

12th September, 2015

BSE Limited Corporate Relations Department P J Towers, Dalal Street Mumbai - 400 001	National Stock Exchange of India Limited Listing Department, Exchange Plaza Bandra - Kurla Complex, Bandra (East) Mumbai - 400 001
<u>Scrip Code: 532300</u>	<u>NSE Symbol: WOCKPHARMA</u>

Dear Sirs,

Sub: Outcome of Annual General Meeting and Report pursuant to Clause 35A of the Listing Agreement

We wish to inform the Exchange that the 16th Annual General Meeting ('AGM') of the Company was duly held on Saturday, 12th September, 2015, at 10.00 a.m. at The Benchmark, Nakshatrawadi, Paithan Road, Aurangabad - 431 005 and the following resolutions were passed by the Members through E-voting and Poll at the AGM:

ORDINARY BUSINESS:

1. Adoption of:
 - a. the Audited Financial Statements of the Company for the year ended 31st March, 2015 together with the Board's Report and Report of Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2015 and the Report of Auditors thereon.
2. Declaration of dividend on Preference Shares at the rate of 0.01%, absorbing a sum of Rs. 2,98,557/-.
3. Confirmation of the payment of interim dividend aggregating to Rs. 20/- per Equity Share of Face Value of Rs. 5/- each (i.e. 400%) made during the financial year 2014-15.
4. Re-appointment of Dr. Murtaza Khorakiwala (DIN: 00102650) as Director, liable to retire by rotation.
5. Ratification of appointment of Haribhakti & Co. LLP, Chartered Accountants as the Statutory Auditors

SPECIAL BUSINESS:

6. Appointment of Ms. Tasneem Mehta as an Independent Director
7. Appointment of Mr. Baldev Raj Arora as an Independent Director
8. Ratification of remuneration payable to M/s. Kirit Mehta & Co., Cost Auditors for Financial Year 2015-16



9. Adoption of new set of Articles of Association of the Company pursuant to the provisions of the Companies Act, 2013

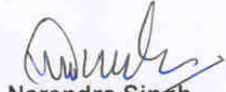
Please note that all the above resolutions were passed with requisite majority.

Further we are also enclosing herewith;

- a. Report pursuant to Clause 35A of the Listing Agreement in the prescribed format
- b. Consolidated Scrutinizer's Report on e-voting and poll

Thanking you,

For **Wockhardt Limited**



Narendra Singh
Company Secretary

Encl: As above

Report on Clause 35A of the Listing Agreement

Date of Annual General Meeting (AGM)	12 th September, 2015
Book Closure Dates	5 th September, 2015 to 12 th September, 2015 (Both days inclusive)
Total number of shareholders as on record date i.e. 5 th September, 2015	Equity - 72,723 Preference - 7

No. of Shareholders present in the meeting either in person or through proxy

Promoter and Promoter Group	8
Public	44

No. of Shareholders attended the meeting through video conferencing

Promoter and Promoter Group	Not arranged
Public	

Details of the Agenda:

The following businesses were transacted at the AGM

Mode of Voting: E-Voting and physical voting through Poll paper

Resolution No. 1 (Ordinary Resolution)

Adoption of (a) the Audited Financial Statements of the Company for the year ended 31st March, 2015 together with the Board's Report and Report of Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2015 and the Report of Auditors thereon.

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstand ing 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 & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public- institutional holders	1,41,46,676	96,62,203	68.30%	96,33,688	28,515	99.70%	0.30%



Public – others	1,43,62,345	7,05,258	4.91%	7,05,250	8	99.99%	0.01%
Total	11,04,94,403	9,23,52,843	83.58%	9,23,24,320	28,523	99.97%	0.03%

Resolution No. 2 (Ordinary Resolution):

Declaration of dividend on Preference Shares at the rate of 0.01% absorbing a sum of Rs. 298,557/-

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstand ng 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)]*1 00	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]*100
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public- institutional holders	1,41,46,676	99,50,953	70.34%	99,50,953	0	100.00%	0.00%
Public – others	1,43,62,345	7,05,258	4.91%	7,04,257	1,001	99.76%	0.24%
Total	11,04,94,403	9,26,41,593	83.84%	9,26,40,592	1,001	99.99%	0.01%

Resolution No. 3 (Ordinary Resolution):

