Sun Pharmaceutical Industries Ltd.
Sun House, Plot No. 201 B/1,
Western Express Highway, Goregaon (E),
Mumbai - 400 063, Maharashtra, INDIA.
Tel. : (91-22) 4324 4324
Fax : (91-22) 4324 4343
www.sunpharma.com
CIN : L24230GJ1993PLC019050

November 1, 2015

BSE Ltd.,
1st Floor, P.J.Towers,
Dalal Street
Mumbai-400001
BSE – 524715

National Stock Exchange of India Ltd.
5th Floor, Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051
NSE – SUNPHARMA

Re: Outcome and Voting Results of Twenty Third Annual General Meeting of the Company held on October 31, 2015

Dear Sir/ Madam,

The Twenty Third Annual General Meeting (AGM) of Sun Pharmaceutical Industries Ltd. was held on Saturday, October 31, 2015 at 9.45 a.m. at Prof. Chandravadan C. Mehta Auditorium-General Education Centre, Maharaja Sayajirao University of Baroda, Near D.N. Hall, PratapGunj, Vadodara- 390002, Gujarat.

Pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the Shareholders of the Company were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of the AGM through remote e-voting during the period commencing from Wednesday, October 28, 2015 at 9.00 a.m. to Friday, October 30, 2015 at 5:00 p.m. and a poll was conducted at the AGM.

Based on the Consolidated Scrutinizer's Report for voting at the AGM venue through poll process and remote e-voting, all the resolutions contained in the Notice of the AGM were approved by the Shareholders of the Company with requisite majority.

In accordance with Clause 35A of the Listing Agreement, we are also enclosing the Agenda-wise voting results in the prescribed format, along with the Consolidated Scrutinizer's report for remote e-voting and poll conducted at the AGM.

We request you to kindly take note of the same.

Thanking you,
Yours faithfully,
For Sun Pharmaceutical Industries Ltd.,

Ashok Bhuta
Compliance Officer
Encl: as above

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All the resolutions contained in the Notice of the 23rd AGM of the Company were approved by the requisite majority of Shareholders through remote e-voting and poll conducted at the AGM, accordingly all the resolutions are declared to be passed on October 31, 2015 which is the date of the AGM.

Name of the Company:	Sun Pharmaceutical Industries Limited
Date of AGM/~~EGM~~:	October 31, 2015
Total Number of Shareholders on record date (i.e. October 24, 2015 – cut-off date for voting purpose):	405290
Number of Shareholders present in the meeting either in person or proxy: • **Promoters and Promoter Group** • **Public**	 20 376
No. of Shareholders attended the meeting through Video Conferencing • **Promoters and Promoter Group** • **Public**	 NIL NIL
Mode of Voting:	Remote E-voting and Poll conducted at the AGM

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Resolution 1 : Ordinary Resolution for adoption of Accounts for the year ended 31st March, 2015.							
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**
	(1)	**(2)**	**(3)=[(2)/(1)] * 100**	**(4)**	**(5)**	**(6)=[(4)/(2)]* 100**	**(7)=[(5)/(2)]* 100**
Promoter and Promoter Group	1,31,64,96,400	1,30,35,17,680	99.01	1,30,35,17,680	-	100.00	0.00
Public - Institutional Holders	85,86,44,910	52,93,25,796	61.65	52,66,45,220	26,80,576	99.49	0.51
Public- Others	23,13,54,827	5,02,05,341	21.70	5,01,94,385	10,956	99.98	0.02
Total	**2,40,64,96,137**	**1,88,30,48,817**	**78.25**	**1,88,03,57,285**	**26,91,532**	**99.86**	**0.14**

Resolution 2 : Ordinary Resolution to consider declaration of dividend on Equity Shares.							
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**
	(1)	**(2)**	**(3)=[(2)/(1)] * 100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	1,31,64,96,400	1,30,35,17,680	99.01	1,30,35,17,680	-	100.00	0.00
Public - Institutional Holders	85,86,44,910	53,05,38,092	61.79	53,05,38,092	-	100.00	0.00
Public- Others	23,13,54,827	5,02,05,363	21.70	5,01,94,419	10,944	99.98	0.02
Total	**2,40,64,96,137**	**1,88,42,61,135**	**78.30**	**1,88,42,50,191**	**10,944**	**99.999**	**0.0006**

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Resolution 3 : Ordinary Resolution for re-appointment of Mr. Sudhir Valia, (DIN:00005561), who retires by rotation and being eligible, offers himself for reappointment as a Director.

