

Sun Pharmaceutical Industries Ltd.

Sun House, Plot No. 201 B/1,
Western Express Highway, Goregaon (E),
Mumbai - 400 063, Maharashtra, INDIA.
Tel. : (91-22) 4324 4324
Fax : (91-22) 4324 4343
www.sunpharma.com
CIN : L24230GJ1993PLC019050



September 27, 2017

To,

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Scrip Code: **SUNPHARMA**

BSE Limited,
Market Operations Department
P. J. Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: **524715**

Sub: Voting Results of Twenty Fifth Annual General Meeting of the Company held on September 26, 2017.

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Dear Sirs,

Pursuant to the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we enclose herewith the consolidated details of the result of remote e-voting as well as Electronic poll conducted at the Twenty Fifth Annual General Meeting (“AGM”) of Sun Pharmaceutical Industries Limited held on September 26, 2017 at 10:45 A.M. at Sir Sayajirao Nagargruh, Akota, Vadodara- 390 020, Gujarat in respect of all the resolutions as set out in the Notice dated May 26, 2017 for your information and noting.

All the resolutions contained in the Notice of the above AGM were approved with the requisite majority by equity shareholders through remote e-voting and Electronic poll conducted at the AGM.

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,

For Sun Pharmaceutical Industries Limited

Ashok Bhuta
Compliance Officer



Encl: as above

Sun Pharmaceutical Industries Ltd.

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Particulars of attendance and mode of voting as prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Name of the Company:	Sun Pharmaceutical Industries Limited
Date of AGM/EGM:	September 26, 2017
Total Number of Shareholders on record date (i.e. September 19, 2017 – cut-off date for voting purpose):	639437
Number of Shareholders present in the meeting either in person or proxy: <ul style="list-style-type: none">• Promoters and Promoter Group• Public	37* 170
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoters and Promoter Group• Public	Not applicable, since there was no Video Conferencing at the Meeting
Mode of Voting:	Remote E-voting and Electronic poll conducted at the AGM

*Calculated on the basis of No. of folios / DP Id Client Id



Disclosure of Voting Results

RESOLUTION 1:

Resolution Required (Ordinary/Special)	Ordinary	1 - Adoption of audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon.						
Whether promoter/promoter group are interested in the agenda /resolution?	No							
Category	Mode of Voting	No of Shares held	No of 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
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000
	E-Voting		62,52,61,008	80.8155	62,51,14,051	1,46,957	99.9765	0.0235
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		62,52,61,008	80.8155	62,51,14,051	1,46,957	99.9765	0.0235
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000
	E-Voting		8,76,61,171	27.3291	8,76,36,481	24,690	99.9718	0.0282
	Poll		2,38,723	0.0744	2,38,076	647	99.7290	0.2710
	Total		8,78,99,894	27.4035	8,78,74,557	25,337	99.9712	0.0288
Total		2,39,93,06,980	2,01,80,04,283	84.1078	2,01,78,31,989	1,72,294	99.9915	0.0085



RESOLUTION 2:

2 - Declaration of dividend on Equity Shares.									
Resolution Required (Ordinary/Special)	Ordinary								
Whether promoter/promoter group are interested in the agenda /resolution?	No								
Category	Mode of Voting	No of Shares held	No of 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	
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000	
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		62,68,72,037	81.0237	62,68,72,037	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		62,68,72,037	81.0237	62,68,72,037	0	100.0000	0.0000	
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		9,96,44,010	31.0648	9,96,22,109	21,901	99.9780	0.0220	
	Poll		2,38,723	0.0744	2,38,076	647	99.7290	0.2710	
	Total		9,98,82,733	31.1392	9,98,60,185	22,548	99.9774	0.0226	
Total		2,39,93,06,980	2,03,15,98,151	84.6744	2,03,15,75,603	22,548	99.9989	0.0011	



RESOLUTION 3:

Resolution Required (Ordinary/Special)	Ordinary	3 - Re-appointment of Mr. Sailesh T. Desai (DIN: 00005443), 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	No of 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
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000
	E-Voting		62,10,50,425	80.2712	61,02,91,541	1,07,58,884	98.2676	1.7324
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		62,10,50,425	80.2712	61,02,91,541	1,07,58,884	98.2676	1.7324
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000
	E-Voting		9,95,97,579	31.0503	9,95,60,129	37,450	99.9624	0.0376
	Poll		2,38,723	0.0744	2,38,066	657	99.7248	0.2752
	Total		9,98,36,302	31.1248	9,97,98,195	38,107	99.9618	0.0382
Total		2,39,93,06,980	2,02,57,30,108	84.4298	2,01,49,33,117	1,07,96,991	99.4670	0.5330