Confirmation of payment of interim dividend aggregating to Rs. 20/- per Equity Share of Face Value of Rs. 5/- each (i.e. 400%) made during the financial year 2014-15

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstand ing shares	No. of Votes in favour	No. of Votes again st	% 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 & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public- institutional holders	1,41,46,676	99,50,953	70.34%	99,50,953	0	100.00%	0.00%
Public – others	1,43,62,345	7,05,258	4.91%	7,05,257	1	100.00%	0.00%
Total	11,04,94,403	9,26,41,593	83.84%	9,26,41,592	1	100.00%	0.00%



Resolution No. 4 (Ordinary Resolution):

Re-appointment of Dr. Murtaza Khorakiwala (DIN:00102650), Director, liable to retire by rotation

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan ding 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 & Promoter Group	8,19,85,382	8,10,97,757	98.92%	8,10,97,757	0	100.00%	0.00%
Public- institutional holders	1,41,46,676	99,50,953	70.34%	99,50,953	0	100.00%	0.00%
Public – others	1,43,62,345	7,05,258	4.91%	7,05,180	78	99.98%	0.02%
Total	11,04,94,403	9,17,53,968	83.03%	9,17,53,890	78	99.99%	0.01%

Note: Dr. H. F. Khorakiwala, Dr. Huzaifa Khorakiwala, Dr. Murtaza Khorakiwala and Ms. Nafisa Khorakiwala abstained from voting on this resolution.

Resolution No. 5 (Ordinary Resolution):

Ratification of appointment of Haribhakti & Co. LLP, Chartered Accountants as the Statutory Auditors

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstan ding 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 & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public - institutional holders	1,41,46,676	99,50,953	70.34%	94,21,731	5,29,222	94.68%	5.39%
Public – others	1,43,62,345	7,05,258	4.91%	7,05,020	238	99.94%	0.08%
Total	11,04,94,403	9,26,41,593	83.84%	92,112,133	5,29,460	99.43%	0.57%



Resolution No. 6 (Ordinary Resolution):

Appointment of Ms. Tasneem Mehta (DIN:05009664) as an Independent Director

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstand ing 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 & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public- institutional holders	1,41,46,676	99,50,953	70.34%	95,22,115	4,28,838	95.69%	4.31%
Public – others	1,43,62,345	7,05,258	4.91%	6,98,980	6,278	99.10%	0.90%
Total	11,04,94,403	9,26,41,593	83.84%	9,22,06,477	4,35,116	99.53%	0.47%

Resolution No.7 (Ordinary Resolution):

Appointment of Mr. Baldev Raj Arora (DIN: 00194168) as an Independent Director

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstand ing 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 & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public- institutional holders	1,41,46,676	99,50,953	70.34%	98,99,082	51,871	99.48%	0.52%
Public – others	1,43,62,345	7,05,208	4.91%	7,03,760	1,448	99.79%	0.21%
Total	11,04,94,403	9,26,41,543	83.84%	9,25,88,224	53,319	99.94%	0.06%



Resolution No. 8 (Ordinary Resolution):

Ratification of remuneration payable to Cost Auditors for the Financial Year 2015-16

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstand- ing 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)]*1 00	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]*100
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public - institutional holders	1,41,46,676	99,50,953	70.34%	98,99,082	51,871	99.48%	0.52%
Public – others	1,43,62,345	7,05,058	4.90%	7,05,042	16	99.99%	0.01%
Total	11,04,94,403	9,26,41,393	83.84%	9,25,89,506	51,887	99.94%	0.06%

Resolution No. 9 (Special Resolution):

Adoption of new set of Articles of Association of the Company pursuant to provisions of Companies Act, 2013

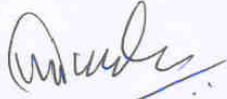
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstand ing shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]* 100	(7) = [(5)/(2)]*100
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public- institutional holders	1,41,46,676	99,50,953	70.34%	91,23,917	8,27,036	91.69%	8.31%
Public – others	1,43,62,345	7,05,258	4.91%	7,05,250	8	99.99%	0.01%
Total	11,04,94,403	9,26,41,593	83.84%	9,18,14,549	8,27,044	99.10%	0.90%



All the above resolutions mentioned in the Notice of the AGM as detailed above stand passed under remote E-voting and voting conducted at the AGM by way of Poll papers with the requisite majority

Thanking you,

For **Wockhardt Limited**



Narendra Singh
Company Secretary



Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,
Tardeo Main Road, Tardeo,
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattivirendra1945@yahoo.co.in

To
The Chairman
Wockhardt Limited

Sub: Scrutinizer's Report on the electronic voting and poll with respect to the resolutions included in the Notice of 16th Annual General Meeting of the Members of WOCKHARDT LIMITED (CIN:L24230MH1999PLC120720) held at The Benchmark, Nakshatrawadi, Paithan Road, Aurangabad- 431 005 on Saturday, 12th September, 2015 at 10.00 a.m.

