Aarti Drugs Limited
Manufacturers of : Bulk Drugs & Chemicals

Corporate Office : Mahendra Industrial Estate,
Ground Floor, Plot No. 109-D, Road No. 29,
Sion (East), Mumbai - 400 022. (India)
Tel.: 022-2407 2249 / 2401 9025 (30 Lines)
Fax: 022-2407 3462 / 2407 0144
Email: audit@aartidrugs.com
website: www.aartidrugs.com
CIN No.: L37060MH1984PLC055433

Ref. No : ADL/SE/2-M/2015
Date : 17th August, 2015

To, The Department of Corporate Services BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. SCRIP CODE: 524348	To, The Secretary The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. SYMBOL: AARTIDRUGS

Dear Sir/Madam,

Re: Clause No. 35A of the listing agreement with National Stock Exchange Limited and BSE Limited- Voting Results for matters approved at AGM held on 14/08/2015.

With reference to the above, we submit the results of the voting conducted by e-voting through NSDL in the format prescribed under Clause 35A of the Equity Listing Agreement.

Mr. Sunil M. Dedhia, Practicing Company Secretary, was appointed by the Company as Scrutinizer in respect of e-voting. Scrutinizer has submitted his report on the voting through the above voting process. Based on the report submitted by the Scrutinizer, the Chairman of the Company has declared the results of voting on the resolutions duly passed at the said AGM as follows:

In accordance with the clause no. 35 A of the Listing Agreement, we write to inform you that the Members of the Company at the Annual General Meeting held on 14th August, 2015 transacted the following business.

Sr. No.	Description	Particulars
A.	Date of AGM	14th August, 2015
B.	Book - Closure Date	7th August, 2015 to 14th August, 2015 (Both days inclusive)
C.	Total No. of Shareholder on record date	15441
D.	No. of Shareholders present in the meeting either in person or through proxy.	
	Shareholders	Total
	Promoter & Promoter Group	5
	Public	29
	Total	34

No Shareholders attended the meeting through Video Conferencing as the same is not yet mandatory and was not arranged. The Poll was conducted
Results of the remote resolutions passed by remote e-voting and ballot paper at the AGM are given in the **Annexure** annexed hereto along with copies of the Scrutinizers' Reports thereon.

Please take the above on your record.

Thanking You,

Yours Sincerely,
For **AARTI DRUGS LIMITED**

SUNNY D. PAGARE
COMPANY SECRETARY & COMPLIANCE OFFICER
Encl: Annexure

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (e-Voting)								
Resolution 1								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	50	14436537	14209255	98.425647	14209255	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	48	9225784	1930270	20.922558	1930263	7	99.999637	0.000363
Total	**100**	**24217100**	**16624144**	**68.646304**	**16624137**	**7**	**99.999958**	**0.000042**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (e-Voting)								
Resolution 2								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	50	14436537	14209255	98.425647	14209255	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	47	9225784	1930250	20.922341	1930250	0	100.000000	0.000000
Total	**99**	**24217100**	**16624124**	**68.646221**	**16624124**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (e-Voting)								
Resolution 3								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	50	14436537	14209255	98.425647	14209255	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	47	9225784	1930250	20.922341	1930250	0	100.000000	0.000000
Total	**99**	**24217100**	**16624124**	**68.646221**	**16624124**	**0**	**100.000000**	**0.000000**

For Aarti Drugs Limited

Company Secretary

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (e-Voting)								
Resolution 4								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	50	14436537	14209255	98.425647	14209255	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	47	9225784	1930250	20.922341	1930250	0	100.000000	0.000000
Total	**99**	**24217100**	**16624124**	**68.646221**	**16624124**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (e-Voting)								
Resolution 5								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	50	14436537	14209255	98.425647	14209255	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	44	9225784	1929985	20.919469	1929479	506	99.973782	0.026218
Total	**96**	**24217100**	**16623859**	**68.645127**	**16623353**	**506**	**99.996956**	**0.003044**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (e-Voting)								
Resolution 6								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	50	14436537	14209255	98.425647	14209255	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	47	9225784	1930250	20.922341	1930244	6	99.999689	0.000311
Total	**99**	**24217100**	**16624124**	**68.646221**	**16624118**	**6**	**99.999964**	**0.000036**

