

16th March, 2020

BSE Limited P J Towers, Dalal Street Mumbai - 400 001 <u>Scrip Code: 532300</u>	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 <u>NSE Symbol: WOCKPHARMA</u>
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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 the approval of the Shareholder of the Company for transfer the Business Undertaking, a division of the Company, to Dr. Reddy's Laboratories Limited under Section 180(1)(a) of the Companies Act, 2013.

The above matter/ resolution has been approved by the Members of the Company with requisite majority today.

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 16th March, 2020.

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 and on the website of NSDL.

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 AGM/EGM declaration of Voting Results of Postal Ballot	16 th March, 2020
Total number of shareholders as on record cut-off date (as on 12 th February, 2020)	1,14,841
No. of shareholders present in the meeting either in person or through proxy who casted their votes	
• Promoters and Promoter Group [#]	16
• Public	951
No. of shareholders attended the meeting through Video Conferencing	Not Applicable
• Promoters and Promoter Group	
• Public	

[#] There are total 12 promoters/ promoters entities who are holding equity shares in the Company. However, there are some promoter entities who are holding more than one demat account, accordingly number of shareholders under Promoters and Promoter Group are appearing as 16.




SPECIAL BUSINESS

Approval for transfer of the Business Undertaking, a division of the Company, to Dr. Reddy's Laboratories Limited under Section 180(1)(a) of the Companies Act, 2013

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the resolution?			No					
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	79878676	79878676	100.0000	79878676	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		79878676	100.0000	79878676	0	100.0000	0.0000
Public Institutions	E-Voting	6362302	5007115	78.6997	5007115	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5007115	78.6997	5007115	0	100.0000	0.0000
Public Non Institutions	E-Voting	24494025	95563	0.3901	90323	5240	94.5167	5.4833
	Postal Ballot		304364	1.2426	297861	6503	97.8634	2.1366
	Total		399927	1.6327	388184	11743	97.0637	2.9363
Total		110735003	85285718	77.0178	85273975	11743	99.9862	0.0138

Notes:

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



Virendra 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 / 68

Mobile : +91 - 98200 48670

E-mail : bhattvirendra1945@yahoo.co.in

Date: 16th March, 2020

To,

The Chairman/ Company Secretary

Wockhardt Limited

Global Headquarters,

Bandra-Kurla Complex,

Bandra (East), Mumbai - 400 051

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

The Board of Directors of **Wockhardt Limited** (hereinafter referred to as "**the Company**") at its meeting held on Wednesday, 12th February, 2020 has appointed me as the Scrutinizer for the Postal Ballot and Remote Electronic Voting ('e-voting') pursuant to Sections 108 and 110 of the Companies Act, 2013 (**'the Act'**) read with Rule 20 and Rule 22 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 in respect of the matter as set out in the Notice of Postal Ballot proposed to be transacted by way of postal ballot and 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.nsd.com and the same has been provided by NSDL.
- Link Intime India Private Limited is the Registrar and Transfer Agent of the Company.
- NSDL had provided a system for recording the votes of the Members casted electronically.



- The cut-off date for determining members for the dispatch of the Notice of Postal Ballot was Wednesday, 12th February, 2020 (Physical & E-mail) and as on that date, there were 114841 members of the Company. The Company had sent the Notice of Postal Ballot along with Postal Ballot Form by E-mail to 91125 cases whose E-mail ID were registered with the Company / RTA. However, amongst 91125 Email cases, the Company received 3988 E-mails as bounced-back, for which Notice of Postal Ballot and Postal Ballot Form along with postage pre-paid self-addressed envelope in physical form were sent separately by speed post / registered post. There were 23716 cases, whose E-mail ID were not registered with the Company / RTA, for which the Company had sent the Notice of Postal Ballot and Postal Ballot Form along with postage pre-paid self-addressed envelope in physical form by speed post / registered post.
- The Company has completed the dispatch of the Notice of Postal Ballot through / by E-mail on 14th February, 2020 and physical form to the members on 15th February, 2020.
- 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 resolution placed for approval of the Members was Wednesday, 12th February, 2020.
- The remote e-voting facility was kept open from Sunday, 16th February, 2020 at 9.00 a.m. (IST) to Monday, 16th March, 2020 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 16th February, 2020 and in 'Lokmat', Aurangabad in Marathi language dated 16th February, 2020. The notice published in the Newspapers carried the information as specified under the said Rules.
- The votes were unblocked on Monday, 16th March, 2020 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 Monday, 16th March, 2020 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 upto 5.00 p.m. (IST) on Monday, 16th March, 2020 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	376	591	967
Total number of shares held by them	84981374	321601	85302975
Valid votes	As per details provided in the Resolution mentioned hereunder.		
Invalid votes	As per details provided in the Resolution 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 Ballot Papers.



Item of Special Business (As a Special Resolution)

Approval for transfer of the Business Undertaking, a division of the Company, to
Dr. Reddy's Laboratories Limited under Section 180(1)(a) of the Companies Act, 2013

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of Resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	No.	%	No.	%
E-Voting	84981374	20	84981354	84976114	-	5240	-
Postal Ballots	321601	17237	304364	297861	-	6503	-
Total	85302975	17257	85285718	85273975	99.99	11743	0.01

The Result of the E voting and Postal Ballot is as under:

Whether promoter/ promoter group are interested in the resolution?			No					
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
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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 G. Bhatt

ACS No.: 1157

COP No.: 124




UDIN: A001157A000611745


Date: 16th March, 2020

Place: Mumbai

Witnesses:



Vishwas Salvi



Amruta Samant

**Countersigned and received the Report
For Wockhardt Limited**


Narendra Singh
Company Secretary
F4853

Date: 16th March, 2020

Place: Mumbai