

22 June 2017

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai - 400051

To,
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Building, Dalal Street, Fort
Mumbai - 400 001

Dear Sir,

Subject: Minutes of the 50th Annual General Meeting of Merck Limited

With reference to the above subject, we are enclosing herewith the minutes of the 50th Annual General Meeting of the Company held on 31 May 2017.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Merck Limited



Jeevan Mondkar
Manager (Legal & Secretarial)



Merck Limited

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Godrej One, 8th Floor, Pirojshanagar
Eastern Express Highway, Vikhroli East
Mumbai 400079, India.
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www.merck.co.in
CIN: L99999MH1967PLC013726

CorpSec@merckgroup.com

HELD AT _____ ON _____ TIME _____

MINUTES OF THE 50TH ANNUAL GENERAL MEETING OF MERCK LIMITED HELD ON WEDNESDAY, 31ST MAY 2017 AT 3.00 P.M. AT SUNVILLE BANQUETS, 3RD FLOOR, ROYAL ROOM, DR. ANNIE BESANT ROAD, WORLI, MUMBAI- 400018

Present:

Mr. S. N. Talwar	: Chairman
Mr. H.C. H. Bhabha	: Independent Director
Mrs. Rani Ajit Jadhav	: Independent Director
Mr. Anand Nambiar	: Managing Director
Mr. N. Krishnan	: Executive Director & Chief Financial Officer
Mr. Vikas R. Gupta	: General Counsel & Company Secretary
Mr. Kumar Shah	: Partner, BSR & Co LLP
Mr. Ajay Vastani	: Partner, BSR & Co LLP
Ms. Isha Shah	: Shah Patel & Associates, PCS
Mr. Vishram Panchpor	: M/s. Kanj and Associates, Secretarial Auditor.

In Attendances:

Mr. Rahul Patwardhan	: Manager Accounting
Mr. Sandip Yeram	: Manager Accounting

The presence of the members at the meeting was under:

151 Members were present in person and through proxies (including Authorized Representatives)

Mr. Suresh Talwar being the Chairman of the Board took the chair.

Chairman informed the members that the 151 members including proxies were present, authorised representations for 85,99,224 shares were present u/s 113 of the Companies Act, 2013 and 4 valid proxies for 54,453 shares were present.

Chairman declared that the requisite quorum as per Section 103 of the Companies Act 2013 was present and called the meeting to order and extended a warm welcome to all members present at this Fiftieth Annual General Meeting of the Company.

Chairman further informed the members that all Statutory Registers viz Register of Directors and Key Managerial Personnel, Register of proxies, etc. were maintained under Companies Act, 2013 and kept open for inspection of the members, at this meeting.

At the outset, Chairman introduced to the members to all Directors and Company Secretary, who were seated on the dais. Chairman further informed that Ms. Zoe Tang, Nominee Director of Merck KGaA, was unable to attend due to her international commitments.

CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Chairman with the consent of members present at the meeting took the Notice convening the Fiftieth Annual General Meeting and Auditors' Report as read.

At the beginning, a presentation on Merck's journey of 50 years and activities on CSR were made to the members.

Chairman's Statement:

Chairman extended a warm welcome to members to the 50th annual general meeting of the Company.

Chairman then delivered his statement to the members.

In his address, Chairman briefly presented a review of the performance of the Company vis-à-vis India's economic conditions, initiatives taken by the Government of India on economic front, regulatory regime, etc. He stated that the Company, despite facing headwinds could record modest growth in its turnover by 7%. The profit after tax increased by 41 % largely because having a better product mix. He then briefed the members about CSR activities undertaken by the Company.

Chairman then invited Mr. Anand Nambiar, Managing Director of the Company, to say few words. Mr. Nambiar touched upon the performance of the Company including its Healthcare division.

Chairman then asked the Company Secretary to explain to the members about the process of e-voting and voting by ballot at the AGM.

Mr. Vikas Gupta, general Counsel and company secretary, informed that in accordance with the provisions of Section 108 of the Companies Act, 2013, and Regulation 44 of the SEBI Listing Regulations, the Company had provided remote e-voting facility, on the National Securities Depository Limited (NSDL) e-voting platform, to its members which remained open from 28th May 2017 to 30th May 2017.

