

August 30, 2019



To Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (E), MUMBAI -400 051 Company Code No. AUOPHARMA	To The Corporate Relations Department BSE LIMITED Phiroz Jeejeebhoy Towers, 25 th floor, Dalal Street, MUMBAI -400 001 Company Code No. 524804
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Dear Sir,

Sub: Proceedings of 32nd Annual General Meeting (AGM), Voting Results and Report of Scrutinizer

In continuation to our letter dated August 5, 2019, the 32nd Annual General Meeting (AGM) of the Company was held on August 29, 2019 and the business mentioned in the AGM Notice dated May 28, 2019 was transacted.

In this regard, please find enclosed the following:

1. Summary of proceedings as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure- I.
2. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as Annexure- II.
3. The Report of Scrutinizer on remote e-voting and voting at AGM (by electronic means) as Annexure- III.

Please take the information on record.

Thanking you,

Yours faithfully,

For AUROBINDO PHARMA LIMITED

B. Adi Reddy

B. Adi Reddy
Company Secretary



Encl: As above

(CIN : L24239TG1986PLC015190)

AUROBINDO PHARMA LIMITED

PAN No. AABCA7366H

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SUMMARY OF PROCEEDINGS OF THE 32ND ANNUAL GENERAL MEETING
OF
AUROBINDO PHARMA LIMITED

The 32nd Annual General Meeting (AGM) of the members of Aurobindo Pharma Limited (the 'Company') was held on Thursday, August 29, 2019 at 3.00 p.m. at Kaveri Ballroom, Hotel Trident, Hitech City, Near Cyber Towers, Madhapur, Hyderabad 500081.

The following directors were present:

1. Mr. K.Ragunathan	Chairman (Independent Director)
2. Mr. K.Nithyananda Reddy	Vice Chairman & Whole-time Director and Member
3. Mr. N.Govindarajan	Managing Director
4. Dr. M.Sivakumaran	Whole-time Director and Member
5. Mr. M. Madan Mohan Reddy	Whole-time Director and Member
6. Dr.(Mrs) Avnit Bimal Singh	Independent Director and Chairperson of Stakeholder Relationship Committee and Nomination & Remuneration / Compensation Committee

In attendance:

Mr. Sanjeev I Dani	Chief Operating Officer
Mr. S Subramanian	Chief Financial Officer & Member
Mr.B.Adi Reddy	Company Secretary
Mr.Sriram Mahalingam	B S R Associates & LLP (Statutory Auditors)

Members Present:

There were 172 members present in person and 3 members by proxy, representing 3,55,69,101 shares.

Pursuant to Article 50 of Articles of Association of the Company, Mr.K.Ragunathan, Chairman of the Board, chaired the meeting and conducted the proceedings of the Annual General Meeting. However, as to the reappointment of Mr.K.Ragunathan as an Independent Director vide Item No.6, Mr. K.Nithyananda Reddy, Vice Chairman has chaired the meeting for transaction of this Item. The requisite quorum being present, the Chairman called the meeting to order. The Chairman addressed the shareholders and spoke about financial performance of the Company. Since Mr.M.Sitarama Murty, the Chairman of Audit Committee could not attend the AGM, he has authorised Mr.K.Ragunathan, one of the Audit Committee members, to represent on his behalf at the meeting.

The shareholders were informed that the copies of Annual Report for the financial year 2018-19 had been couriered / emailed as the case may be, to all the members and that the original documents along with statutory registers and Secretarial Auditors' Report were available for inspection at the meeting. The Chairman further informed the members that the Company had provided the members the facility to cast their votes electronically through remote e-voting, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically through remote e-voting, were provided an opportunity to cast their votes at the end of the meeting through poll (electronic) and that there was no voting by show of hands at the meeting. The Company being one of the top 100 listed companies by market capitalisation as at the end of the immediate previous financial year, provided one-way live webcast of the proceedings of the AGM through <https://corpreg.karvy.com/agmlive/liveevents.aspx>.

Necessary clarifications were provided to the queries raised by the members.

