0.0000
	Poll	1095668	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	1055000					1	
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		514655	46.9718	514655	0	100	0
8	E-Voting		1841	0.0576	1836	- 5	99.7284	0.2715
	Poll	3196838	1920	0.0601	1920	0	100.0000	0.0000
	Postal Ballot (if	5150000						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3761	0.1177	3756	5	99.8671	0.1329
	Total	8884254	5109372	57.5104	5109367	5	99.9999	0.0001



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CS DATLA HANUMANTA RAJU B.COM., LL.B., PGDT, M.B.A., FCS PARTNER

# D. HANUMANTA RAJU & CO. COMPANY SECRETARIES

#### Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

#### To

The Chairman of 33<sup>rd</sup> Annual General Meeting (AGM) of the members of Neuland Laboratories Limited (the Company) held on the 28<sup>th</sup> day of December, 2017 at 2.30 P.M. at the Grand Ball Room, Taj Krishna, Road No.1, Banjara Hills, Hyderabad-500 034.

#### Dear Sir,

I, D.Hanumanta Raju, Partner of D.Hanumanta Raju & Co, Company Secretaries, having our office at B-13, F-1, P.S.Nagar, Vijayanagar Colony, Hyderabad – 500 057, have been appointed as Scrutinizer of Neuland Laboratories Limited ("the Company") having its Registered Office address at Sanali Info Park, 'A' Block, Ground Floor, 8-2-120/113, Road No 2, Banjara Hills, Hyderabad; Telangana – 500 034 for the purpose of scrutinizing the e- voting process and physical ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the (Management and Administration) Rules, 2014 as amended from time to time on the resolution(s) as mentioned in the notice of 33<sup>rd</sup> Annual General Meeting of the Equity shareholders of Neuland Laboratories Limited held on Thursday the 28<sup>th</sup> day of December, 2017 at 2.30 P.M. at the Grand Ball Room, Taj Krishna, Road No.1, Banjara Hills, Hyderabad – 500 034, India. I submit my report as under:

- The e-voting period remained opened from Monday, 25<sup>th</sup> December, 2017 (09.00 A.M) to Wednesday, 27<sup>th</sup> December, 2017 (05.00 P.M)
- The shareholders holding shares as on the "cut off" date i.e. 22<sup>nd</sup> December, 2017 were entitled to vote through e-voting and those who were present on the date of AGM, and not opted to vote through e-voting were entitled to vote through physical ballot process on the resolution(s) 1 to 4 as set out in the Notice of 33<sup>rd</sup> AGM of Neuland Laboratories Limited.
- The remote e-voting was closed at 27<sup>th</sup> December, 2017 at 5.00 P.M. The votes cast were unblocked on 28<sup>th</sup> December, 2017 at 3.56 P.M in the presence of two witnesses, Mrs. Shaik Razia and Mr. P.Pavan Krishna Rao who are not in the employment of the company.



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Thereafter, the details containing, inter-alia list of equity shareholders, who voted "in favour" or "against" were downloaded from the e-voting website of Karvy Computershare Private Limited.

- Further, on the date of Annual General Meeting, 67 (Sixty Seyen) (65 members and 2 proxies) have voted through physical ballot process.
- 5. The result of e-voting as well as physical ballot is as under:

#### Item No.1:

- a. <u>Ordinary resolution to receive, consider and adopt the Audited financial</u> <u>statements of the Company for the financial year ended March 31, 2017, together</u> with the reports of the Board of Directors and the Auditors thereon.
  - i. Voted in favour of resolution:

Number of	Number of votes	% of total number
members voted	cast	of valid votes cast
82	5109366	100

#### ii. Voted against the resolution

Number of	Number of votes	% of total number
members voted	cast	of valid votes cast
0	0	0

## iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
5	15

b. Ordinary resolution to receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the report of the Auditors thereon.



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## Neuland Laboratories Limited

# i. Voted in favour of resolution:

Number of	Number of votes	% of total number
members voted	cast	of valid votes cast
83	5109367	100

## ii. Voted against the resolution

Number of	Number of votes	% of total number
members voted	cast	of valid votes cast
0	0	0

### iii. Invalid votes (Including abstained votes):

Number of members w votes were declared inv	Number of votes cast	
4	1	14

# Item No. 2:

Ordinary Resolution for Re-appointment of Dr. Christopher M Cimarusti who retires by rotation.

## i. Voted in favour of the resolution:

Number of	Number of votes	% of total number
members voted	cast	of valid votes cast
84*	5109371	100

## ii. Voted against the resolution:

Number of	Number of votes	% of total number
members voted	cast	of valid votes cast
1*	1	0



#### Neuland Laboratories Limited

## iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast	
	-	
3	9	

\* One shareholder has voted for one share against the resolution and for balance shares in favour of the resolution.

## Item No.3:-

# Ordinary resolution for ratification of the appointment of Walker Chandiok & Co., LLP as Statutory Auditors of the Company and fixing their remuneration.

## i. Voted in favour of the resolution

	Number of	Number of votes	% of total number
	members voted	cast	of valid votes cast
t	84*	5109370	100

#### ii. Voted against the resolution:

Number of	Number of votes	% of total number
members voted	cast	of valid votes cast
1*	2	0

#### iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
3	9

\* One shareholder has voted for one share against the resolution and for balance shares in favour of the resolution.



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#### Item No.4:-

## Ordinary resolution for ratification of Cost Auditor's Remuneration.

## i. Voted in favour of the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
83	5109367	99.9999

#### ii. Voted against the resolution:

Number of members	Number of votes	% of total number
voted	cast	of valid votes cast
1	5	0.0001

### iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
3	9

6. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to the Chairman of the Company for safe keeping.

Thanking You, Yours faithfully,

D.HANUMANTA RAJU FCS: 4044, C.P. No: 1709 PARTNER D. HANUMANTA RAJU & CO. COMPANY SECRETARIES



Place: Hyderabad Date: 28.12.2017