



Natco Pharma Limited

Regd. Off. : 'NATCO HOUSE', Road No. 2, Banjara Hills, Hyderabad - 500034.
Telangana, INDIA. Tel : +91 40 23547532, Fax : +91 40 23548243
CIN : L24230TG1981PLC003201, www.natcopharma.co.in

September 15, 2018

Corporate Relationship Department
M/s.BSE Limited
Dalal Street, Fort
Mumbai 400 001

Manager – Listing
M/s. National Stock Exchange of India Ltd
“Exchange Plaza”, Bandra – Kurla Complex
Bandra (E) **Mumbai 400 051**

Scrip Code: 524816

Scrip Code: NATCOPHARM

Dear Sir

Sub:- Outcome of 34th Annual General Meeting & Voting Results

This is with reference to our earlier letter dated 14th August, 2018 regarding 35th Annual General Meeting of the Company held on Saturday 15th September, 2018. In compliance with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 this is to inform you that the Members of the Company transacted the business as stated in Notice of 35th Annual General Meeting Notice dated 8th August, 2018.

Sl No	Description	Particulars
1	Date of Annual General Meeting	15 th September, 2018
2	Total Number of Shareholders as on Cut off date (i.e. 8 th September, 2018)	61,262
3	No of Shareholders present in the meeting either in person or through proxy	227
4	Promoters and Promoter Group	15
5	Public	212

The Cut –off date for purpose of determining the shareholders eligible to vote was 8th September, 2018

The Agenda wise disclosure of voting details is enclosed as **Annexure A.**

The Report of Scrutinizer on remote e-voting and voting at Annual General Meeting is enclosed as **Annexure B.**

Thanking you,

Yours faithfully,
For NATCO Pharma Limited

M. Adinarayana
Company Secretary &
Vice President (Legal & Corp. Affairs)

Encl: as above



NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		1						
Resolution Required (Ordinary / Special)		Ordinary - Adoption of Audited Annual Financial Statements for the year 2017-18						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32535596	57.80	32535596	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32535596	57.80	32535596	0	100.00	0.00
Public - Others	EVOTING	38953285	1505568	3.87	1505383	185	99.99	0.01
	POLL		723873	1.86	723838	35	100.00	0.00
	TOTAL		2229441	5.72	2229221	220	99.99	0.01
Total		184493400	109758440	59.49	109758220	220	100.00	0.00



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		2						
Resolution Required (Ordinary / Special)		Ordinary - To Confirm already paid Interim Dividends as Final Dividend						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32556141	57.84	32556141	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32556141	57.84	32556141	0	100.00	0.00
Public - Others	EVOTING	38953285	1511813	3.88	1511628	185	99.99	0.01
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2235636	5.74	2235416	220	99.99	0.01
Total		184493400	109785180	59.51	109784960	220	100.00	0.00



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		3						
Resolution Required (Ordinary / Special)		Ordinary - Reappointment of Dr. D Linga Rao (Din No. 07088404) as a Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32547568	57.82	32224159	323409	99.01	0.99
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32547568	57.82	32224159	323409	99.01	0.99
Public - Others	EVOTING	38953285	1510613	3.88	1510347	266	99.98	0.02
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2234436	5.74	2234135	301	99.99	0.01
Total		184493400	109775407	59.50	109451697	323710	99.71	0.29



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		4						
Resolution Required (Ordinary / Special)		Appointment of Mr. Sridhar Sankararaman (Din No.06794418) as a Non-Executive and Non-Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32547568	57.82	28914294	3633274	88.84	11.16
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32547568	57.82	28914294	3633274	88.84	11.16
Public - Others	EVOTING	38953285	1512538	3.88	1512272	266	99.98	0.02
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2236361	5.74	2236060	301	99.99	0.01
Total		184493400	109777332	59.50	106143757	3633575	96.69	3.31



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		5						
Resolution Required (Ordinary / Special)		Reappointment of Sri P.S.R.K.Prasad,(DIN: 07011140) as Director and Executive Vice President (Corporate Engineering Services)						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32547568	57.82	32547568	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32547568	57.82	32547568	0	100.00	0.00
Public - Others	EVOTING	38953285	1511134	3.88	1510868	266	99.98	0.02
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2234957	5.74	2234656	301	99.99	0.01
Total		184493400	109775928	59.50	109775627	301	100.00	0.00