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	1,31,64,96,400	1,29,41,33,680	98.30	1,29,41,33,680	-	100.00	0.00
Public - Institutional Holders	85,86,44,910	53,07,52,702	61.81	51,07,79,949	1,99,72,753	96.24	3.76
Public- Others	23,13,54,827	4,99,90,753	21.61	4,99,79,857	10,896	99.98	0.02
Total	**2,40,64,96,137**	**1,87,48,77,135**	**77.91**	**1,85,48,93,486**	**1,99,83,649**	**98.93**	**1.07**

Resolution 4 : Ordinary Resolution to ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Statutory Auditors for the financial year 2015-16.

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	1,31,64,96,400	1,30,35,17,680	99.01	1,30,35,17,680	-	100.00	0.00
Public - Institutional Holders	85,86,44,910	53,05,38,092	61.79	52,61,99,693	43,38,399	99.18	0.82
Public- Others	23,13,54,827	5,02,05,363	21.70	5,01,94,407	10,956	99.98	0.02
Total	**2,40,64,96,137**	**1,88,42,61,135**	**78.30**	**1,87,99,11,780**	**43,49,355**	**99.77**	**0.23**

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Resolution 5 : Ordinary Resolution to ratify the increase in remuneration payable to M/s. Kailash Sankhlecha & Associates, Cost Accountants, appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2014-15.

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	1,31,64,96,400	1,30,35,17,680	99.01	1,30,35,17,680	-	100.00	0.00
Public - Institutional Holders	85,86,44,910	53,07,52,702	61.81	53,07,52,702	-	100.00	0.00
Public- Others	23,13,54,827	4,99,90,753	21.61	4,99,78,340	12,413	99.98	0.02
Total	**2,40,64,96,137**	**1,88,42,61,135**	**78.30**	**1,88,42,48,722**	**12,413**	**99.9993**	**0.0007**

Resolution 6 : Ordinary Resolution for ratification of the remuneration payable to M/s. Kailash Sankhlecha & Associates, Cost Accountants, appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2015-16.

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	1,31,64,96,400	1,30,35,17,680	99.01	1,30,35,17,680	-	100.00	-
Public - Institutional Holders	85,86,44,910	53,05,38,092	61.79	53,05,38,092	-	100.00	-
Public- Others	23,13,54,827	5,02,05,363	21.70	5,01,93,070	12,293	99.98	0.02
Total	**2,40,64,96,137**	**1,88,42,61,135**	**78.30**	**1,88,42,48,842**	**12,293**	**99.999**	**0.001**

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Resolution 7 : Special Resolution for deletion of Article 135(bb) of the Articles of Association of the Company.							
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**
	(1)	**(2)**	**(3)=[(2)/(1)] *100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]* 100**
Promoter and Promoter Group	1,31,64,96,400	1,30,35,17,680	99.01	1,30,35,17,680	-	100.00	-
Public - Institutional Holders	85,86,44,910	53,07,52,702	61.81	53,07,52,702	-	100.00	-
Public- Others	23,13,54,827	5,14,41,974	22.24	5,14,31,018	10,956	99.98	0.02
Total	**2,40,64,96,137**	**1,88,57,12,356**	**78.36**	**1,88,57,01,400**	**10,956**	**99.999**	**0.001**

Resolution 8 : Special Resolution for under Section 41, 42, 62, 71 and other applicable provisions of the Companies Act, 2013 as an enabling resolution to offer and allot Convertible Bonds, Debentures and/or Securities etc.							
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**
	(1)	**(2)**	**(3)=[(2)/(1)] *100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]* 100**
Promoter and Promoter Group	1,31,64,96,400	1,30,35,17,680	99.01	1,30,35,17,680	-	100.00	-
Public - Institutional Holders	85,86,44,910	53,05,38,092	61.79	52,04,01,969	1,01,36,123	98.09	1.91
Public- Others	23,13,54,827	5,02,05,294	21.70	5,01,94,338	10,956	99.98	0.02
Total	**2,40,64,96,137**	**1,88,42,61,066**	**78.30**	**1,87,41,13,987**	**1,01,47,079**	**99.46**	**0.54**

CONSOLIDATED SCRUTINIZER'S REPORT
[Pursuant to sections 108 and 109 of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 23rd Annual General Meeting of the members of Sun Pharmaceutical Industries Limited ("Company") held on October 31, 2015 at Prof. Chandravadan C. Mehta Auditorium – General Education Center, Maharaja Sayajirao University of Baroda, Near D. N. Hall, PratapGunj, Vadodara-390002, Gujarat.