For Aarti Drugs Limited

Company Secretary

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical and e-Voting)								
Resolution 1								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	51	14436537	14322895	99.212817	14322895	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	54	9225784	1937729	21.003407	1937722	7	99.999639	0.000361
Total	**107**	**24217100**	**16745243**	**69.146359**	**16745236**	**7**	**99.999958**	**0.000042**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical and e-Voting)								
Resolution 2								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	51	14436537	14322895	99.212817	14322895	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	53	9225784	1937709	21.003191	1937709	0	100.000000	0.000000
Total	**106**	**24217100**	**16745223**	**69.146277**	**16745223**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical and e-Voting)								
Resolution 3								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	51	14436537	14322895	99.212817	14322895	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	53	9225784	1937709	21.003191	1937709	0	100.000000	0.000000
Total	**106**	**24217100**	**16745223**	**69.146277**	**16745223**	**0**	**100.000000**	**0.000000**

For Aarti Drugs Limited

Company Secretary

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical and e-Voting)								
Resolution 4								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	51	14436537	14322895	99.212817	14322895	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	53	9225784	1937709	21.003191	1937709	0	100.000000	0.000000
Total	**106**	**24217100**	**16745223**	**69.146277**	**16745223**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical and e-Voting)								
Resolution 5								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	51	14436537	14322895	99.212817	14322895	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	50	9225784	1937444	21.000318	1936938	506	99.973883	0.026117
Total	**103**	**24217100**	**16744958**	**69.145183**	**16744452**	**506**	**99.996978**	**0.003022**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical and e-Voting)								
Resolution 6								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	51	14436537	14322895	99.212817	14322895	0	100.000000	0.000000
Public – Institutional holders	2	554779	484619	87.353523	484619	0	100.000000	0.000000
Public-Others	53	9225784	1937709	21.003191	1937703	6	99.999690	0.000310
Total	**106**	**24217100**	**16745223**	**69.146277**	**16745217**	**6**	**99.999964**	**0.000036**

For Aarti Drugs Limited

Company Secretary

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical)								
Resolution 1								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	14436537	113640	0.787169	113640	0	100.000000	0.000000
Public – Institutional holders	0	554779	0	0.000000	0	0	0.000000	0.000000
Public-Others	6	9225784	7459	0.080849	7459	0	100.000000	0.000000
Total	**7**	**24217100**	**121099**	**0.500056**	**121099**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical)								
Resolution 2								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	14436537	113640	0.787169	113640	0	100.000000	0.000000
Public – Institutional holders	0	554779	0	0.000000	0	0	0.000000	0.000000
Public-Others	6	9225784	7459	0.080849	7459	0	100.000000	0.000000
Total	**7**	**24217100**	**121099**	**0.500056**	**121099**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical)								
Resolution 3								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	14436537	113640	0.787169	113640	0	100.000000	0.000000
Public – Institutional holders	0	554779	0	0.000000	0	0	0.000000	0.000000
Public-Others	6	9225784	7459	0.080849	7459	0	100.000000	0.000000
Total	**7**	**24217100**	**121099**	**0.500056**	**121099**	**0**	**100.000000**	**0.000000**

For Aarti Drugs Limited

Company Secretary

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical)								
Resolution 4								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	14436537	113640	0.787169	113640	0	100.000000	0.000000
Public – Institutional holders	0	554779	0	0.000000	0	0	0.000000	0.000000
Public-Others	6	9225784	7459	0.080849	7459	0	100.000000	0.000000
Total	**7**	**24217100**	**121099**	**0.500056**	**121099**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical)								
Resolution 5								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	14436537	113640	0.787169	113640	0	100.000000	0.000000
Public – Institutional holders	0	554779	0	0.000000	0	0	0.000000	0.000000
Public-Others	6	9225784	7459	0.080849	7459	0	100.000000	0.000000
Total	**7**	**24217100**	**121099**	**0.500056**	**121099**	**0**	**100.000000**	**0.000000**