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		6						
Resolution Required (Ordinary / Special)		Reappointment of Dr.D.Linga Rao, (DIN: 07088404) as Director & President (Tech. Affairs)						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32547568	57.82	32547568	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32547568	57.82	32547568	0	100.00	0.00
Public - Others	EVOTING	38953285	1512938	3.88	1512672	266	99.98	0.02
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2236761	5.74	2236460	301	99.99	0.01
Total		184493400	109777732	59.50	109777431	301	100.00	0.00



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		7						
Resolution Required (Ordinary / Special)		Ratification of Remuneration of Cost Auditors						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32547568	57.82	32547568	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32547568	57.82	32547568	0	100.00	0.00
Public - Others	EVOTING	38953285	1511524	3.88	1511251	273	99.98	0.02
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2235347	5.74	2235039	308	99.99	0.01
Total		184493400	109776318	59.50	109776010	308	100.00	0.00



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		8						
Resolution Required (Ordinary / Special)		Alteration of Objects Clause in Memorandum of Association						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the Extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32547568	57.82	32547568	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32547568	57.82	32547568	0	100.00	0.00
Public - Others	EVOTING	38953285	1513033	3.88	1512758	275	99.98	0.02
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2236856	5.74	2236546	310	99.99	0.01
Total		184493400	109777827	59.50	109777517	310	100.00	0.00



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NATCO PHARMA LIMITED

Details regarding Voting results: As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015

Resolution NO		9						
Resolution Required (Ordinary / Special)		Ratification to continue the Directorship of Mr.G.S.Murthy (DIN: 00122454) as an Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the extent of their Shareholding						
Promoters /Public	Mode of Voting Type	No of Shares held (1)	No of Votes Polled (2)	% of Votes Polled on shares held (3)=((2)/(1)*100)	No. of Votes in Favour (4)	No of Votes - Against (5)	% of Votes in favou on Votes Polled (6)=((4)/(2)*100)	% of Votes against on Votes Polled (7)=((5)/(2)*100)
Promoter and Promoter Group	EVOTING	89251628	32924720	36.89	32924720	0	100.00	0.00
	POLL		42068683	47.13	42068683	0	100.00	0.00
	TOTAL		74993403	84.02	74993403	0	100.00	0.00
Public- Institutional Holders	EVOTING	56288487	32547568	57.82	29408765	3138803	90.36	9.64
	POLL		0	0.00	0	0	0.00	0.00
	TOTAL		32547568	57.82	29408765	3138803	90.36	9.64
Public - Others	EVOTING	38953285	1504743	3.86	1502452	2291	99.85	0.15
	POLL		723823	1.86	723788	35	100.00	0.00
	TOTAL		2228566	5.72	2226240	2326	99.90	0.10
Total		184493400	109769537	59.50	106628408	3141129	97.14	2.86



M. S. N.

Report of Scrutinizer

Pursuant to Section 108 of the Companies Act, 2013 Rule 20 of Companies
(Management and Administration) Rules, 2014

To,
Sri V C Nannapaneni
Chairman and Managing Director
M/s. Natco Pharma Limited
Natco House, Road # 2
Banjara Hills, Hyderabad - 500 034

35th Annual General Meeting of the Members of M/s. NATCO Pharma Limited held on Saturday, 15th September, 2018 at 10.30 a.m. at Hotel Daspalla, Road No.37, Jubilee Hills, Hyderabad 500 033.

Dear Sir,

I, Vasudeva Rao Devaki, Company Secretary in whole-time practice (COP # 12123), Proprietor, D V Rao & Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of the Natco Pharma Limited (the Company) for the purpose of scrutinizing the remote e-voting and voting process for the 35th Annual General Meeting (AGM) of the Company, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended (the Rules), on the resolutions contained in the Notice of the 35th AGM of the members of the Company, held on Saturday, 15th September, 2018 at 10.30 AM IST and also for ascertaining the requisite majority for the resolutions proposed therein.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to remote e-voting and voting process for the resolutions contained in the Notice of the 35th AGM of the members of the company. Our responsibility as a Scrutinizer is to ensure that remote e-voting and voting process is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on remote e-voting and voting at the AGM venue. The Company has engaged the services of National Securities Depository Limited (NSDL) for voting by electronic means (both for remote e-voting and voting at the AGM venue).