The following items of business, as per the Notice of AGM dated 28th May 2019, were transacted:

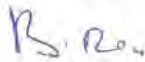
1. Adoption of the Audited Standalone Financial Statements for the financial year ended March 31, 2019, together with the reports of Directors and Auditors thereon;
2. Adoption of the Audited Consolidated Financial Statements for the financial year ended March 31, 2019, together with the report of Auditors thereon;
3. Confirmation of the first interim dividend of Rs.1.25 and second interim dividend of Rs.1.25 in aggregate Rs.2.50 per equity share of Re.1/- each, as dividend paid for the financial year 2018-19;
4. Re-appointment of Mr. P. Sarath Chandra Reddy (DIN: 01628013) who retired by rotation at this Annual General Meeting and being eligible, sought the re-appointment;
5. Re-appointment of Dr. M. Sivakumaran (DIN: 01284320) who retired by rotation at this Annual General Meeting and being eligible, sought the re-appointment;
6. Reappointment of Mr. K.Ragunathan (DIN: 00523576) as an Independent Director;
7. Re-appointment of Mrs. Savita Mahajan (DIN: 06492679) as an Independent Director;
8. Re-appointment of Dr (Mrs) Avnit Bimal Singh (DIN: 01316166) as an Independent Director.
9. Re-appointment of Mr.P.Sarath Chandra Reddy (DIN: 01628013) as Whole-time Director;
10. Revision in the remuneration of Mr. M.Madan Mohan Reddy (DIN: 01284266), Whole-time Director and
11. Revision in the remuneration of Mr. N. Govindarajan (DIN: 00050482), Managing Director.

Mr. A. Mohan Rami Reddy, Company Secretary in Practice, Hyderabad has been appointed as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner and to report on the voting results for the items as per the Notice of the AGM.

Further, Mr. A. Mohan Rami Reddy, Company Secretary in Practice, Hyderabad and Mr.K.Subba Rao (Client ID: IN30023930033787) a member of the Company, have been appointed as the Scrutinizers for conducting the e-voting process at the AGM in a fair and transparent manner and to report on the voting results for the items as per the Notice of the AGM. The Annual General Meeting was concluded at 5.00 p.m. on August 29, 2019.

The Scrutinizers' Report was received on August 30, 2019 and accordingly all the resolutions set out in the Notice of the AGM were declared as passed with requisite majority.

For **AUROBINDO PHARMA LIMITED**


B. Adi Reddy
Company Secretary



	AUROBINDO PHARMA LIMITED
Date of the AGM/EGM	29-08-2019
Total number of shareholders on record date	187984
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	171
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31,2019, together with the reports of Directors and Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	14,81,94,393	72.2918	14,81,94,393	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,81,94,393	72.2918	14,81,94,393	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7,70,17,797	88,12,524	11.4422	88,12,104	420	99.9952	0.0047
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		88,12,524	11.4422	88,12,104	420	99.9952	0.0048
	Total	58,59,38,609	46,09,32,851	78.6657	46,09,32,431	420	99.9999	0.0001



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Consolidated Financial Statements for the financial year ended March 31, 2019, together with the report of Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	14,81,94,393	72.2918	14,81,94,393	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,81,94,393	72.2918	14,81,94,393	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7,70,17,797	88,12,524	11.4422	88,12,104	420	99.9952	0.0047
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		88,12,524	11.4422	88,12,104	420	99.9952	0.0048
Total		58,59,38,609	46,09,32,851	78.6657	46,09,32,431	420	99.9999	0.0001

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the first interim dividend of Rs.1.25 and second interim dividend of Rs.1.25 in aggregate Rs.2.50 per equity share of Rs.1- each, as dividend paid for the financial year 2018-19.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,06,92,332	73.5103	15,06,91,703	629	99.9995	0.0004
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,06,92,332	73.5103	15,06,91,703	629	99.9996	0.0004
Public- Non Institutions	E-Voting	7,70,17,797	88,12,524	11.4422	88,12,408	116	99.9986	0.0013
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		88,12,524	11.4422	88,12,408	116	99.9987	0.0013
Total		58,59,38,609	46,34,30,790	79.0920	46,34,30,045	745	99.9998	0.0002



