

**Announcement of the consolidated Results of Remote E-Voting and E-Voting conducted at the
Twenty Third Annual General Meeting of Cadila Healthcare Limited**

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 [the Act] read with rule 20 of the Companies [Management and Administration] Rules, 2014 [the Rules], the Company had provided remote e-voting facility to the members for exercising the voting rights and e-voting facility was also provided at the venue of the Twenty Third Annual General Meeting ["AGM"] of Cadila Healthcare Limited [the Company].

The voting on the 6 resolutions contained in the Notice of AGM dated May 25, 2018 were casted through remote e-voting and e-voting at venue of AGM. Based on the report submitted by Mr. Manoj Hurkat, Practicing Company Secretary, the Scrutinizer appointed for both, remote e-voting and e-voting at the venue of AGM, I declare the resolutions contained in the Notice of AGM as passed with requisite majority. The summary of results is as under:

Item No. of Notice	Particulars of business	Voting in favour of the resolution		Votes against the resolution	
		Nos.	%	Nos.	%
Item No. 1 of the Notice (As an Ordinary Business)	Remote e-voting	895920914	100	36905	Negligible
	E-voting at venue of AGM	5504168	100	5	Negligible
	Total	901425082	100	36910	Negligible
Item No. 2 of the Notice (As an Ordinary Business)	Remote e-voting	896849201	100	155	Negligible
	E-voting at venue of AGM	5504168	100	5	Negligible
	Total	902353369	100	160	Negligible
Item No. 3 of the Notice (As an Ordinary Business)	Remote e-voting	885022807	99.58	3769677	0.42
	E-voting at venue of AGM	5504173	100	0	0
	Total	890526980	99.58	3769677	0.42
Item No. 4 of the Notice (As an Ordinary Business)	Remote e-voting	896849058	100	298	Negligible
	E-voting at venue of AGM	5504173	100	0	0
	Total	902353231	100	298	Negligible
Item No. 5 of the Notice (As a Special Business)	Remote e-voting	833341922	92.92	63507509	7.08
	E-voting at venue of AGM	5504173	100	0	0
	Total	838846095	92.96	63507509	7.04
Item No. 6 of the Notice (As a Special Business)	Remote e-voting	894263750	99.71	2585681	0.29
	E-voting at venue of AGM	5504173	100	0	0
	Total	899767923	99.71	2585681	0.29

For, CADILA HEALTHCARE LIMITED


PANKAJ R. PATEL
CHAIRMAN OF TWENTY THIRD ANNUAL GENERAL MEETING

Place: Ahmedabad
Date: August 13, 2018



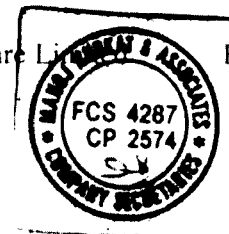
Consolidated Report of Scrutinizer
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xii) of
The Companies (Management and Administration) Rules, 2014]

To,
The Chairmen
(Shri Mukesh M Patel for Item No. 3 and Shri Pankaj R Patel for all other Items)
of the 23rd Annual General Meeting (AGM) of
CADILA HEALTHCARE LIMITED
held on 13th August, 2018 at 10.00 a.m.
at J B Auditorium, Ahmedabad Management Association,
ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015

Dear Sirs,

1. I, CS Manoj Rajaram Hurkat, Practicing Company Secretary, have been appointed by the Board of Directors of Cadila Healthcare Limited (“Company”) as a Scrutinizer for the purpose of scrutinizing the remote e-voting & also the electronic ballot voting at the 23rd Annual General meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with the 23rd Annual General Meeting held on 13th August, 2018 at 10.00 a.m. at J B Auditorium, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice to the 23rd Annual General Meeting of the members of the Company.

My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer’s Report of the votes casted “in favour” or “against” the resolutions stated below, based on the scrutiny of the reports generated from the e-voting system provided by M/s Central Depository Services (India) Limited (“CDSL”) in respect of electronic ballot votes cast at the venue of



306, ARTH Complex, B/h. A.K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 009 (Gujarat) India
Tel. No. : 079-2640 2110, 2640 2117 – Mobile: 98250 15582 - E-mail : manojhurkat@hotmail.com

23rd AGM and on the reports generated from the remote e-voting system provided by the CDSL, the authorized agency to provide remote e-voting facilities as appointed by the Company in respect of remote electronic votes.


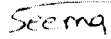
3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

I. The remote e-voting period remained open from Friday, 10th August, 2018(9.00 a.m.) to Sunday, 12th August, 2018 (5.00 p.m.).

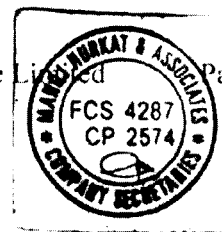
II. The Members of the Company as on “cut off” date i.e. 7th August, 2018 were entitled to vote on the resolutions stated in the Notice of the 23rd Annual General Meeting. The paid up capital as on cut-off date was Rs. 102,37,42,600 divided into 102,37,42,600 Equity share of Rs. 1/- each.

III. The votes casted were subsequently unblocked by me on 13th August, 2018 at 11.15 a.m. (after counting of votes cast at the AGM venue) in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

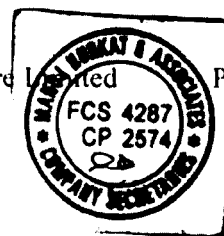
Sr.No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudhama Homes, B/h Nandigram society, Nana Chiloda, Ahmedabad-382345	
02.	Seema Kothari J-11, Sujata Falts, Shahibaug, Ahmedabad – 380004	

IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization/ proxies lodged with the Company.

