

8<sup>th</sup> June, 2018

<b>BSE Limited</b> P J Towers, Dalal Street Mumbai 400 001  <b><u>Scrip Code: 532300</u></b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex, Bandra (E), Mumbai 400 051  <b><u>NSE Symbol: WOCKPHARMA</u></b>
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Dear Sir / Madam,

**Sub: Combined Voting Results of Postal Ballot (Remote E-voting and Postal Ballot Forms) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We wish to inform you that the Postal Ballot was conducted by the Company for seeking approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,500 crore.

The above Special Resolution has been approved by the Members of the Company with requisite majority.

The resolution is deemed to have been passed on the last date for receipt of duly completed Postal Ballot Forms and Remote E-voting i.e. on 8<sup>th</sup> June, 2018.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the combined voting results of the Postal Ballot (through Remote E-voting and Postal Ballot Forms) in the prescribed format along with the copy of the Scrutinizer's Report are enclosed herewith. The same will also be made available on the Company's website at [www.wockhardt.com](http://www.wockhardt.com).

Kindly take the above information on record.

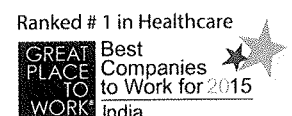
Thanking You,

For **Wockhardt Limited**



**Narendra Singh**  
Company Secretary



**Encl: As above**





**DETAILS OF VOTING RESULTS**

**AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of the <del>AGM/EGM</del> Declaration of Voting Results of Postal Ballot	8 <sup>th</sup> June, 2018
Total number of shareholders as on record cut-off date (as on 4 <sup>th</sup> May, 2018)	1,00,779
No. of shareholders <del>present in the meeting either in person or through proxy</del> who casted their votes	
• Promoters and Promoter Group	12
• Public	1,083
No. of shareholders attended the meeting through Video Conferencing	Not Applicable
• Promoters and Promoter Group	
• Public	

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**SPECIAL BUSINESS**

- 1) Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,500 crore

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		Dr. H. F. Khorakiwala and Dr. Murtaza Khorakiwala, Directors of the Company (including their relatives) may be deemed to be interested in the passing of this resolution to the extent of their interest as member / promoter / director in Khorakiwala Holdings and Investments Private Limited (KHIPL) as part of the proceeds of the Issue is also proposed to be utilised for redemption of existing preference shares of the Company which includes existing preference shares held by KHIPL.						
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	E-Voting	<b>8,19,85,382</b>	8,19,85,382	100.00	8,19,85,382	0	100.00	0.00
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.00	0	0	0.00	0
	<b>Total</b>		<b>8,19,85,382</b>	<b>100.00</b>	<b>8,19,85,382</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting	<b>1,18,20,930</b>	79,87,817	67.57	26,34,694	53,53,123	32.98	67.02
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>79,87,817</b>	<b>67.57</b>	<b>26,34,694</b>	<b>53,53,123</b>	<b>32.98</b>	<b>67.02</b>
Public - Non Institutions	E-Voting	<b>1,68,24,141</b>	33,426	0.20	30,068	3,358	89.95	10.05
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		4,35,665	2.59	4,32,565	3,100	99.29	0.71
	<b>Total</b>		<b>4,69,091</b>	<b>2.79</b>	<b>4,62,633</b>	<b>6,458</b>	<b>98.62</b>	<b>1.38</b>
<b>Total</b>		<b>11,06,30,453</b>	<b>9,04,42,290</b>	<b>81.75</b>	<b>8,50,82,709</b>	<b>53,59,581</b>	<b>94.07</b>	<b>5.93</b>

**Notes:**

- The votes polled does not include invalid and abstained voting.
- The above resolution is passed with requisite majority.



Ranked #1 in Healthcare



# Virendra G. Bhatt

Company Secretary

Office :

Office No. 03, A Wing, 9th Floor,  
Pinnacle Corporate Park,  
BKC CST Link Rd., MMRDA Area,  
Bandra Kurla Complex,  
Bandra East, Mumbai - 400 051.  
Tel. : 022 - 2652 9367  
Mobile : +91 - 98200 48670  
e-mail : bhattvirendra1945@yahoo.co.in

Date: 8<sup>th</sup> June, 2018

To,  
**THE CHAIRMAN**  
**WOCKHARDT LIMITED**  
Global Headquarters,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051

**Subject: Scrutinizer's Report under Sections 108 and 110 of the Companies Act, 2013 for voting by Equity shareholders through Postal Ballot & Remote e-voting.**

The Board of Directors of Wockhardt Limited (hereinafter referred to as the 'Company') at its meeting held on 4<sup>th</sup> May, 2018 has appointed me as the Scrutinizer for the Postal Ballot/Remote Electronic Voting ('e-voting') pursuant to Sections 108 and 110 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions, if any, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), for the Resolution(s) in respect of the matter(s) as set out in the Notice of Postal Ballot proposed to be transacted by way of postal ballot / e-voting.

## Report on Scrutiny

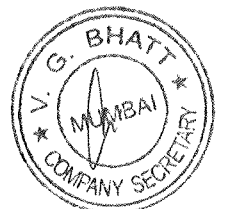
- The Company had appointed National Securities Depository Limited ('NSDL') as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Link Intime India Private Limited is the Registrar and Transfer Agents of the Company.
- The cut-off date for determining members for the dispatch of the Notice of Postal Ballot was Friday, 4<sup>th</sup> May, 2018 (Physical & E-mail) and as on that date, there were 1,00,779 members of the Company. The Company had sent the Notice of Postal Ballot along with Postal Ballot Form by E-mail to 75,737 cases whose E-mail ID were registered with the Company/RTA. However, amongst 75,737 E-mail cases, the Company received 4,027 e-mails as bounced-back, for which Notice of Postal Ballot, Postal Ballot Form along with postage pre-paid self-addressed envelope in physical form were sent separately by speed post / registered post. There were 25,042 cases, whose



E-mail ID were not registered with the Company/RTA, for which the Company had sent the Notice of Postal Ballot, Postal Ballot Form along with postage pre-paid self-addressed envelope in physical form by speed post / registered post.