Dear Sir,

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter referred to as 'the said rule') and in accordance with the Listing Agreement, the Board of Directors of Wockhardt Limited (hereinafter referred to as the '**Company**') has appointed me as the Scrutinizer for the Remote E-Voting process as well as to scrutinize the poll papers received from the members at the venue of the Annual General Meeting (AGM). I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular Number CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014 issued in this regard.

Report on Scrutiny:

- The Company has appointed Central Depository Services (India) Limited ('CDSL') as the Agency / Service Provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company. Link Intime India Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company.
- The Agency /Service Provider had provided an electronic voting system for e- voting by members on all items of the business (both Ordinary and Special business) sought to be transacted in the 16th Annual General Meeting (AGM) of the Company, which was held on Saturday, 12th September, 2015.
- The Agency / Service Provider had set up electronic voting facility through the website www.evotingindia.com. The RTA had uploaded all the items of the business to be transacted at the AGM on the website of CDSL to facilitate the members to cast their vote through Remote E-Voting.
- The cut-off date for the dispatch of the Notice of the Annual General Meeting (AGM) was 7th August, 2015 (Physical & Email) and as on that date, there were 66,377 members of the Company. RTA had sent Annual Report and the notice of the AGM containing inter-alia process and manner for availing e-voting facility by E-mail to 41,015 members whose Email ID were made available by the Depositories and for those members, holding in physical form, who had registered their Email ID with the RTA. In



respect of 25,362 members, whose Email IDs were not available, the Annual Report and notice of AGM were sent by Speed Post/ Registered Post. In respect of 4,836 bounce back cases, where transmissions through Email had failed, the Company had sent physical copies of Annual Report and the notice of the AGM by Speed Post/Registered Post.

- The Notice of AGM sent (both through Email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the said rule.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions was 5th September, 2015.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for three days from Wednesday, 9th September, 2015 at 9.00 a.m. to Friday, 11th September, 2015 at 5.00 p.m.
- The dispatch of the notice of AGM and Annual Report to the members in physical form was completed on 18th August, 2015 and by way of Email on 14th August, 2015.
- As prescribed in clause (v) of sub rule 4 of the said Rule, the Company also published an advertisement on 20th August, 2015 in "Business Standard" English newspaper having country-wide circulation and in Maharashtra in "Lokmat" newspaper in Marathi language on 21st August, 2015. The advertisement published in the newspapers included the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule.
- At the venue of the 16th AGM of the Company held on 12th September, 2015, the facility to vote through Poll Paper was made available to those members who were present at the meeting but who did not participate in the process of Remote E-voting to cast their vote.
- On 12th September, 2015, after counting of the votes conducted at the venue of the AGM through Poll paper, the votes cast through Remote E-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Prashant Kirtikar and Mr. Rohan Dudhagaonkar, who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule.
- 2 (two) Polling Boxes kept for the purpose of casting of votes were locked in my presence with due identification marks placed by me. After the voting by Poll was over, the Locked Polling Boxes were opened in my presence and in presence of two witnesses, as mentioned above, and Polling papers were diligently scrutinized. The Polling papers were reconciled with records maintained by the RTA of the Company and the authorizations/ proxies lodged with the Company. The Polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- Thereafter, I as a Scrutinizer duly compiled details of Remote E-voting and physical voting provided at the venue of the AGM by way of Poll paper.
- 245 persons voted through e-voting and poll.

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The results of the Remote E-voting together with that of the voting conduct at venue of the AGM by way of Poll papers are as under:

Details	Remote E-voting	Voting through poll paper	Total voting
Number of member who cast their votes	213	32	245
Total number of shares held by them	92,347,083	294,810	92,641,893
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and Physical Voting.

