LUPIN

August 1, 2014

BSE Limited,
Department of Corporate Services,
P. J. Towers,
Dalal Street,
MUMBAI - 400 001.

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Dear Sirs,

Sub: Proceedings at the 32nd Annual General Meeting pursuant to Clause 31(d) of the Listing Agreement

Pursuant to Clause 31(d) of the Listing Agreement, we wish to state that the following resolutions were passed by the Members by E-voting and Poll at the Thirty-Second Annual General Meeting of the Company held on Wednesday, July 30, 2014 at 2.30 p.m. at Rang Sharda Natyamandir, Bandra Reclamation, Bandra (West), Mumbai - 400 050: -

ORDINARY BUSINESS

1. Approving and adopting the audited financial statements including the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors.

2. Confirming the payment of interim dividend at ₹ 3/- per equity share and declaring final dividend at ₹ 3/- per equity share for the year ended March 31, 2014.

3. Appointing Dr. Kamal K. Sharma as a Director of the Company.

4. Appointing Deloitte Haskins & Sells LLP, Chartered Accountants, (ICAI Regn. No.117366W/W-100018), as statutory auditors of the Company to hold office from the conclusion of the Thirty-Second Annual General Meeting till the conclusion of the Thirty-Fourth Annual General Meeting and authorising the Board of Directors to fix their remuneration.

SPECIAL BUSINESS

5. Appointing Dr. Vijay Kelkar as an Independent Director of the Company for a period of one year from the 32nd AGM till the conclusion of the 33rd AGM **(Ordinary Resolution)**.

6. Appointing Mr. Richard Zahn as an Independent Director of the Company for a period of one year from the 32nd AGM till the conclusion of the 33rd AGM **(Ordinary Resolution)**.

7. Appointing Mr. R. A. Shah as an Independent Director of the Company for a period of one year from the 32nd AGM till the conclusion of the 33rd AGM **(Ordinary Resolution)**.

8. Appointing Dr. K. U. Mada as an Independent Director of the Company for a period of one year from the 32nd AGM till the conclusion of the 33rd AGM **(Ordinary Resolution)**.

... 2.

LUPIN

9. Appointing Mr. Dileep C. Choksi as an Independent Director of the Company for a period of one year from the 32nd AGM till the conclusion of the 33rd AGM **(Ordinary Resolution)**.

10. Ratifying the remuneration payable to Mr. S. D. Shenoy, Cost Auditor, for conducting cost audit for the year ending March 31, 2015 **(Ordinary Resolution)** and

11. Creating charges on the Company's properties to secure financial assistance availed/to be availed by the Company up to ₹ 20,000 million **(Special Resolution)**.

Kindly confirm having noted the above.

Thanking you,

Yours faithfully,
For **LUPIN LIMITED**

R. V. SATAM
COMPANY SECRETARY & COMPLIANCE OFFICER