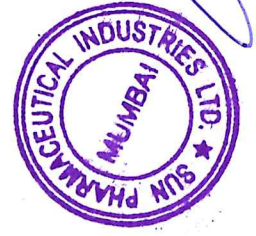
RESOLUTION 4:

Resolution Required (Ordinary/Special)	Ordinary	4 - Re-appointment of Mr. Israel Makov (DIN: 05299764), 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	No of 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
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000
	E-Voting		61,25,82,527	79.1768	59,79,21,049	1,46,61,478	97.6066	2.3934
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		61,25,82,527	79.1768	59,79,21,049	1,46,61,478	97.6066	2.3934
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000
	E-Voting		9,95,96,285	31.0499	9,95,60,584	35,701	99.9642	0.0358
	Poll		2,38,723	0.0744	2,38,066	657	99.7248	0.2752
	Total		9,98,35,008	31.1243	9,97,98,650	36,358	99.9636	0.0364
Total		2,39,93,06,980	2,01,72,60,916	84.0768	2,00,25,63,080	1,46,97,836	99.2714	0.7286



RESOLUTION 5:

Resolution Required (Ordinary/Special)		5 - Appointment of Statutory Auditors and to fix their remuneration.							
Category	Whether promoter/promoter group are interested in the agenda /resolution?	Mode of Voting	No of Shares held	No of 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
Promoter and Promoter Group	No	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000
		E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
Public - Institutions		Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000
		E-Voting		62,66,98,211	81.0012	62,29,52,610	37,45,601	99.4023	0.5977
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		62,66,98,211	81.0012	62,29,52,610	37,45,601	99.4023	0.5977
Public - Non-Institutions		Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000
		E-Voting		9,95,97,752	31.0504	9,95,73,468	24,284	99.9756	0.0244
		Poll		2,38,723	0.0744	2,38,066	657	99.7248	0.2752
		Total		9,98,36,475	31.1248	9,98,11,534	24,941	99.9750	0.0250
Total			2,39,93,06,980	2,03,13,78,067	84.6652	2,02,76,07,525	37,70,542	99.8144	0.1856



RESOLUTION 6:

Resolution Required (Ordinary/Special)		6 - Ratification of Remuneration of Cost Auditors for the financial year 2017-18.													
Category	Mode of Voting	No of Shares held	No of 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
Whether promoter/promoter group are interested in the agenda /resolution?	No														
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000							
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000							
	Poll		0	0.0000	0	0	0.0000	0.0000							
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000							
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000							
	E-Voting		62,66,98,211	81.0012	62,41,26,211	25,72,000	99.5896	0.4104							
	Poll		0	0.0000	0	0	0.0000	0.0000							
	Total		62,66,98,211	81.0012	62,41,26,211	25,72,000	99.5896	0.4104							
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000							
	E-Voting		9,95,96,560	31.0500	9,95,55,543	41,017	99.9588	0.0412							
	Poll		2,38,723	0.0744	2,38,066	657	99.7248	0.2752							
	Total		9,98,35,283	31.1244	9,97,93,609	41,674	99.9583	0.0417							
Total		2,39,93,06,980	2,03,13,76,875	84.6652	2,02,87,63,201	26,13,674	99.8713	0.1287							



RESOLUTION 7:

Resolution Required (Ordinary/Special)	Ordinary	7 - Appointment of Mr. Kalyanasundaram Subramanian (DIN: 00179072) as Director of the Company, liable to retire by rotation.						
Whether promoter/promoter group are interested in the agenda /resolution?	No							
Category	Mode of Voting	No of Shares held	No of 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
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000
	E-Voting		62,66,98,211	81.0012	61,53,73,327	1,13,24,884	98.1929	1.8071
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		62,66,98,211	81.0012	61,53,73,327	1,13,24,884	98.1929	1.8071
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000
	E-Voting		9,95,96,906	31.0501	9,59,91,499	36,05,407	96.3800	3.6200
	Poll		2,38,723	0.0744	2,38,076	647	99.7290	0.2710
	Total		9,98,35,629	31.1245	9,62,29,575	36,06,054	96.3880	3.6120
Total		2,39,93,06,980	2,03,13,77,221	84.6652	2,01,64,46,283	1,49,30,938	99.2650	0.7350