To allow the members who were present at the meeting and who could not cast their vote online, arrangements have been made for poll by ballot papers. He asked the members to ensure that they have collected their ballot paper from the registration desk. He further explained the procedure for voting by ballot paper. Mr. Gupta further requested Ms. Isha Shah, Scrutinizer for the polling, to display the empty ballot box and lock the same in presence of two witnesses. This was done by her.

Chairman informed that the remote e-voting results/poll results will be displayed in accordance with the provisions of the Companies Act, 2013 on the website of the Company and shall be submitted to the Stock Exchanges within 48 hours.



CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Agenda:

The items placed on agenda of the Notice were considered by the members as follows:

Ordinary Business:***ITEM NO. 1: Adoption of Accounts***

Chairman referred to agenda item 1 of the notice and moved it as an ordinary resolution.

“RESOLVED THAT the audited Statement of Profit & Loss Account for the year ended December 31, 2016 and the Balance Sheet as on that date together with the Directors’ Report along with its annexures and the Auditors’ Report thereon, submitted to this Meeting be and are hereby approved and adopted.”

Before putting the resolution to vote by poll, Chairman invited the Shareholders to offer their observations and comments.

Members expressed their observations on the accounts, CSR activities, Dividend policy, and sought clarification from the Management on the accounts and products of the Company.

Members who participated in the deliberations were: Mr. Z. L. Maniyar, Mrs. And Mr. Mascarehnas, Mr. Vazirani, Mr. Rajesh Chainani, Mr. Jayesh Manek, Mr. Homa Pouredehi, Mr. Bhatia, Mr. Pramodkumar Agnihotri, Mr. Ronald Fernandes etc.

The members raised the following issues/ queries:

- 1) The Shareholder asked for any plan relating to buy-back or sub-division of shares?
- 2) When the last bonus was declared by the company?
- 3) Updates on Goa strike?
- 4) Updates on matter on Cradel Pharma matter
- 5) Any plans for Bonus issue or sub-divisions of shares
- 6) Royalty paid to Merck KgaA
- 7) Plans for factory visit
- 8) Any plans for issue of Bonus shares
- 9) Effect of GST on the Company and preparedness of the Company for GST

Chairman thanked the shareholders for their valuable suggestions and showing keen interest in the affairs of the Company.

Chairman, CFO & Director Finance and Managing Director provided answers to the various questions raised by the Members.



CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

The resolution was proposed by Mr. Vazirani and seconded by Mr. Homa Pouredehi. Chairman requested members to cast their vote on the polling paper against this resolution No. 1. Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

ITEM NO.2: Dividend Declaration

The resolution was duly proposed and seconded.

"RESOLVED THAT pursuant to the recommendation by the Board, a dividend at the rate of Rs. 11.00 per share of the Company for the year ended December 31, 2016 on the entire paid up capital comprising of 1,65,99,382 equity shares of the Company, be and is hereby declared out of the current year's profits of the Company to those shareholders whose names appear on the Company's Register of Members as on May 27, 2017 and in respect of shares held in demat mode, to those 'deemed owners' as per the beneficial ownership details furnished by the Depositories as at the end of business hours on May 27, 2017 for this purpose."

The resolution was proposed by Mr. Rajesh Chainani and seconded by Mr. Jayesh Manek. Chairman requested Members to cast their vote on the polling paper against this resolution No. 2. Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

ITEM NO.3: Appointment of Retiring Director:

The resolution was duly proposed and seconded.

"RESOLVED THAT Mr. N. Krishnan (DIN: 01027659), who retired by rotation and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company."

The resolution was proposed by Mr. Jayesh Manek and seconded by Mr. Mascarenhas. Chairman requested Members to cast their vote on the polling paper against this resolution No. 3. Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

HELD AT _____

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Special Business:

ITEM NO.4: Appointment of Statutory Auditors, M/s Haribhakti & Co. LLP, Chartered Accountants Firm Registration No: 103523W/W100048 in place of retiring auditor, M/s BSR & Co. LLP, Chartered Accountants and fixation of remuneration of Statutory Auditors.

The resolution was duly proposed and seconded

"RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules framed thereunder, as amended from time to time, and pursuant to the recommendations by the Audit Committee, M/S Haribhakti & Co LLP, Chartered Accountants, Firm Registration No. 103523W/W100048 be and is hereby appointed as Statutory Auditors of the Company in place of the retiring auditors M/s B.S.R. & Co. LLP, Chartered Accountants, Firm Registration No: (101248W/W-100022), to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the 55th AGM of the Company subject to ratification by members every year, as applicable at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

The resolution was proposed by Mrs. Mascarenhas and seconded by Mr. Vazirani. Chairman requested Members to cast their vote on the polling paper against this resolution No. 4. Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

ITEM NO.5: Re-appointment of Mr. Anand Nambiar as the Managing Director of the Company for a further period of five years from October 01, 2017 until September 30, 2022.

