

Zydus Wellness

Registered Office : **CIN-L15201GJ1994PLC023490**

Zydus Wellness Ltd. House No. 6 & 7, Sigma Commerce Zone, Nr. Iskcon Temple, S. G. Highway, Ahmedabad 380015, Gujarat, INDIA.
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Announcement of the consolidated Results of E-Voting and Poll conducted at the Twenty Second Annual General Meeting of Zydus Wellness 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 e-voting facility to the members for exercising the voting rights and poll was taken at the Twenty Second Annual General Meeting [AGM] of Zydus Wellness Limited [the Company].

The voting on the 5 resolutions contained in the Notice convening the AGM were casted through e-voting and poll process. Based on the reports submitted by Mr. Dhirajlal D. Sanghavi, Practicing Company Secretary, the Scrutinizer appointed for both, e-voting and poll process, 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		Abstained / Invalid votes	
		Nos.	%	Nos.	%	Nos.	%
Item No. 1 of the Notice (As an Ordinary Business)	e-voting	32700742	100	25	0	0	0
	Poll	1877	100	0	0	156	0
	Total	32702619	100	25	0	156	0
Item No. 2 of the Notice (As an Ordinary Business)	e-voting	32700542	100	225	0	0	0
	Poll	1877	100	0	0	156	0
	Total	32702419	100	225	0	156	0
Item No. 3 of the Notice (As an Ordinary Business)	e-voting	32689681	99.98	4536	0.01	6550	0.01
	Poll	1877	100	0	0	156	0
	Total	32691558	99.99	4536	0.01	6706	0.01
Item No. 4 of the Notice (As an Ordinary Business)	e-voting	32697495	99.99	3272	0.01	0	0
	Poll	1877	100	0	0	156	0
	Total	32699372	99.99	3272	0.01	156	0
Item No. 5 of the Notice (As a Special Business)	e-voting	32700716	100	51	0	0	0
	Poll	1877	100	0	0	156	0
	Total	32702593	100	51	0	156	0

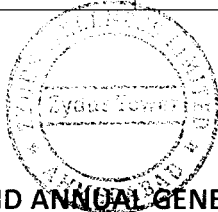
For, **ZYDUS WELLNESS LIMITED**


SHARVIL P. PATEL

CHAIRMAN OF TWENTY SECOND ANNUAL GENERAL MEETING

Place: Ahmedabad.

Date: August 3, 2016.



Dhirajlal D. Sanghavi

B.A. (Hons) B.Com., FCS

Practising Company Secretary

C. P. 5130 FCS 3229

August 3, 2016

To
The Chairman of
Zydus Wellness Limited
House No. 6 & 7, Sigma Commerce Zone,
Nr. Iscon Temple,
Sarkhej–Gandhinagar Highway
Ahmedabad – 380 015.

Re.: Consolidated Scrutinizer's Report on remote e-Voting conducted pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting on Poll at the Twenty Second Annual General Meeting (AGM) of Zydus Wellness Limited (the Company) held on Wednesday, August 3, 2016.

Dear Sir,

I Mr. Dhirajlal D. Sanghavi, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of the Company pursuant to section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014, for the remote e-voting process in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company held on Wednesday, August 3, 2016 at 10.00 a.m. I was also appointed as Scrutinizer to conduct the poll process in respect of the poll taken at the said AGM.

The Notice dated May 12, 2016 along with statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company. The AGM had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date July 27, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

Recd

The voting period for remote e-voting commenced on Sunday, July 31, 2016 [9.00 a.m.] and ended on Tuesday, August 2, 2016 [5.00 p.m.] and the e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on poll taken at the meeting was generated in my presence and the voting was diligently scrutinized. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

I now submit my consolidated report as under on the result of the remote e-voting and voting at the meeting through poll in respect of the said resolutions.

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	Poll	1877	100	0	0	156	0
	Total	32702593	100	51	0	156	0

All the resolutions stand passed under e-voting and poll with requisite majority.

ACP

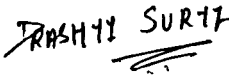
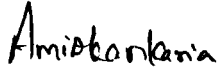
The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same would be handed over to the Company Secretary for the safe keeping.

Thanking you,

Yours faithfully,


Dhirajlal D. Sanghavi
Practicing Company Secretary
Membership No. 3229

Witness:

1. Drashti Surti 
2. Ami Kankaria 

Place : Ahmedabad
Date : August 3, 2016