AARTI DRUGS LIMITED (CIN : L37060MH1984PLC055433)								
Clause 35A (Physical)								
Resolution 6								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	14436537	113640	0.787169	113640	0	100.000000	0.000000
Public – Institutional holders	0	554779	0	0.000000	0	0	0.000000	0.000000
Public-Others	6	9225784	7459	0.080849	7459	0	100.000000	0.000000
Total	**7**	**24217100**	**121099**	**0.500056**	**121099**	**0**	**100.000000**	**0.000000**

For Aarti Drugs Limited

Company Secretary

CS Sunil M. Dedhia
B. Com., A.C.A., F.C.S.

Sunil M. Dedhia & Co.
Company Secretaries
402, KamlaDevi Apartment,
Principal N.M.Kale Marg,
Dadar(W), Mumbai 400 028
Phone : 24306166
Cell : 98217 59793
E-mail : **sunil@sunildedhia.com**

REPORT OF SCRUTINIZER (Combined)

August 17, 2015

To: The Chairman of
30th Annual General Meeting of
the members of Aarti Drugs Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 402, Kamladevi Apartment, N. M. Kale Marg, Agar Bazar, Dadar(West), Mumbai - 400028, was appointed as a Scrutinizer, for the agenda items including resolutions thereof contained in the notice convening 30th Annual General Meeting of Aarti Drugs Limited ("the Company") to be held on the 14th day of August, 2015 at 11:00 a.m. at TIMA Hall, MIDC Tarapur, Taluka Palghar, Dist.: Thane - 401 506, Maharashtra(AGM), by:

   (i) the Board of Directors of the Company for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules); and

   (ii) the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through remote e- voting and poll on the resolutions contained in the Notice to the 30th AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company and also at the time of poll (through electronic means) at AGM.

Sunil Dedhia

SUNIL M. DEDHIA ★ CP NO. 2031 MUMBAI ★ COMPANY SECRETARY

For AARTI DRUGS LTD.

Director / Managing Director

3. I have issued separate Scrutinizer's Report dated August 14, 2015 **on the e- voting** and Scrutinizer's Report dated August 17, 2015 on **the poll** on the resolutions contained in the notice to 30th the AGM of the Company. As requested by management! submit herewith my combined report on the results of e-voting together with that of Poll as under.-

Item/ Resolution No. of Notice	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes
	Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	Nos.
1	16745246	99.9999	7	0.0001	Nil
2	16745233	100.0000	Nil	0	Nil
3	16745233	100.0000	Nil	0	Nil
4	16745233	100.0000	Nil	0	Nil
5	14895456	99.9966	506	0.0034	1849006
6	16745227	99.9999	6	0.0001	Nil

4. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,
For **SUNIL M. DEDHIA & CO.**
COMPANY SECRETARIES

Sunil Dedhia

SUNIL M. DEDHIA
PROPRIETOR
FCS 3483 C.P. NO. 2031
Mumbai, Dated August 17, 2015

SUNIL M. DEDHIA ★ CP NO. 2031 MUMBAI ★ COMPANY SECRETARY

For AARTI DRUGS LTD.

Director / Managing Director

CS Sunil M. Dedhia
B. Com., A.C.A., F.C.S.