The resolution was duly proposed and seconded.

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 and any other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the said Act, or any statutory modification(s) or re-enactment thereof and the recommendations of the Nomination & Remuneration Committee and the Board of Directors, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Anand Nambiar (DIN: 02006594) as the Managing Director of the Company for a further period of five years from October 01, 2017 until September 30, 2022 on the terms and conditions as set out in the Agreement dated February 27, 2017 entered into between him and the Company, an extract of which is placed in the explanatory statement attached hereto with the liberty to the Board of Directors of the Company to alter and vary the terms and conditions of appointment and/or remuneration, subject the same is within the limits as approved by the shareholders.

CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. Anand Nambiar, the remuneration during his tenure as Managing Director by way of salary, bonus, commission and other allowances not exceeding the limits specified under section II, Part II of Schedule V to the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time as minimum remuneration or as may be approved by the shareholders".

The resolution was proposed by Mr. Bhatia and seconded by Mr. Vazirani. Chairman requested Members to cast their vote on the polling paper against this resolution No. 5. Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

ITEM NO.6: Re-appointment of Mr. N Krishnan as the Executive Director of the Company for a further period of five years from October 22, 2017 until October 21, 2022.

The resolution was duly proposed and seconded.

RESOLVED THAT pursuant to the provisions of Sections 196 and 197 and any other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the said Act, or any statutory modification(s) or re-enactment thereof and the recommendations of the Nomination & Remuneration Committee and the Board of Directors, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. N. Krishnan (DIN: 01027659) as the Executive Director of the Company for a further period of five years from October 22, 2017 until October 21, 2022 on the terms and conditions as set out in the Agreement dated February 27, 2017 entered into between him and the Company, an extract of which is placed in the explanatory statement attached hereto with the liberty to the Board of Directors of the Company to alter and vary the terms and conditions of appointment and/or remuneration, subject the same is within the limits as approved by the shareholders.

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. N. Krishnan, the remuneration during his tenure as Executive Director by way of salary, bonus, commission and other allowances not exceeding the limits specified under section II, Part II of Schedule V to the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time as minimum remuneration or as may be approved by the shareholders".


CHAIRMAN'S INITIALS

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The resolution was proposed by Mr. Jayesh Manek and seconded by Mrs. Mascarenhas. Chairman requested Members to cast their vote on the polling paper against this resolution No. 6. Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

ITEM NO. 7: Fixing the remuneration of Cost Auditors

The resolution was duly proposed and seconded.

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the consent of the Company be and is hereby given for payment of remuneration of Rs. 2,00,000/- (Rupee Two lacs only) plus applicable taxes and out of pocket expenses for conducting audit of the cost records of the Company for the financial year 2017 to, M/s. Joshi Apte & Associates, Cost Accountants Firm Registration No: 00240 who were appointed as Cost Auditor of the Company by the Board of Directors at its meeting held on February 27, 2017.”

The resolution was proposed by Mrs. Mascarenhas and seconded by Mr. Jayesh Manek. Chairman requested Members to cast their vote on the polling paper against this resolution No. 7. Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

ITEM NO. 8: Approving the related party transactions/arrangements with Merck KGaA

The resolution was duly proposed and seconded

“RESOLVED THAT pursuant to the provisions of the Regulation 23 of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015 (“Listing Regulations”) and other applicable provisions if any, including any statutory modification or re-enactment thereto, approval of the Company be and is hereby accorded to the Board of Directors to enter into agreement or transactions or arrangement with Merck KGaA, Germany, a Related Party, as defined in the Companies Act, 2013 and the Listing Regulations for purchase, sale, import and export of products, services, technical consultancy services, intellectual property rights, royalty, IT services, reimbursement/recovery cost or other obligations, if any, on such terms and conditions as may be mutually agreed upon between the Company and Merck KGaA for an amount not exceeding Rs. 250 Crores (Rupees Two Hundred Fifty Crores only) during the financial year 2017.

RESOLVED FURTHER THAT the Board of Directors or any committee or any of their delegate thereof be and is hereby authorised to do all such acts, deeds, matters and things, and to finalise the terms and conditions as may be necessary to give effect to this Resolution”.



CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

The resolution was proposed by Mr. Ronald Fernandes and seconded by Mr. Vazirani-. Chairman requested Members to cast their vote on the polling paper against this resolution No. 8 Subsequently, upon counting of votes cast during the meeting and the votes cast via electronic voting the Resolution was declared to have been passed with requisite majority. Details of the votes cast, in favour or against the resolution are given at the end of these minutes.

There being no other business to be transacted, Chairman concluded the meeting by thanking the members for their presence and participation.

Based on the tally of all the votes and on the basis of the scrutinizer's report of e-voting conducted during the period from May 28, 2017 to May 30, 2017 and poll conducted at the annual general meeting, the summary of which is mentioned hereunder, the Company announced the results of e-voting on June 02, 2017 to the stock exchanges that all the resolutions as proposed and as set out in the item No. 1 to 8 of the Notice have been duly passed by the requisite majority and are recorded as part of the proceedings of this meeting.


CHAIRMAN**Place: Mumbai****Date: 16/06/2017.**

Date of entry in Minutes book: 21/06/2017 .

HELD AT _____ ON _____ TIME _____

Resolution No.	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
2	ORDINARY - Declaration of Dividend for financial year 2016.	No	E-Voting	8599224	8599224	100.0000	8599224	0	100.0000	0.0000
			Poll	0	0	0.0000	00	0	0.0000	0.0000
			Postal Ballot (if applicable)	0	0	0.0000	00	0	100.0000	0.0000
			Total	8599224	8599224	100	8599224	0	100.0000	0.0000
			E-Voting	1581330	1581330	72.0767	1581330	0	0.0000	0.0000
			Poll	0	0	0.0000	00	0	0.0000	0.0000
			Postal Ballot (if applicable)	2193955	0	0.0000	00	0	0.0000	0.0000
			Total	2193955	0	0.0000	00	0	0.0000	0.0000
			Postal Ballot (if applicable)							
			Total							
			Total	16599382	10187041	61.3700	10159785	27256	99.7324	0.2676
			Postal Ballot (if applicable)							
			Total							
			E-Voting	5806203	1969	0.0339	1961	8	99.5937	0.4062
			Poll	0	0	0.0000	00	0	0.0000	0.0000
			Postal Ballot (if applicable)	7344	7344	0.126485416	7336	8	99.8911	0.1089
			Total	16599382	10187041	61.3700	10159785	27256	99.7324	0.2676

CHAIRMAN'S INITIALS _____

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Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Director in place of Mr. N. Krishnan who retires by rotation and, being eligible, offers himself for re-appointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Public- Non Institutions	Total	16599382	10187898	61.3752	10187891	7	99.9999	0.0001			
	E-Voting	1581330	5375	0.0926	1581330	0	100.0000	0.0000			
	Poll	5806203	1969	0.0339	1962	7	99.6444	0.3555			
Promoter and Promoter Group	Total	8599224	8599224	100.0000	8599224	0	100.0000	0.0000			
	E-Voting	8599224	0	0.0000	00	0	0.0000	0.0000			
	Poll	0	8599224	100	8599224	0	100	0			
Public- Institutions	Total	2193955	1581330	72.0767	1579625	0	99.8922	0.1078			
	E-Voting	2193955	0	0.0000	00	0	0.0000	0.0000			
	Poll	0	1581330	72.0767	1579625	0	99.8922	0.1078			

CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Resolution No.	Resolution required: (Ordinary/Special)	Whether promoter/promoter group are interested in the agenda/resolution?	Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
4	ORDINARY - Appointment of Statutory Auditors in place of retiring auditor and fixation of remuneration of Statutory Auditors.	No		E-Voting	8599224	8599224	100.0000	8599224	0	100.0000	0.0000
				Poll	8599224	0	0.0000	00	0	0.0000	0.0000
				Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
				Total	8599224	8599224	100	8599224	0	100	0
				Postal Ballot (if applicable)							
				Total							
				Postal Ballot (if applicable)							
				Total							
				E-Voting		1581330	72.07668343	1579625	1705	99.8922	0.1078
				Poll		5375	0.0926	5343	32	99.4047	0.5953
				Postal Ballot (if applicable)		1969	0.0339	1961	8	99.5937	0.4062
				Total	5806203			00	0	0.0000	0.0000
				Total		7344	0.126473408	7304	40	99.4553	0.5447
				Total	16599382	10187898	61.3752	10186153	1745	99.9829	0.0171