RESOLUTION 8:

Resolution Required (Ordinary/Special)	Ordinary	8 - Appointment of Mr. Kalyanasundaram Subramanian (DIN: 00179072) as Whole-time Director of the Company, without any remuneration.						
Whether promoter/promoter group are interested in the agenda /resolution?	No							
Category	Mode of Voting	No of Shares held	No of 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
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000
	E-Voting		62,51,91,360	80.8065	60,27,80,263	2,24,11,097	96.4153	3.5847
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		62,51,91,360	80.8065	60,27,80,263	2,24,11,097	96.4153	3.5847
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000
	E-Voting		9,95,97,436	31.0503	9,59,79,017	36,18,419	96.3670	3.6330
	Poll		2,38,723	0.0744	2,38,076	647	99.7290	0.2710
	Total		9,98,36,159	31.1247	9,62,17,093	36,19,066	96.3750	3.6250
Total		2,39,93,06,980	2,02,98,70,900	84.6024	2,00,38,40,737	2,60,30,163	98.7176	1.2824



RESOLUTION 9:

Special		9 - Special Resolution for re-appointment and remuneration of Mr. Dilip S. Shanghvi (DIN: 00005588) as Managing Director.						
Resolution Required (Ordinary/Special)	Special							
Whether promoter/promoter group are interested in the agenda /resolution?	No							
Category	Mode of Voting	No of Shares held	No of 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
Promoter and Promoter Group	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000
	E-Voting		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1,30,48,43,381	99.9991	1,30,48,43,381	0	100.0000	0.0000
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000
	E-Voting		51,15,63,971	66.1200	50,88,48,661	27,15,310	99.4692	0.5308
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		51,15,63,971	66.1200	50,88,48,661	27,15,310	99.4692	0.5308
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000
	E-Voting		9,96,19,784	31.0572	9,95,83,626	36,158	99.9637	0.0363
	Poll		2,38,723	0.0744	2,38,076	647	99.7290	0.2710
	Total		9,98,58,507	31.1317	9,98,21,702	36,805	99.9631	0.0369
Total		2,39,93,06,980	1,91,62,65,859	79.8675	1,91,35,13,744	27,52,115	99.8564	0.1436



RESOLUTION 10:

Resolution Required (Ordinary/Special)		10 - Approval of material related party transactions with a related party.													
Whether promoter/promoter group are interested in the agenda /resolution?	Ordinary*	Yes													
Category	Mode of Voting	No of Shares held	No of 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
Promoter and Promoter Group*	Postal Ballot	1,30,48,55,381	0	0.0000	0	0	0.0000	0.0000							
	E-Voting		2,87,53,827	2.2036	2,87,53,827	0	100.0000	0.0000							
	Poll		0	0.0000	0	0	0.0000	0.0000							
	Total		2,87,53,827	2.2036	2,87,53,827	0	100.0000	0.0000							
Public - Institutions	Postal Ballot	77,36,89,827	0	0.0000	0	0	0.0000	0.0000							
	E-Voting		60,78,32,933	78.5629	55,91,91,602	4,86,41,331	91.9976	8.0024							
	Poll		0	0.0000	0	0	0.0000	0.0000							
	Total		60,78,32,933	78.5629	55,91,91,602	4,86,41,331	91.9976	8.0024							
Public - Non-Institutions	Postal Ballot	32,07,61,772	0	0.0000	0	0	0.0000	0.0000							
	E-Voting		4,99,00,611	15.5569	4,97,25,678	1,74,933	99.6494	0.3506							
	Poll		29,115	0.0091	28,458	657	97.7434	2.2566							
	Total		4,99,29,726	15.5660	4,97,54,136	1,75,590	99.6483	0.3517							
Total		2,39,93,06,980	68,65,16,486	28.6131	63,76,99,565	4,88,16,921	92.8892	7.1108							

*Since the Resolution is pertaining to approval of transactions with a potential Related Party, all related parties abstained or their votes were not considered for the voting calculations for this Resolution No. 10, pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.