1) **Item No. 1 of the Notice (As an Ordinary Resolution)**

Adoption of:

- the Audited Financial Statements of the Company for the year ended 31st March, 2015 together with the Board's Report and Report of Auditors thereon; and
- the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2015 and the Report of Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	92,029,810	99.97	28,523	0.03	2,88,750	0
Physical Voting	294,510	100.00	0	0.00	0	300
TOTAL	92,324,320	99.97	28,523	0.03	2,88,750	300

The Votes cast in favour are more than the votes cast against the resolution.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	96,62,203	68.30%	96,33,688	28,515	99.70%	0.30%
Public- Others	1,43,62,345	7,05,258	4.91%	7,05,250	8	99.99%	0.01%
TOTAL	11,04,94,403	9,23,52,843	83.58%	9,23,24,320	28,523	99.97%	0.03%

D. B. M.

2) **Item No. 2 of the Notice (As an Ordinary Resolution)**

Declaration of dividend on Preference Shares at the rate of 0.01%, absorbing a sum of Rs. 2,98,557/-

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted No of shares	Invalid votes No. of shares
	No. of shares	%	No. of shares	%		
Remote E-Voting	9,23,46,082	99.99	1,001	0.01	0	0
Physical Voting	294,510	100.00	0	0.00	0	300
TOTAL	9,26,40,592	99.99	1,001	0.01	0	300

The Votes cast in favour are more than the votes cast against the resolution.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	99,50,953	0	100.00%	0.00%
Public- Others	1,43,62,345	7,05,258	4.91%	7,04,257	1,001	99.76%	0.24%
TOTAL	11,04,94,403	9,26,41,593	83.84%	9,26,40,592	1,001	99.99%	0.01%

3) **Item No. 3 of the Notice (As an Ordinary Resolution)**

Confirmation of the payment of interim dividend aggregating to Rs. 20/- per Equity Share of Face Value of Rs. 5/- each (i.e. 400%) made during the financial year 2014-15.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted No of shares	Invalid votes No. of shares
	No. of shares	%	No. of shares	%		
Remote E-Voting	9,23,47,082	100.00	1	0.00	0	0
Physical Voting	294,510	100.00	0	0.00	0	300
TOTAL	9,26,41,592	100.00	1	0.00	0	300

The Votes cast in favour are more than the votes cast against the resolution.

U. B. Bhanu

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	99,50,953	0	100.00%	0.00%
Public- Others	1,43,62,345	7,05,258	4.91%	7,05,257	1	100.00%	0.00%
TOTAL	11,04,94,403	9,26,41,593	83.84%	9,26,41,592	1	100.00%	0.00%

4) Item No. 4 of the Notice (As an Ordinary Resolution)

Appointment of a Director in place of Dr. Murtaza Khorakiwala (DIN: 00102650), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	9,14,59,380	99.99	78	0.01	8,87,625	0
Physical Voting	2,94,510	100.00	0	0.00	0	300
TOTAL	9,17,53,890	99.99	78	0.01	8,87,625	300

The Votes cast in favour are more than the votes cast against the resolution.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,10,97,757	98.92%	8,10,97,757	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	99,50,953	0	100.00%	0.00%
Public Others	1,43,62,345	7,05,258	4.91%	7,05,180	78	99.98%	0.02%
TOTAL	11,04,94,403	9,17,53,968	83.03%	9,17,53,890	78	99.99%	0.01%

Note: Dr. H. F. Khorakiwala, Dr. Huzaifa Khorakiwala, Dr. Murtaza Khorakiwala and Ms. Nafisa Khorakiwala abstained from voting on this resolution.

H. F. Khorakiwala

5) Item No. 5 of the Notice (As an Ordinary Resolution)

Ratification of appointment of Haribhakti & Co. LLP, Chartered Accountants as the Statutory Auditors

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	9,18,17,623	99.43	5,29,460	0.57	0	0
Physical Voting	294,510	100.00	0	0.00	0	300
TOTAL	9,21,12,133	99.43	5,29,460	0.57	0	300

The Votes cast in favour are more than the votes cast against the resolution.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	94,21,731	5,29,222	94.68%	5.39%
Public- Others	1,43,62,345	7,05,258	4.91%	7,05,020	238	99.94%	0.08%
TOTAL	11,04,94,403	9,26,41,593	83.84%	92,112,133	5,29,460	99.43%	0.57%

6) Item No. 6 of the Notice (As an Ordinary Resolution)

Appointment of Ms. Tasneem Mehta as an Independent Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	9,19,17,967	99.54	4,29,116	0.46	0	0
Physical Voting	2,88,510	97.96	6,000	2.04	0	300
TOTAL	9,22,06,477	99.53	4,35,116	0.47	0	300

The Votes cast in favour are more than the votes cast against the resolution.