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HELD AT _____ ON _____ TIME _____

Resolution No.	Resolution required: (Ordinary/Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	E-Voting		No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
			Postal Ballot (if applicable)	Total							
5	ORDINARY - Re-appointment of Mr. Anand Nambar as the Managing Director of the Company for a further period of five years.	No									
			1581330	72.0767			1578198	3132	99.8019	0.1981	
			0	0.0000			00	0	0.0000	0.0000	
			2193955								
			0	0.0000			00	0	0.0000	0.0000	
			1581330	72.07668343			1578198	3132	99.8019	0.1981	
			5375	0.0926			4843	532	90.1023	9.8977	
			1969	0.0339			1961	8	99.5937	0.4062	
			0	0.0000			00	0	0.0000	0.0000	
			7344	0.126473408			6804	540	92.6471	7.3529	
			10187898	61.3752			10184226	3672	99.9640	0.0360	
			16599382								
			8599224	100.0000			8599224	0	100.0000	0.0000	
			0	0.0000			00	0	0.0000	0.0000	
			8599224								
			0	0.0000			00	0	0.0000	0.0000	
			8599224	100			8599224	0	100	0.0000	
			0	0.0000			00	0	0.0000	0.0000	
			8599224								
			0	0.0000			00	0	0.0000	0.0000	
			8599224	100			8599224	0	100	0.0000	

CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Resolution No.	6										
Resolution required: (Ordinary/Special)	ORDINARY - Re-appointment of Mr. N Krishnan as the Executive Director of the Company for a further period of five years.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100			
Promoter and Promoter Group	E-Voting	8599224	8599224	100.0000	8599224	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total	8599224	8599224	100	8599224	0	100	0.0000			0
Public- Institutions	E-Voting		1580473	72.0376	1553225	27248	98.2760	1.7240			
	Poll	2193955	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		1580473	72.03762156	1553225	27248	98.276	1.724			
	E-Voting		5375	0.0926	5343	32	99.4047	0.5953			
	Poll	5806203	1969	0.0339	1961	8	99.5937	0.4062			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		7344	0.126473408	7304	40	99.4553	0.5447			
	Total	16599382	10187041	61.3700	10159753	27288	99.7321	0.2679			

CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

Resolution No.	Resolution required: (Ordinary/Special)	Whether promoter/promoter group are interested in the agenda/resolution?	Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
8	ORDINARY - Approving the related party transactions/arrangements with Merck KGaA	Yes									
			E-Voting		0	0	0.0000	00	0	0.0000	0.0000
			Poll		8599224	0	0.0000	00	0	0.0000	0.0000
			Postal Ballot (if applicable)		0	0	0.0000	00	0	0.0000	0.0000
			Total		8599224	0	100	8599224	0	100	0.0000
			E-Voting		1581330	0	72.0767	1581330	0	100.0000	0.0000
			Poll		0	0	0.0000	00	0	0.0000	0.0000
			Postal Ballot (if applicable)		2193955	0	0.0000	00	0	0.0000	0.0000
			Total		1581330	0	72.07668343	1581330	0	* 100	0.0000
			E-Voting		5375	10	0.0926	4845	530	90.1395	9.8605
			Poll		1969	0	0.0339	1959	10	99.4921	0.5078
			Postal Ballot (if applicable)		5806203	0	0.0000	00	0	0.0000	0.0000
			Total		7344	0	0.126473408	6804	540	92.6471	7.3529
			Total		16599382	10187898	61.3752	10187358	540	99.9947	0.0053

CHAIRMAN'S INITIALS _____

HELD AT _____ ON _____ TIME _____

Public- Institutions	Total	0	0	0	0	0	0	0	0
	E-Voting	1581330	72.0767	1581330	0	100.0000	0.0000	0.0000	0.0000
Public- Institutions	Poll	0	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
Public- Non Institutions	Total	1581330	72.07668343	1581330	0	100	0	0	0
	E-Voting	5375	0.0926	5323	52	99.0326	0.9674	0.9674	0.9674
	Poll	1969	0.0339	1961	8	99.5937	0.4062	0.4062	0.4062
Public- Non Institutions	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
	Total	7344	0.126473408	7284	60	99.183	0.817	0.817	0.817
Total		16599382	1588674	1588614	60	99.9962	0.0038	0.0038	0.0038

CHAIRMAN'S INITIALS