In view of this, Notice of the Postal Ballot and Postal Ballot Form were sent through E-mail to 71,710 shareholders; and Notice of Postal Ballot and Postal Ballot Form along with postage pre-paid self-addressed envelope in physical form by speed post / registered post to 29,069 shareholders.

- The Company completed the dispatch of the Notice of Postal Ballot through/by e-mail and physical form to the members on 9<sup>th</sup> May, 2018.
- The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- The cut-off date for the purposes of identifying the members who will be entitled to vote on the resolutions placed for approval of the members was Friday, 4<sup>th</sup> May, 2018.
- The remote e-voting facility was kept open from Thursday, 10<sup>th</sup> May, 2018 at 9:00 a.m. (IST) to Friday, 8<sup>th</sup> June, 2018 at 5:00 p.m. (IST).
- As prescribed in clause (v) of sub-rule (4) of Rule 20 read with sub-rule (3) of Rule 22 of the Companies (Management and Administration Rules), 2014, as amended from time to time, the Company also released an advertisement in 'Business Standard' in English language having country-wide circulation dated 10<sup>th</sup> May, 2018 and in 'Lokmat, Aurangabad', in Marathi language dated 10<sup>th</sup> May, 2018. The notice published in the Newspapers carried the information as specified under the said Rules.
- The votes were unblocked on Friday, 8<sup>th</sup> June, 2018 after 5.00 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company.
- All postal ballot forms received up to Friday, 8<sup>th</sup> June, 2018, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. All votes cast on NSDL remote e-voting platform up to 5.00 p.m. on Friday, 8<sup>th</sup> June, 2018 were considered for my scrutiny.
- The postal ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- Envelopes containing postal ballot forms returned undelivered were also not opened and they were kept separately.



**The combined results of the Remote e-voting together with voting conducted by Postal Ballot are as under:**

Details	Remote E-voting	Postal Ballot	Total voting
Number of members who cast their votes	443	652	1095
Total number of shares held by them	90027708	454995	90482703
Valid votes	As per details provided in the Resolution(s) mentioned hereunder.		
Invalid votes	As per details provided in the Resolution(s) mentioned hereunder.		

Note: Percentage of votes cast in favour or against the resolution(s) are calculated based on the valid votes cast through remote e-voting and physical postal ballot.

**Item of the Notice (As a Special Resolution)**

Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,500 crore.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	90027708	21083	90006625	84650144	-	5356481	-
Postal Ballot	454995	19330	435665	432565	-	3100	-
<b>Total</b>	<b>90482703</b>	<b>40413</b>	<b>90442290</b>	<b>85082709</b>	<b>94.07</b>	<b>5359581</b>	<b>5.93</b>

**Table showing Bifurcations of Promoters, Financial Institutions and Others for Item of Notice - As per Annexure A**



The Resolution mentioned in the Notice as per the details given above stand passed under remote e-voting and voting conducted by postal ballot with the requisite majority.



I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through remote e-voting and voting conducted by postal ballot by the members of the Company. The postal ballot papers and all other relevant records relating to remote e-voting and physical Postal Ballot are under my safe custody and will be handed to the Company Secretary for safe keeping.

Thanking You,

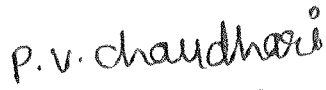
Yours Faithfully

  
  
Virendra Bhatt  
ACS- 1157  
COP-124

Date: 8<sup>th</sup> June, 2018  
Place: Mumbai

Witnesses:

  
Vishwas Y Salvi

  
Parbat V. Chaudhari

Countersigned and received the Report

For Wockhardt Limited

  
Chairman

Date: 8<sup>th</sup> June, 2018  
Place: Mumbai

## Annexure-A

**Wockhardt Limited**

Resolution required: (Ordinary / Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			Dr. H. F. Khorakiwala and Dr. Murtaza Khorakiwala, Directors of the Company (including their relatives) may be deemed to be interested in the passing of this resolution to the extent of their interest as member / promoter / director in Khorakiwala Holdings and Investments Private Limited (KHIPL) as part of the proceeds of the Issue is also proposed to be utilised for redemption of existing preference shares of the Company which includes existing preference shares held by KHIPL.					
Description of resolution considered			Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ("QIP") to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,500 crore					
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	E-Voting	81985382	81985382	100.00	81985382	0	100.00	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		81985382	100.00	81985382	0	100.00	0
Public Institutions	E-Voting	11820930	7987817	67.57	2634694	5353123	32.98	67.02
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		7987817	67.57	2634694	5353123	32.98	67.02
Public Non-Institutions	E-Voting	16824141	33426	0.20	30068	3358	89.95	10.05
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		435665	2.59	432565	3100	99.29	0.71
	Total		469091	2.79	462633	6458	98.62	1.38
<b>Total</b>		<b>110630453</b>	<b>90442290</b>	<b>81.75</b>	<b>85082709</b>	<b>5359581</b>	<b>94.07</b>	<b>5.93</b>