Sunil M. Dedhia & Co.
Company Secretaries
402, KamlaDevi Apartment,
Principal N.M.Kale Marg,
Dadar (W), Mumbai 400 028
Phone : 24306166
Cell : 98217 59793
E-mail : **sunil@sunildedhia.com**

FORM No. MGT-13

Report of Scrutinizer(s) – on POLL

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014*]*

August 17, 2015

To: The Chairman of
30th Annual General Meeting of
the members of Aarti Drugs Limited

Dear Sir,

I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 402, Kamladevi Apartment, N. M. Kale Marg, Agar Bazar, Dadar(West), Mumbai - 400028, appointed as Scrutinizer, inter alia, for the purpose of the poll taken on the below mentioned resolution(s), at 30th Annual General Meeting of Aarti Drugs Limited ("the Company") held on the 14th day of August, 2015 at 11:00 a.m. at TIMA Hall, MIDC Tarapur, Taluka Palghar, Dist.: Thane - 401 506, Maharashtra(AGM), submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in our presence with due identification marks placed by us.

2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company ~~/ Registrar and Transfer Agents of the Company~~ and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
~~OR~~
~~I/We did not find any poll papers invalid.~~

Sunil Dedhia

SUNIL M. DEDHIA * COMPANY SECRETARY * CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director

4. The result of the Poll is as under:
Item / Resolution No. 1: Ordinary resolution for adoption of Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors' and Auditors' thereon.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	121109	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item / Resolution No. 2: Ordinary resolution for declaration of final dividend for the financial year ended 31st March, 2015.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	121109	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

Sunil Dedhia

SUNIL M. DEDHIA ★ CP NO. 2031 MUMBAI ★ COMPANY SECRETARY ★

For AARTI DRUGS LTD.

Director / Managing Director

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item / Resolution No. 3:
Ordinary resolution for appointment of Shri Rajendra V. Gogri, Director retiring by rotation.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	121109	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item / Resolution No. 4:
Ordinary resolution for ratifying appointment of Auditors and fixing their remuneration.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	121109	100

Sunil Dedhia

SUNIL M. DEDHIA * COMPANY SECRETARY * CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item / Resolution No. 5: Ordinary resolution for approval in variation in the terms of remuneration payable to Shri Prakash Moreshwar Patil, Chairman & Managing Director of the Company w.e.f. 1st April,2015.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	121109	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Sunil Dedhia

SUNIL M. DEDHIA ★ COMPANY SECRETARY ★ CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director

Item / Resolution No. 6: Ordinary resolution for approval of the Remuneration of the Cost Auditors for the Financial Year ending March 31, 2016.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	121109	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. Lists of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For **SUNIL M. DEDHIA & CO.**
COMPANY SECRETARIES

Sunil Dedhia

SUNIL M. DEDHIA
PROPRIETOR
FCS 3483 C.P. NO. 2031

SUNIL M. DEDHIA ★ COMPANY SECRETARY ★ CP NO. 2031 MUMBAI

Place: Mumbai, Maharashtra
Dated: August 17, 2015

For AARTI DRUGS LTD.