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Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. P. Sarath Chandra Reddy DIN 01628013 who retires by rotation at this Annual General Meeting and being eligible, seeks re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,82,901	73.3593	14,31,14,725	72,68,176	95.1668	4.8331
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,82,901	73.3593	14,31,14,725	72,68,176	95.1669	4.8331
Public- Non Institutions	E-Voting	7,70,17,797	88,12,524	11.4422	88,11,253	1,271	99.9855	0.0144
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		88,12,524	11.4422	88,11,253	1,271	99.9856	0.0144
Total		58,59,38,609	46,31,21,359	79.0392	45,58,51,912	72,69,447	98.4303	1.5697

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Dr. M. Sivakumaran DIN 01284320 who retires by rotation at this Annual General Meeting and being eligible, seeks re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,82,901	73.3593	14,42,03,199	61,79,702	95.8906	4.1093
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,82,901	73.3593	14,42,03,199	61,79,702	95.8907	4.1093
Public- Non Institutions	E-Voting	7,70,17,797	88,12,524	11.4422	88,11,943	581	99.9934	0.0065
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		88,12,524	11.4422	88,11,943	581	99.9934	0.0066
Total		58,59,38,609	46,31,21,359	79.0392	45,69,41,076	61,80,283	98.6655	1.3345



Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. K.Ragunathan DIN 00523576 as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,82,901	73.3593	13,50,68,513	1,53,14,388	89.8164	10.1835
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,82,901	73.3593	13,50,68,513	1,53,14,388	89.8164	10.1835
Public- Non Institutions	E-Voting	7,70,17,797	80,78,819	10.4895	70,02,821	10,75,998	86.6812	13.3187
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		80,78,819	10.4895	70,02,821	10,75,998	86.6812	13.3187
Total		58,59,38,609	46,23,87,654	78.9140	44,59,97,268	1,63,90,386	96.4553	3.5447

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mrs. Savita Mahajan DIN 06492679 as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,82,901	73.3593	14,81,46,241	22,36,660	98.5126	1.4873
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,82,901	73.3593	14,81,46,241	22,36,660	98.5127	1.4873
Public- Non Institutions	E-Voting	7,70,17,797	80,78,794	10.4895	80,77,823	971	99.9879	0.0120
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		80,78,794	10.4895	80,77,823	971	99.9880	0.0120
Total		58,59,38,609	46,23,87,629	78.9140	46,01,49,998	22,37,631	99.5161	0.4839



Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Dr Mrs Avnit Bimal Singh DIN 01316166 as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,82,901	73.3593	14,66,34,878	37,48,023	97.5076	2.4923
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,82,901	73.3593	14,66,34,878	37,48,023	97.5077	2.4923
Public- Non Institutions	E-Voting	7,70,17,797	80,78,794	10.4895	80,77,559	1,235	99.9847	0.0152
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		80,78,794	10.4895	80,77,559	1,235	99.9847	0.0153
Total		58,59,38,609	46,23,87,629	78.9140	45,86,38,371	37,49,258	99.1892	0.8108

Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Mr.P.Sarath Chandra Reddy DIN 01628013 as Whole-time Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,07,307	73.3225	14,73,82,555	29,24,752	98.0541	1.9458
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,07,307	73.3225	14,73,82,555	29,24,752	98.0542	1.9458
Public- Non Institutions	E-Voting	7,70,17,797	88,12,499	11.4422	88,11,134	1,365	99.9845	0.0154
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		88,12,499	11.4422	88,11,134	1,365	99.9845	0.0155
Total		58,59,38,609	46,30,45,740	79.0263	46,01,19,623	29,26,117	99.3681	0.6319



Resolution No.	10							
Resolution required: (Ordinary/ Special)	ORDINARY - To revise the remuneration of Mr. M.Madan Mohan Reddy DIN 01284266, Whole-time Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,07,307	73.3225	15,03,07,307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,07,307	73.3225	15,03,07,307	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7,70,17,797	80,78,793	10.4895	80,76,989	1,804	99.9776	0.0223
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		80,78,793	10.4895	80,76,989	1,804	99.9777	0.0223
	Total	58,59,38,609	46,23,12,034	78.9011	46,23,10,230	1,804	99.9996	0.0004