C. J. GOSWAMI & ASSOCIATES
Practicing Company Secretaries

1/12, Santosh Kunj, Asalfa, J. M. M. Road, Ghatkopar (West), Mumbai – 400 084.
Tel: 022 6133 8068 Mob: +91 9004 143 453 Email: chintan.goswami@cjgoswami.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Secretarial Standards – 2 (General Meetings) issued by Institute of Company Secretaries of India]

To,
The Chairman of 25th Annual General Meeting of the members of Sun Pharmaceutical Industries Limited held on Tuesday, September 26, 2017 at Sir Sayajirao Nagargruh, Akota, Vadodara – 390 020, Gujarat, India.

Sub: Consolidated Scrutinizer's Report

Ref: 25th Annual General Meeting of members of Sun Pharmaceutical Industries Limited.

Dear Sir,

1. I, Chintan Goswami, proprietor of M/s. C. J. Goswami & Associates, Practicing Company Secretaries, have been appointed as the scrutinizer by the Board of Directors of Sun Pharmaceutical Industries Limited ("**the Company**") for the purpose of scrutinizing the votes cast by members through Remote E-voting ("**Remote e-Voting**") as well as voting conducted through electronic system ("**Electronic Poll**") at 25th Annual General Meeting of the Company held on Tuesday, September 26, 2017 at 10.45 a.m. at Sir Sayajirao Nagargruh, Akota, Vadodara – 390 020, Gujarat, India, in accordance with the provisions of Section 108 of the **Companies Act, 2013 ("**the Act**")** read with Rule 20 of the **Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**")** and Secretarial Standards – 2 (Secretarial Standards on General Meetings) ("**SS-2**") issued by the Institute of Company Secretaries of India.

2. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and SS-2 relating to Remote e-Voting and Electronic Poll at the AGM (hereinafter collectively referred to as "**Voting through Electronic means**") on the resolutions stated in the Notice calling the AGM ("Notice").

3. Scrutinizer's Responsibility:

My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("**CDSL**"), the agency engaged by the Company to provide facility to the members to cast their votes either by way of Remote e-Voting or Electronic Poll at the AGM.



4. Further to above, I submit my report as under:

- 4.1 The Remote e-Voting period remained open from Saturday, September 23, 2017 at 9.00 A.M. till Monday, September 25, 2017 at 5.00 P.M. on the designated website www.evotingindia.com of CDSL.
- 4.2 At the AGM, the Chairman after discussions on all matters included in the said Notice were over, announced that the Members (including proxies) present at the AGM and who have not cast their vote by Remote e-Voting, can exercise their voting rights by Electronic Poll, which was made available at the venue of the AGM.
- 4.3 Thereafter, on completion of the voting at the venue of the AGM, the details of Voting through Electronic means were generated from the electronic voting system provided by the CDSL.
- 4.4 Voting rights of members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, September 19, 2017.



The Consolidated result of the Voting through Electronic means for the AGM is as under:

Item No. 1:-

Ordinary Resolution to receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,311	2,017,593,913	99.9915
Electronic Poll	45	238,076	99.7290
Total	2356	2,017,831,989	99.9915

ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	60	171,647	0.0085
Electronic Poll	8	647	0.2710
Total	68	172,294	0.0085

iii. **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 2:-

Ordinary Resolution for declaration of dividend on Equity Shares.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,346	2,031,337,527	99.9989
Electronic Poll	45	238,076	99.7290
Total	2,391	2,031,575,603	99.9989

ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	52	21,901	0.0011
Electronic Poll	8	647	0.2710
Total	60	22,548	0.0011



iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 3:-

Ordinary Resolution for re-appointment of Mr. Sailesh T. Desai (DIN: 00005443), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,147	2,014,695,051	99.4670
Electronic Poll	44	238,066	99.7248
Total	2,191	2,014,933,117	99.4670

ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	207	10,796,334	0.5330
Electronic Poll	9	657	0.2752
Total	216	10,796,991	0.5330

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 4:-

Ordinary Resolution for re-appointment of Mr. Israel Makov (DIN: 05299764), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,106	2,002,325,014	99.2713
Electronic Poll	44	238,066	99.7248
Total	2,150	2,002,563,080	99.2714



ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	240	14,697,179	0.7287
Electronic Poll	9	657	0.2752
Total	249	14,697,836	0.7286

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 5:-

Ordinary Resolution for appointment of S R B C & Co LLP, Chartered Accountants, having Firm's Registration No. 324982E/E300003, as the Statutory Auditors of the Company for a term of five (5) consecutive years, to hold office upto the conclusion of the 30th Annual General Meeting of the Company, at such remuneration (exclusive of applicable taxes and reimbursement of out of pocket expenses) as shall be fixed by the Board of Directors of the Company in consultation with them.