Director / Managing Director

AARTI DRUGS LIMITED
ANNEXURE - I

LIST OF SHAREHOLDERS WHO VOTED FOR THE ITEMS PUT TO VOTE ON POLL AT AGM ON FRIDAY 14TH AUGUST, 2015

Sr. No.	Ballot No.	Name of Member	Regd. Folio Number	Address	Number of shares held	Number of shares excercised for voting on Resolutions put to vote						Name of the proxy / authorised representative	Present in person / proxy / authorised representative
						Item No. 1	Item No. 2	Item No. 3	Item No. 4	Item No. 5	Item No. 6		
1	1	SUSHILA M. SAVLA	IN30185410102781	602, MAHESHWAR MANSION, BAPU BHAI VASI ROAD, VILE PARLE (W), 400056	113640	113640	113640	113640	113640	113640	113640	HARSHIT M. SAVLA	PROXY
2	2	DIGVIJAY SINGH JADEJA	30852	'MAYUR' 2ND FLOOR, NORTH SOUTH ROAD, NO 8 J V P D SCHEME MUMBAI, 400029	4606	4606	4606	4606	4606	4606	4606		PERSON
3	3	SAMEEP MEHTA	18145168	10 PUSHPENDRA MANSION, 10 PHIROZ SHAH STREET, SANTACRUZ WEST MUMBAI, 400054	1000	1000	1000	1000	1000	1000	1000		PERSON
4	4	SUNIL DEDHIA	10031333	402, KAMLADEVI APARTMENTS, N.M.KALE MARG, AGAR BAZAR,OPP. BOMBAY FILM LAB, DADAR (W), MUMBAI 400028	1500	1500	1500	1500	1500	1500	1500		PERSON
5	5	PULKESH K MAHAJAN	1202490000004360	91-J-87, RAUT ESTATE,KOLIWADI, FANASWADI,3RD FLOOR, MUMBAI-400002	10	10	10	10	10	10	10		PERSON
6	6	KISHANLAL D MAHAJAN	IN302679/33212289	ROOM NO 87 3RD FLOOR, 91 J KOLIWADI, FANASWADI, MUMBAI MAHARASHTRA, 400002	2	2	2	2	2	2	2	SHAKUNTLA MAHAJAN	PROXY
7	7	TEJAS UDAY PATIL	51748	SUDHA, RB-9, Sneha Nagar, P O MIDC, Tarapur, Thane 401 504.	250	250	250	250	250	250	250		PERSON
8	8	MANISHA P. GAIDWAD	7023349	A5, AMRUTKUMBH SOCIETY RH 231, AJAADE GAON ROAD, DOMBIVALI EAST- 421201	101	101	101	101	101	101	101		PERSON
TOTAL					121109	121109	121109	121109	121109	121109	121109		

For SUNIL M. DEDHIA & Co.
Company Secretaries
Sunil Dedhia
(SUNIL M. DEDHIA)
Proprietor
FCS No. 3483

Signature of Scrutineer

MUMBAI, AUGUST 17, 2015

17/8/2015
FCS3483

SUNIL M. DEDHIA ★ COMPANY SECRETARY ★ CP NO. 2031 MUMBAI

Witness 1 CS Sunny Pagare

Witness 2 Mohammed Dalal

For AARTI DRUGS LTD.

Director / Managing Director

AARTI DRUGS LIMITED
ANNEXURE - II
LIST OF SHAREHOLDERS WHO VOTED AGAINST THE ITEMS PUT TO VOTE ON POLL AT AGM ON FRIDAY 14TH AUGUST, 2015

Sr. No.	Ballot No.	Name of Member	Regd. Folio Number	Address	Number of shares held	Number of shares excercised for voting on Resolutions put to vote						Name of the proxy / authorised represent-ative	Present in person / proxy / authorised represent-
						Item No. 1	Item No. 2	Item No. 3	Item No. 4	Item No. 5	Item No. 6		
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL					NIL	NIL	NIL	NIL	NIL	NIL	NIL		

For SUNIL M. DEDHIA & Co.
Company Secretaries

Sunil Dedhia

(SUNIL M. DEDHIA)
Proprietor
FCS No. 3483
Signature of Scrutineer

MUMBAI, AUGUST 17, 2015

Witness 1 CS Sunny Pagare

Witness 2 Mohammed Dalal

SUNIL M. DEDHIA ★ COMPANY SECRETARY ★ CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director

AARTI DRUGS LIMITED
ANNEXURE - III

LIST OF INVALID VOTES POLLED FOR THE ITEMS PUT TO VOTE ON POLL AT AGM ON FRIDAY 14TH AUGUST 2015

Sr. No.	Ballot No.	Name of Member	Regd. Folio Number	Address	Number of shares held	Number of shares excercised for voting on Resolutions put to vote						Name of the proxy / authorised representative	Present in person / proxy / authorised representative	Reason for considering Invalid
						Item No. 1	Item No. 2	Item No. 3	Item No. 4	Item No. 5	Item No. 6			
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL					NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL		

For SUNIL M. DEDHIA & Co.
Company Secretaries
Sunil Dedhia

(SUNIL M. DEDHIA)
Proprietor
FCS No. 3483

Signature of Scrutineer

MUMBAI, AUGUST 17, 2015

SUNIL M. DEDHIA * COMPANY SECRETARY * CP NO. 2031 MUMBAI

Witness 1 CS Sunny Pagare

Witness 2 Mohammad Dalal

For AARTI DRUGS LTD.