Resolution No.	11							
Resolution required: (Ordinary/ Special)	ORDINARY - To revise the remuneration of Mr. N. Govindarajan DIN 00050482, Managing Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	30,39,25,934	30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public- Institutions	E-Voting	20,49,94,878	15,03,07,307	73.3225	15,03,07,307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15,03,07,307	73.3225	15,03,07,307	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7,70,17,797	80,78,793	10.4895	80,77,043	1,750	99.9783	0.0216
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		80,78,793	10.4895	80,77,043	1,750	99.9783	0.0217
	Total	58,59,38,609	46,23,12,034	78.9011	46,23,10,284	1,750	99.9996	0.0004



A. MOHAN RAMI REDDY

M.Com., L.L.B., FCS

Company Secretary in Practice

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Mobile : 98480 34425 / 98480 67500 E-mail : anderam@rediffmail.com / cs.anderam@gmail.com

To

The Chairman

AUROBINDO PHARMA LIMITED

Plot No.2, Maitrivihar, Ameerpet,

Hyderabad - 500 038

The 32nd Annual General Meeting (AGM) of the Equity Shareholders of AUROBINDO PHARMA LIMITED held on Thursday, 29th August, 2019 at 3:00 P.M at Kaveri Ball Room, Hotel Trident, Hi-tech City, Near Cyber Towers, Madhapur, Hyderabad - 500 081, Telangana.

Dear Sir,

1. I, A Mohan Rami Reddy, Practicing Company Secretary (CP No.16660), was appointed as Scrutinizer by the Board of Directors of **M/s. AUROBINDO PHARMA LIMITED** (the Company) for the purpose of scrutinizing the remote e-voting process and voting by use of InstaPoll at the 32nd AGM of the Company, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) (the Rules) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations), in respect of the resolutions proposed at the 32nd AGM of the Equity Shareholders of the Company held on Thursday, 29th August 2019 at 3:00 P.M at Kaveri Ball Room, Hotel Trident, Hi-tech City, Near Cyber Towers, Madhapur, Hyderabad - 500 081, submit my report as under:
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting by use of InstaPoll by the Shareholders on the resolutions proposed in the Notice of the 32nd AGM of the Company is the responsibility of the management of the Company. My responsibility as a Scrutinizer is to ensure that the remote e-voting process and e-voting (InstaPoll) at the meeting are conducted in a fair and transparent manner and render consolidated Scrutineer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Fintech Private Limited and the report generated electronically for voting by use of InstaPoll at the meeting.
3. In accordance with the Notice of the 32nd AGM sent to the Shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (as amended), on August 6, 2019, the remote e-voting was opened at 10:00 AM on Monday, August 26, 2019 and remained open up to 5:00 PM on Wednesday, August 28, 2019.
4. The Company had appointed M/s Karvy Fintech Private Limited, Hyderabad as the Service Provider, for the facility of remote e-voting to the shareholders of the Company for the purpose of AGM.



5. The Equity Shareholders holding shares as on August 22, 2019, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 32nd AGM of the Company.
6. The voting at the AGM venue was allowed with my assistance by using InstaPoll system, on the resolutions on which the voting was to be held. After shareholders voting by use of InstaPoll at the meeting, the InstaPoll was reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the authorizations / proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of InstaPoll. As per the information given by the Company, the names of the Shareholders who had voted on e-voting through Karvy Fintech Private Limited facility had been blocked and InstaPoll Slips duly numbered serially by print were issued only to those Shareholders who were present at the AGM and who had not voted on remote e-voting.
7. There were no invalid votes in respect of the voting conducted through InstaPoll. The votes cast by use of InstaPoll at the meeting were first counted electronically.
8. The votes on remote e-voting were unblocked, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Karvy Fintech Private Limited and the same are being handed over to the Chairman.
9. Some of the shareholders though they participated in the e-voting, either cast less votes or abstained from voting and the same were not considered in this report.
10. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

(A) RESOLUTION No. 1– To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31, 2019, together with the reports of Directors and Auditors thereon.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	665	460263309	100	420	0	0	0
Instapoll	122	669122	100	0	0	0	0
Total	787	460932431	100	420	0	0	0



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The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May, 2019 has been passed with requisite majority.

