

16th March, 2018

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 approval of the Members of the Company through Special Resolution to give loans or to give guarantee(ies) or to provide security(ies) or to make investment(s) upto Rs. 6,000 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 15th March, 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.

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, 2018
Total number of shareholders as on record cut-off date (as on 2 nd February, 2018)	1,01,626
No. of shareholders present in the meeting either in person or through proxy who casted their votes	
<ul style="list-style-type: none"> • Promoters and Promoter Group 	12
<ul style="list-style-type: none"> • Public 	1,040
No. of shareholders attended the meeting through Video Conferencing	Not Applicable
<ul style="list-style-type: none"> • Promoters and Promoter Group 	
<ul style="list-style-type: none"> • Public 	



SPECIAL BUSINESS

- 1) To give loans or to give guarantee(ies) or to provide security(ies) or to make investment(s) upto Rs. 6,000 crore

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/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]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	8,19,85,382	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
	Total		8,19,85,382	100.00	8,19,85,382	0	100.00	0.00
Public-Institutions	E-Voting	1,10,01,523	72,75,222	66.13	24,62,437	48,12,785	33.85	66.15
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		72,75,222	66.13	24,62,437	48,12,785	33.85	66.15
Public - Non Institutions	E-Voting	1,76,09,923	31,530	0.18	24,313	7,217	77.11	22.89
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		3,58,907	2.04	3,50,568	8,339	97.68	2.32
	Total		3,90,437	2.22	3,74,881	15,556	96.02	3.98
Total		11,05,96,828	8,96,51,041	81.06	8,48,22,700	48,28,341	94.61	5.39

Notes:

- The votes polled does not include invalid and abstained voting.
- Public-Non Institutions category includes underlying shares issued by the Company and held as GDR's.
- The above resolution is passed with requisite majority.



Ranked # 1 in Healthcare



Virendra G. Bhatt

Company Secretary

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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 : bhattivirendra1945@yahoo.co.in

Date: 16th March, 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 29th January, 2018 had 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.
- 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, 2nd February, 2018 (Physical & E-mail) and as on that date, there were 1,01,626 members of the Company. The Company had sent the Notice of Postal Ballot along with Postal Ballot Form and e-voting details by E-mail to 75,772 cases whose E-mail ID were registered with the Company/RTA and In respect of 25,854 cases, the Company had sent Notice of the Postal Ballot, Postal Ballot Form along with self-addressed pre-paid postage in physical form by speed post / registered post.



- The Company completed the dispatch of the Notice of Postal Ballot through/by email and physical form to the members on 13th February, 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, 2nd February, 2018.
- The remote e-voting facility was kept open from Wednesday, 14th February, 2018 at 9:00 a.m.(IST) to Thursday, 15th March, 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 14th February, 2018 and in 'Lokmat, Aurangabad', in Marathi language dated 14th February, 2018. The notice published in the Newspapers carried the information as specified under the said Rules.
- The votes were unblocked on Thursday, 15th March, 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 Thursday, 15th March, 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 Thursday, 15th March, 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	349	703	1052
Total number of shares held by them	89304097	375196	89679293
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)

To give loans or to give guarantee(ies) or to provide security(ies) or to make investment(s) upto Rs. 6,000 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	89304097	11963	89292134	84472132	-	4820002	-
Postal Ballot	375196	16289	358907	350568	-	8339	-
Total	89679293	28252	89651041	84822700	94.61	4828341	5.39

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: 16th March, 2018
Place: Mumbai

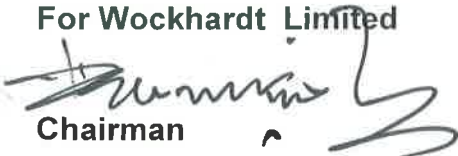
Witnesses:


Vishwas Y. Salvi


Parbat V. Chaudhari

Countersigned and received the Report

For Wockhardt Limited


Chairman

Date: 16th March, 2018
Place: Mumbai

Wockhardt Limited

Resolution required: (Ordinary / Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To give loans or to give guarantee(ies) or to provide security(ies) or to make investment(s) upto Rs. 6,000 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	81985382	0	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		81985382	100	81985382	0	100	0
Public Institutions	E-Voting	11001523	7275222	66.13	2462437	4812785	33.85	66.15
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		7275222	66.13	2462437	4812785	33.85	66.15
Public Non-Institutions	E-Voting	17609923	31530	0.18	24313	7217	77.11	22.89
	Poll		-	-	-	-	-	-
	Postal Ballot		358907	2.04	350568	8339	97.68	2.32
	Total		390437	2.22	374881	15556	96.02	3.98
Total		110596828	89651041	81.06	84822700	4828341	94.61	5.39