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Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	95,22,115	4,28,838	95.69%	4.31%
Public- Others	1,43,62,345	7,05,258	4.91%	6,98,980	6,278	99.10%	0.90%
TOTAL	11,04,94,403	9,26,41,593	83.84%	9,22,06,477	4,35,116	99.53%	0.47%

7) Item No. 7 of the Notice (As an Ordinary Resolution)

Appointment of Mr. Baldev Raj Arora as an Independent Director

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted No of shares	Invalid votes No. of shares
	No. of shares	%	No. of shares	%		
Remote E-Voting	9,22,94,914	99.94	52,119	0.06	50	0
Physical Voting	2,93,310	99.59	1,200	0.41	0	300
TOTAL	9,25,88,224	99.94	53,319	0.06	50	300

The Votes cast in favour are more than the votes cast against the resolution.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	98,99,082	51,871	99.48%	0.52%
Public Others	1,43,62,345	7,05,208	4.91%	7,03,760	1,448	99.79%	0.21%
TOTAL	11,04,94,403	9,26,41,543	83.84%	9,25,88,224	53,319	99.94%	0.06%

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8) Item No. 8 of the Notice (As an Ordinary Resolution)

Ratification of remuneration payable to Cost Auditors for the Financial Year 2015-16

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	9,22,94,996	99.94	51,887	0.06	200	0
Physical Voting	294,510	100.00	0	0.00	0	300
TOTAL	9,25,89,506	99.94	51,887	0.06	200	300

The Votes cast in favour are more than the votes cast against the resolution.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	98,99,082	51,871	99.48%	0.52%
Public-Others	1,43,62,345	7,05,058	4.90%	7,05,042	16	99.99%	0.01%
TOTAL	11,04,94,403	9,26,41,393	83.84%	9,25,89,506	51,887	99.94%	0.06%

9) Item No. 9 of the Notice (As a Special Resolution)

Adoption of new set of Articles of Association of the Company pursuant to the provisions of the Companies Act, 2013

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Not Voted	Invalid votes
	No. of shares	%	No. of shares	%	No of shares	No. of shares
Remote E-Voting	9,15,20,039	99.10	8,27,044	0.90	0	0
Physical Voting	2,94,510	100.00	0	0.00	0	300
TOTAL	9,18,14,549	99.10	8,27,044	0.90	0	300

The Votes cast in favour are more than the votes cast against the resolution.

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Table showing Bifurcations of Promoters, Financial Institutions and Others:

Promoter/ Public	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
Promoter & Promoter Group	8,19,85,382	8,19,85,382	100.00%	8,19,85,382	0	100.00%	0.00%
Public Institutional Holders	1,41,46,676	99,50,953	70.34%	91,23,917	8,27,036	91.69%	8.31%
Public- Others	1,43,62,345	7,05,258	4.91%	7,05,250	8	99.99%	0.01%
TOTAL	11,04,94,403	9,26,41,593	83.84%	9,18,14,549	8,27,044	99.10%	0.90%

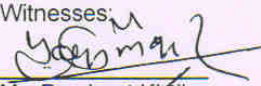
All the Resolutions mentioned in the Notice of AGM as detailed above stand passed under Remote E-Voting and voting conducted at AGM by way of Poll Papers with the requisite majority on the date of the AGM.

I hereby confirm that I am maintaining the Registers received from the Agency/ Service Provider both electronically and manually, in respect of the votes cast through Remote E-Voting and voting conducted at the AGM by way of Poll Papers by the Members of the Company. The Poll Papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes.

Thanking You,



Virendra Bhatt
ACS- 1157
COP-124

Place: Aurangabad
Date: 12th September, 2015

Witnesses:

Mr. Prashant Kirtikar


Mr. Rohan Dudhagaonkar

Countersigned

For Wockhardt Limited

Narendra Singh
Company Secretary