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,278	2,027,369,459	99.8144
Electronic Poll	44	238,066	99.7248
Total	2,322	2,027,607,525	99.8144

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	89	3,769,885	0.1856
Electronic Poll	9	657	0.2752
Total	98	3,770,542	0.1856

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No. 6:-

Ordinary Resolution for ratification of remuneration payable to M/s. Kailash Sankhlecha & Associates, Cost Accountants, appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the financial year 2017-18.

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,230	2,028,525,135	99.8714
Electronic Poll	44	238,066	99.7248
Total	2,274	2,028,763,201	99.8713

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	133	2,613,017	0.1286
Electronic Poll	9	657	0.2752
Total	142	2,613,674	0.1287

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 7:-

Ordinary Resolution for appointment of Mr. Kalyanasundaram Subramanian (DIN: 00179072) as a Director of the Company, liable to retire by rotation.

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,185	2,016,208,207	99.2649
Electronic Poll	45	238,076	99.7290
Total	2,230	2,016,446,283	99.2650

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	172	14,930,291	0.7351
Electronic Poll	8	647	0.2710
Total	180	14,930,938	0.7350



iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 8:-

Ordinary Resolution for appointment of Mr. Kalyanasundaram Subramanian (DIN: 00179072) as Whole-time Director of the Company for a period of two years i.e. February 14, 2017 to February 13, 2019, without any remuneration.

i. **Voted in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,144	2,003,602,661	98.7175
Electronic Poll	45	238,076	99.7290
Total	2,189	2,003,840,737	98.7176

ii. **Voted against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	205	26,029,516	1.2825
Electronic Poll	8	647	0.2710
Total	213	26,030,163	1.2824

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 9:-

Special Resolution for re-appointment of Mr. Dilip S. Shanghvi (DIN: 00005588) as Managing Director of the Company for a further period of 5 (five) years from the expiry of his present term of office i.e. with effect from April 01, 2018 to March 31, 2023 and to approve his remuneration for a period of 3 (three) years from the expiry of his present term of office i.e. with effect from April 01, 2018 to March 31, 2021, on such terms and conditions mentioned in the Notice of AGM.

i. **Voted in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	2,184	1,913,275,668	99.8564
Electronic Poll	45	238,076	99.7290
Total	2,229	1,913,513,744	99.8564



ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	138	2,751,468	0.1436
Electronic Poll	8	647	0.2710
Total	146	2,752,115	0.1436

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 10:-

Ordinary Resolution for approval to enter/continue to enter into transactions of sales and/or purchase of products or other transactions as the Board of Directors of the Company may deem fit and proper, from time to time with Aditya Medisales Limited (CIN: U24230GJ1990PLC014535) ("**AML**"), which in the near future will become a related party of the Company in terms of section 2(76) of the Companies Act, 2013 and regulation 2(zb) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), on such terms and conditions as may be mutually agreed to between the Company and AML.

i. Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	1,989	637,671,107	92.8890
Electronic Poll	43	28,458	97.7434
Total	2,032	637,699,565	92.8892

ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	238	48,816,264	7.1110
Electronic Poll	9	657	2.2566
Total	247	48,816,921	7.1108

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Based on the foregoing, the resolution nos. 1 to 10 (includes resolution no. 10 in which related parties abstained or their votes were not considered for the above calculations

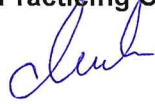


pursuant to the provisions of the Act and Listing Regulations) shall be deemed to have been passed with the requisite majority on the date of the AGM i.e. September 26, 2017.

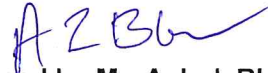
The electronic data and all other relevant records relating to the Voting through Electronic Means are under my safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you.

**For C. J. Goswami & Associates,
Practicing Company Secretaries**



**Chintan J. Goswami
Proprietor
Mem No. - 33697
C. P. No. - 12721
Date: 26th September, 2017.
Place: Vadodara.**



**Countersigned by Mr. Ashok Bhuta
(Authorised by Chairman of the AGM)**