(B) RESOLUTION No. 2- To receive, consider and adopt the Audited Consolidated Financial Statements for the financial year ended March 31, 2019, together with the report of Auditors thereon.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	665	460263309	100	420	0	0	0
Instapoll	122	669122	100	0	0	0	0
Total	787	460932431	100	420	0	0	0

The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.

(C) RESOLUTION No. 3- To confirm the first interim dividend of Rs.1.25 and second interim dividend of Rs.1.25 in aggregate Rs.2.50 per equity share of Re.1/- each, as dividend paid for the financial year 2018-19.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	671	462760923	100	745	0	0	0
Instapoll	122	669122	100	0	0	0	0
Total	793	463430045	100	745	0	0	0

The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.



Amohan Rami Reddy

(D) RESOLUTION No. 4- To appoint a Director in place of Mr. P. Sarath Chandra Reddy (DIN: 01628013) who retires by rotation at this Annual General Meeting and being eligible, seeks re-appointment.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	666	455182790	98.43	7269447	1.57	0	0
Instapoll	122	669122	100	0	0	0	0
Total	788	455851912	98.43	7269447	1.57	0	0

The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.

(E) RESOLUTION No. 5- To appoint a Director in place of Dr. M. Sivakumaran (DIN: 01284320) who retires by rotation at this Annual General Meeting and being eligible, seeks re-appointment.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	666	456271954	98.66	6180283	1.34	0	0
Instapoll	122	669122	100	0	0	0	0
Total	788	456941076	98.66	6180283	1.34	0	0

The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.



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(F) RESOLUTION No. 6- To re-appoint Mr. K.Ragunathan (DIN: 00523576) as an Independent Director of the Company.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	665	445328146	96.46	16390386	3.54	0	0
Instapoll	122	669122	100	0	0	0	0
Total	787	445997268	96.46	16390386	3.54	0	0

The above Special Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.

(G) RESOLUTION No. 7- To re-appoint Mrs. Savita Mahajan (DIN: 06492679) as an Independent Director of the Company.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	664	459480877	99.52	2237630	0.48	0	0
Instapoll	122	669121	100	1	0	0	0
Total	786	460149998	99.52	2237631	0.48	0	0

The above Special Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.



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(H) RESOLUTION No. 8- To re-appoint Dr (Mrs) Avnit Bimal Singh (DIN: 01316166) as an Independent Director of the Company.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	664	457969249	99.19	3749258	0.81	0	0
Instapoll	122	669122	100	0	0	0	0
Total	786	458638371	99.19	3749258	0.81	0	0

The above Special Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.

(I) RESOLUTION No. 9- To re-appoint Mr.P.Sarath Chandra Reddy (DIN: 01628013) as Whole-time Director of the Company.

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	663	459450501	99.37	2926117	0.63	0	0
Instapoll	122	669122	100	0	0	0	0
Total	785	460119623	99.37	2926117	0.63	0	0

The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.



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(J) RESOLUTION No. 10- To revise the remuneration of Mr. M.Madan Mohan Reddy (DIN: 01284266), Whole-time Director of the Company

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	661	461641108	100	1804	0	0	0
Instapoll	122	669122	100	0	0	0	0
Total	783	462310230	100	1804	0	0	0

The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.

(K) RESOLUTION No. 11 - To revise the remuneration of Mr. N. Govindarajan (DIN: 00050482), Managing Director of the Company

Type of Poll	Total number of members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	661	461641164	100	1748	0	0	0
Instapoll	122	669120	100	2	0	0	0
Total	783	462310284	100	1750	0	0	0

The above Ordinary Resolution as contained in the notice of the 32nd Annual General Meeting of the Company dated 28th May 2019 has been passed with requisite majority.

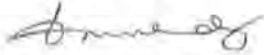


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I hereby confirm that, I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through remote e-voting and E-voting (instaPoll) during the AGM. I shall be arranging to handover these records to the Chairman of the 32nd AGM of the Company or any other person as authorized by the Chairman, after confirmation and signing of the minutes of the Meeting.

Thanking you,

Yours faithfully,



A. Mohan Rami Reddy
Practicing Company Secretary
CP No. 16660



Place: Hyderabad

Dated: 30th August 2019