In accordance with the Notice of the 35thAGM sent to the members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the remote e-voting period was open from 9.00 AM IST on Wednesday, 12th September 2018 and was closed at 5.00 PM IST on Friday, 14th September, 2018.



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D V RAO & ASSOCIATES COMPANY SECRETARIES

Plot No.54, Sri Sai Residency, Mega Hills, Madhapur, Hyderabad, Telangana – 500 081
+91 40 6574 8999 | +91 9989 345 999 | info@dvraoassociates.com
www.dvraoassociates.com

The equity shareholders holding shares as on Saturday, 8th September 2018, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 35th AGM of the Company.

The voting at the AGM venue was allowed with our assistance by using an electronic voting system on the resolutions on which the voting is to be held. The said voting system was provided to all the members who were present at the AGM venue but have not cast their votes by availing the remote e-voting facility or through ballot forms. As per the information provided by NSDL, the name of the shareholders who had voted through remote e-voting facility had been blocked.

After the conclusion of the voting at the AGM venue, the votes cast thereat were counted. Thereafter, the votes on remote e-voting were unblocked on Saturday 15th September 2018 at 11.30 a.m. in the presence of two witnesses who were not employees of the Company and the e-voting results / list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL.

The combined results of the remote e-voting and voting at the AGM venue are given as Annexure to this report. Based on combined results, I report that all the resolutions as per the Notice of the 35th AGM of the Company stands passed with requisite majority.

The electronic data and all other relevant records relating to the remote e-voting and voting at the AGM venue are under my safe custody until the Chairman approves and sign the Minutes of the 35th AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

Yours Truly
For D V Rao & Associates
Company Secretaries


CS Vasudeva Rao Devaki
Scrutinizer
Membership # F8888
COP # 12123

Place: Hyderabad
Date: 17/09/2018



Encl: Consolidated Voting Results

Natco Pharma Limited - 35th AGM Consolidated Results (remote voting and voting at AGM venue)

ITEM NO. 1									
Ordinary Resolution to consider adoption of Audited Financial Results for the year 2017-18									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
416	109758220	100.00	8	220	0.00	0	0	424	109758440

ITEM NO. 2									
Ordinary Resolution to confirm already paid two Interim Dividends on equity shares for the year 2017-18 as final dividend									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
415	109784960	100.00	8	220	0.00	0	0	423	109785180

ITEM NO. 3									
Ordinary Resolution to consider Re-appointment of Dr. D Linga Rao (Din No. 07088404) as a Director									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
409	109451697	99.71	13	323710	0.29	0	0	422	109775407



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Natco Pharma Limited - 35th AGM Consolidated Results (remote voting and voting at AGM venue)

ITEM NO. 4									
Appointment of Mr. Sridhar Sankararaman (Din No.06794418) as a Non-Executive and Non-Independent Director									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
390	106143757	96.69	33	3633575	3.31	0	0	423	109777332

ITEM NO. 5									
Re- Appointment of Sri P.S.R.K Prasad as a Director and designating him as Director and Executive Vice President (Corporate Engineering Services)									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
411	109775627	100.00	11	301	0.00	0	0	422	109775928

ITEM NO. 6									
Re- appointment of Dr. D. Linga Rao as a Director and designating him as President (Technical Affairs)									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
412	109777431	100.00	11	301	0.00	0	0	423	109777732



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Natco Pharma Limited - 35th AGM Consolidated Results (remote voting and voting at AGM venue)

ITEM NO. 7									
Ratification of Remuneration of Cost Auditors									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
410	109776010	100.00	11	308	0.00	0	0	421	109776318

ITEM NO. 8									
Alteration of Objects Clause in Memorandum of Association									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
413	109777517	100.00	10	310	0.00	0	0	423	109777827

ITEM NO. 9									
Ratification to continue the Directorship of Mr. G S Murthy (DIN00122454) as Independent Director									
Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes		Summary	
No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	% of valid votes cast	No. of shareholders	No. of shares	No. of Shareholders	No. of shares
387	106628408	97.14	36	3141129	2.86	0	0	423	109769537

Date : 17/09/2018
Place : Hyderabad



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Vasudeva Rao Devaki
Company Secretary in Practice
COP # 12123
Membership # F8888