Director / Managing Director

CS Sunil M. Dedhia
B. Com., A.C.A., F.C.S.

Sunil M. Dedhia & Co.
Company Secretaries
402, KamlaDevi Apartment,
Principal N.M.Kale Marg,
Dadar(W), Mumbai 400 028
Phone : 24306166
Cell : 98217 59793
E-mail : **sunil@sunildedhia.com**

REPORT OF SCRUTINIZER (E- voting)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 (3)(xi) of the Companies (Management and Administration) Rules, 2014]

August 14, 2015

To: The Chairman of
30th Annual General Meeting of
the members of Aarti Drugs Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 402, Kamladevi Apartment, N. M. Kale Marg, Agar Bazar, Dadar(West), Mumbai - 400028, was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the agenda items including resolutions thereof contained in the notice convening 30th Annual General Meeting of Aarti Drugs Limited ("the Company") to be held on the 14th day of August, 2015 at 11:00 a.m. at TIMA Hall, MIDC Tarapur, Taluka Palghar, Dist.: Thane - 401 506, Maharashtra(AGM).

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice for the AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. In this regard, I submit my report as under:-

   a. The e-voting period remained open from 11th August, 2015 (9.00 a.m.) to 13th August, 2015 (5.00 p.m.).

Sunil Dedhia

SUNIL M. DEDHIA ★ COMPANY SECRETARY ★ CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director

b. The shareholders holding shares as on the "cut off' date i.e. 7th August, 2015 were entitled to vote on the proposed resolutions for Item Nos. 1 to 6 as set out in the Notice of the 30th AGM of Aarti Drugs Limited.

c. The votes were unblocked on 14th August, 2015, in the presence CS Manisha P. Gaikwad and Ms. Monali Mehta at Mumbai, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name	Signature
CS Manisha P. Gaikwad	MP Gaikwad
Ms. Monali Mehta	M.A. Mehta

4. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "for", or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) and based on such reports generated, the result of the e-voting is as under:

Resolution 1: Ordinary resolution for adoption of Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors' and Auditors' thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
99	16624137	99.9999

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	7	0.0001

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Sunil Dedhia

SUNIL M. DEDHIA ★ CP NO. 2031 MUMBAI ★ COMPANY SECRETARY

For AARTI DRUGS LTD.

Director / Managing Director

Resolution 2: Ordinary resolution for declaration of final dividend for the financial year ended 31st March, 2015.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
99	16624124	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution 3: Ordinary resolution for appointment of Shri Rajendra V. Gogri, Director retiring by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
99	16624124	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Sunil Dedhia

SUNIL M. DEDHIA * COMPANY SECRETARY * CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director

Resolution 4: Ordinary resolution for ratifying appointment of Auditors and fixing their remuneration.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
99	16624124	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Resolution 5: Ordinary resolution for approval in variation in the terms of remuneration payable to Shri Prakash Moreshwar Patil, Chairman & Managing Director of the Company w.e.f. 1st April,2015.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
86	14774347	99.997

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	506	0.003

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	1849006

Sunil Dedhia

SUNIL M. DEDHIA ★ COMPANY SECRETARY ★ CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director

Resolution 6: Ordinary resolution for ratification of the Remuneration of the Cost Auditors for the Financial Year ending March 31, 2016.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
98	16624118	99.9999

(ii) Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	6	0.0001

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,
For **SUNIL M. DEDHIA & CO.**
COMPANY SECRETARIES

Sunil Dedhia

SUNIL M. DEDHIA
PROPRIETOR
FCS 3483 C.P. NO. 2031
Mumbai, Dated August 14, 2015

SUNIL M. DEDHIA ★ COMPANY SECRETARY ★ CP NO. 2031 MUMBAI

For AARTI DRUGS LTD.

Director / Managing Director