Sub.: Consolidated Scrutinizer's Report

Ref: 23rdAnnual General Meeting (AGM) of members of Sun Pharmaceutical Industries Limited

Dear Sir,

At the 23rdAGM of the Company held on October31, 2015, the Chairman of the meeting had called for a Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process. The Chairman had appointed,
(1) Undersigned, Mr. Jatin N. Thakkar, Partner, M/s. Bathiya & Associates LLP, Chartered Accountants; and
(2) Mr. Samir Vinaykant Parikh, Client ID No. IN30075711315548, having residential address at 13 Vasundhara Park Society, Opposite Delux Colony, Nizampura, Vadodara 390002, member of the Company,as the Scrutinizers for the poll as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014 conducted at the AGM held on Saturday, October 31, 2015, at Vadodara.A separate Scrutinizers' report dated October31, 2015on results of voting through poll at AGM has been issued.

The Company had appointed undersigned, Mr. Jatin N. Thakkar, Partner, M/s. Bathiya & Associates LLP, Chartered Accountants, as the Scrutinizer for the remote electronic voting (remote e-voting) held between Wednesday, 28th October, 2015 (9.00 a.m.) to Friday, 30th October, 2015 (5.00 P.M.) as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended.

The Company had appointed M/s. Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility of remote e-voting to the Shareholders of the Company from Wednesday, 28th October, 2015 (9.00 a.m.) to Friday, 30th October, 2015 (5.00 P.M.). Aseparate Scrutinizer's report dated October 31, 2015 on results of voting through remote e-voting has been issued.

I submit herewith consolidated Scrutinizer's report on the results of voting through remote e-voting together with that of the Poll as under:

BATHIYA & ASSOCIATES LLP
Chartered Accountants
VADODARA

Item No. 1:-

Ordinary Resolution to consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2015 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 cast by them	% of total number of valid votes cast (Favour and Against)
1205	18803,57,285	99.8571%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
14	26,91,532	0.1429%

iii. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

Item No. 2:-

Ordinary Resolution to consider declaration of dividend on Equity Shares.

i. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1222	18842,50,191	99.9994%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	10,944	0.0006%

BATHIYA & ASSOCIATES LLP
Chartered Accountants
VADODARA

iii. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

Item No. 3:-

Ordinary Resolution to appoint a Director in place of Mr. Sudhir. V. Valia (DIN: 00005561), who retires by rotation and being eligible, offers himself for reappointment.

iv. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1165	18548,93,486	98.9341%

v. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
64	199,83,649	1.0659%

vi. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

Item No. 4:-

Ordinary Resolution to ratify the appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Accountants, having Firm's registration no. 117366W/ W-100018,as the Auditors of the Company from the conclusion of this Annual General Meeting, till the conclusion of the next Annual General Meetingand to authorise the Board of Directors to fixtheir remuneration.

BATHIYA & ASSOCIATES LLP Chartered Accountants VADODARA

i. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1219	18799,11,780	99.7692%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
12	43,49,355	0.2308%

iii. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

Item No. 5:-

Ordinary Resolution to ratify the increase in remuneration as set out in the Explanatory Statement annexed to the Notice of this Meeting payable to M/s. Kailash Sankhlecha & Associates, Cost Accountants, appointed as Cost Auditors to conduct the audit of cost recordsmaintained by the Company for the Financial Year 2014-15.

i. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1214	18842,48,722	99.9993%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
17	12,413	0.0007%

BATHIYA & ASSOCIATES LLP
Chartered Accountants
VADODARA

iii. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

Item No. 6:-

Ordinary Resolution for ratification of the remuneration as set out in the Explanatory Statementannexed to the Notice of this Meeting payable to M/s. Kailash Sankhlecha & Associates, Cost Accountants, appointed asCost Auditors to conduct the audit of cost records maintainedby the Company for the Financial Year 2015-16.

i. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1217	18842,48,842	99.9993%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
14	12,293	0.0007%

iii. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

Item No. 7:-

Special Resolutionfor deletion of Article 135(bb) of the Articles of Association of the Company.

i. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1228	18857,01,400	99.9994%

BATHIYA & ASSOCIATES LLP Chartered Accountants VADODARA

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	10,956	0.0006%

iii. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

Item No. 8:-

Special Resolution for under Section 41, 42, 62, 71 and other applicable provisions of the Companies Act, 2013 as an enabling resolution to offer and allot Convertible Bonds, Debentures and/or Securities etc.

i. Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1192	18741,13,987	99.4615%

ii. Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
38	101,47,079	0.5385%

iii. **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
23	18,755

BATHIYA & ASSOCIATES LLP
Chartered Accountants
VADODARA

All relevant records of remote e-voting and poll at the AGM will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the said AGM and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you.

Yours faithfully,

Jatin N. Thakkar
Practicing Chartered Accountant
Membership No.145084

Partner
Bathiya & Associates LLP
Chartered Accountants
(Firm's Registration No. 101046W / W-100063)

Place: Vadodara
Date: 31st October, 2015.