V. The electronic votes which were incomplete and/or which were otherwise found defective were required to be treated as invalid and considered separately



- VI. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.
- B. For Electronic ballot voting facility provided at the AGM:
- I. The Company has appointed CDSL to also provide electronic ballot voting facility through tabs on all the item nos. 1 to 6 on the agenda at the end of discussion on all the resolutions at the AGM venue.
 - II. The electronic voting facility at the AGM venue was provided to enable the members of the Company who were present at the AGM and could not cast their vote through Remote E-voting facility provided by the Company through CDSL.
 - III. After ensuring that all the members who desire to cast their vote through electronic voting facility at AGM Venue, have exercised their right to vote at the AGM and after seeking permission from the Chairmen of the 23rd Annual General Meeting, the voting process was declared as completed.
 - IV. The electronic votes cast by the shareholders at the AGM venue were subsequently accessed by me and the electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
 - V. The electronic votes which were incomplete and/or which were otherwise found defective have been treated as invalid and considered separately. Moreover, electronic votes of those members who already cast their vote through Remote e-voting process were also required to be treated as invalid.
 - VI. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for e-voting at AGM venue, were prepared based on report generated from the e-voting system of Link Intime.
4. Based on such scrutiny of the Remote E-voting & Polling process, the result of the voting is as under:



(a) Resolution 1:

Ordinary Resolution for adoption of Audited Financial Statements (Standalone and Consolidated) etc. for the year ended on 31st March, 2018 and the reports of Directors and Auditors thereon:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	432	895920914	100%
E-voting (AGM venue)	56	5504168	100%
Total	488	901425082	100%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	6	36905	Negligible
E-voting (AGM venue)	1	5	Negligible
Total	7	36910	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(b) Resolution No. 2:

Ordinary Resolution for declaration of dividend for the financial year ended on 31st March, 2018:

(i) Voted in favour of the resolution:

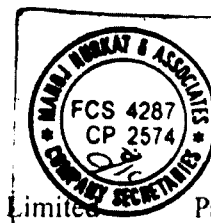
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	442	896849201	100%
E-voting (AGM venue)	56	5504168	100%
Total	498	902353369	100%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	155	Negligible
E-voting (AGM venue)	1	5	Negligible
Total	3	160	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(c) Resolution No. 3:

Ordinary Resolution for re-appointment of Mr. Pankaj R Patel (DIN: 00131852) as a Director, who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted in favour of the resolution:

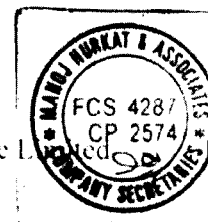
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	394	885022807	99.58%
E-voting (AGM venue)	57	5504173	100%
Total	451	890526980	99.58%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	40	3769677	0.42%
E-voting (AGM venue)	Nil	Nil	Nil
Total	40	3769677	0.42%

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(d) Resolution No. 4:

Ordinary Resolution for ratification of remuneration payable to M/s Dalwadi & Associates, Cost Accountant for the financial year ending on 31st March, 2019:

(i) Voted in favour of the resolution:

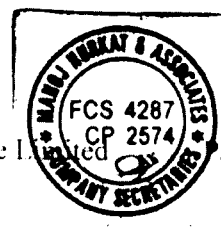
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	438	896849058	100%
E-voting (AGM venue)	57	5504173	100%
Total	495	902353231	100%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	6	298	Negligible
E-voting (AGM venue)	Nil	Nil	Nil
Total	6	298	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(e) Resolution No. 5:

Special Resolution for authority to Board of Directors to issue securities through QIP/ FCCB

(i) Voted in favour of the resolution:

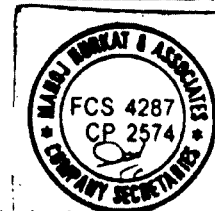
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	193	833341922	92.92%
E-voting (AGM venue)	57	5504173	100%
Total	250	838846095	92.96%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	252	63507509	7.08%
E-voting (AGM venue)	Nil	Nil	Nil
Total	252	63507509	7.04%

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



(f) Resolution No.6:

Special Resolution for the authority to the Board of Directors to offer and invite subscription for the Secured Redeemable Non-Convertible Debentures:

(i) Voted in favour of the resolution:

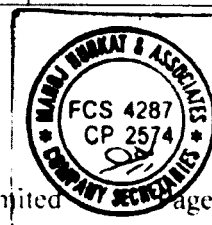
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	407	894263750	99.71%
E-voting (AGM venue)	57	5504173	100%
Total	464	899767923	99.71%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	39	2585681	0.29%
E-voting (AGM venue)	Nil	Nil	Nil
Total	39	2585681	0.29%

(iii) Invalid Votes:

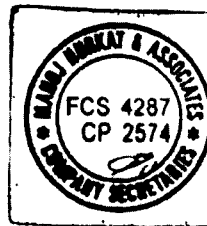
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (AGM venue)	Nil	Nil	Nil
Total	Nil	Nil	Nil



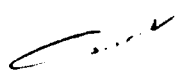
5. A compact disk (CD) / Excel Sheets and other supportive documents containing list of equity shareholders who voted “For”, “Against” and those votes which were considered “Invalid” for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.
6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Place: Ahmedabad
Date: 13th August, 2018

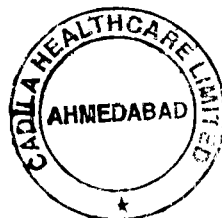



Yours faithfully,


Signature of the Scrutinizer
[CS MANOJ HURKAT]

Countersigned by:

For, CADILA HEALTHCARE LIMITED




Chairman/Authorised Signatory