



Divi's Laboratories Limited

Date. 20th March 2015

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra-Kurla Complex, Bandra (East)
MUMBAI – 400 051

Dear Sir,

Sub: Clause 35A - Declaration of Postal Ballot Results – Reg.
Ref: Stock Code: DIVISLAB

Pursuant to clause 35A of the Listing Agreement, please find enclosed herewith the results of the Postal Ballot declared today along with the copy of the report issued by the Scrutinizer, Mr. V. Bhasakara Rao, Company Secretary in Practice, regarding approval sought from the members for:

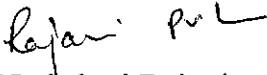
1. Re-appointment of Mr. Madhusudana Rao Divi as Director - Projects of the Company.
2. Re-appointment of Mr. Kiran S. Divi as Director & President- Operations of the Company.

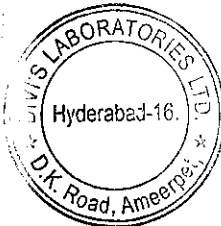
The above resolutions mentioned in the notice dated 31st January, 2015, were accordingly approved by shareholders with requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Divi's Laboratories Limited**


P V Lakshmi Rajani
Company Secretary



“An ISO-9001, ISO-14001 and OHSAS-18001 Triple certified company”

Regd. Off : Divi Towers, 7-1-77/E/1/303, Dharam Karan Road, Ameerpet, Hyderabad - 500 016. INDIA

CIN : L24110TG1990PLC011854 Tel : 91-40-2378 6300, Fax : 91-40-2378 6460

E-mail : mail@divislaboratories.com, Website : www.divislaboratories.com



Divi's Laboratories Limited

Results of the Postal Ballot in the specified format under clause 35A of the Listing Agreement:

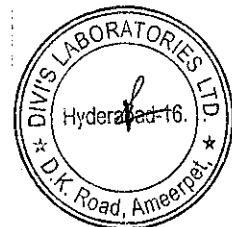
Resolution No.1:

Details of Agenda: Re-appointment of Mr. Madhusudana Rao Divi (DIN: 00063843) as Director - Projects of the Company

Resolution required: Special

Mode of Voting: Postal Ballot

Promoter/Public	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	69130616	68785000	99.5001	68785000	0	100	0
Public – Institutional holders	43879159	28999944	66.0905	28889176	110768	99.618	0.3819
Public-Others	19724515	5367589	27.2128	5366624	965	99.982	0.0179
Total	132734290	103152533	77.7136	103040800	111733	99.8917	0.1083



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Divi's Laboratories Limited

Resolution No.2:

Details of Agenda: Re-appointment of Mr. Kiran S. Divi (DIN: 00006503) as Director & President- Operations of the Company

Resolution required: Ordinary

Mode of Voting: Postal Ballot

Promoter/Public	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	69130616	45785000	66.2297	45785000	0	100	0
Public – Institutional holders	43879159	29548752	67.3412	29150018	398734	98.6505	1.3494
Public-Others	19724515	5367580	27.2127	5366615	965	99.982	0.0179
Total	132734290	80701332	60.7992	80301633	399699	99.5047	0.4953

Accordingly, the above resolutions have been carried by the requisite majority.

Place : Hyderabad
Dated : 20.03.2015

For DIVI'S LABORATORIES LTD.


COMPANY SECRETARY

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FORM No. MGT-13
Report of Scrutinizer on E-voting and Ballot

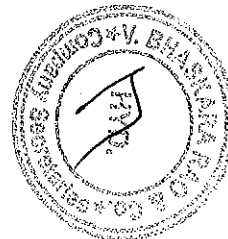
[Pursuant to rule Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]

To
Dr Murali K.Divi
Chairman and Managing Director
Divi's Laboratories Limited

Dear Sir,

I V. Bhaskara Rao, Proprietor of V.Bhaskara Rao & Co., a Company Secretaries in practice having office at 6-2-1085/B, Flat No.103, Badam Sohana Apartments, Rajbhavan Road, Somajiguda, Hyderabad - 500 082, appointed as Scrutinizer by the Company for the purpose of the Postal Ballot carried out as per the provisions of the Companies Act, 2013 and rules 22 of the Companies (Management and Administration) Rules, 2014 on the resolutions as mentioned in the notice of Postal Ballot dated 31st January 2015 and submit our report as under

1. The shareholders holding shares as on the "cut off" date i.e. 30th January,2015 were entitled to vote on the proposed resolutions (Item Nos.1 & 2) as set out in the Notice of Postal Ballot Form
2. The e-voting commenced on 17th February, 2015 (9.00AM) and ended on 18th March, 2015 (5.00 PM).
3. In respect of E-Voting the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of Karvy (<https://www.evoting.karvy.com>)
4. All postal ballot forms received up to the close of working hours on 18.03.2015 the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

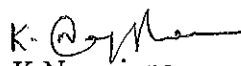


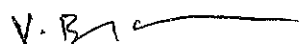
5. 397 Postal Ballot forms were received and 415 shareholders casted their votes on the e-voting platforms.
6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until Chairman considers, approves and signs the Minutes of the aforesaid and the same are handed over to the Company Secretary, for safe keeping.
7. Particulars of all the postal ballot forms received from the members have been entered in a register separately maintained for the purpose.
8. We did not find any defaced or mutilated ballot paper.
9. Envelops containing postal ballot forms returned undelivered and these envelops were also not opened and they are separately kept.
10. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with Register of Members of the Company as on 30.01.2015 and list of beneficiaries as on 30.01.2015.
11. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
12. The shareholders who casted their votes both through postal Ballot as well as through e-voting, the votes casted through e-voting has been considered.

We have completed the formalities of voting by Electronic & Postal Ballot and hereby submit our report as attached to this report and you may accordingly declare the results of the voting

For V. Bhaskara Rao & Co.
Company Secretaries

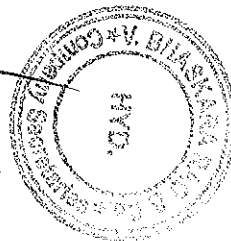
Witness:


K. Nagarjuna
Company Secretary
ACS:35995



V. Bhaskara Rao
Proprietor

C.P.No: 4182, FCS No.5939



Place: Hyderabad
Date: 20.03.2015

Annexure

Resolution 1: Re-Appointment of Mr Madhusudana Rao Divi (DIN: 00063843) as Director – Projects of the Company

Particulars	Number of members voted (in person or proxy)				Number of votes cast by them			
	Ballot	E-voting	Total	% of total number of valid votes cast	Ballot	E-voting	Total	% of total number of valid votes cast
1 Voted in Favour of the resolution	370	394	764	94.09	1841861	101198939	103040800	99.89
2 Voted Against the Resolution	8	6	14	1.72	940	110793	111733	0.11
3 Invalid/Abstained Votes	19	15	34	4.19	3301	583407	586708	--
Total	397	415	812	100.00	1846102	101893139	103739241	100.00



Resolution 2: Re-appointment of Mr. Kiran S. Divi (DIN: 00006503) as Director & President – Operations of the Company

Particulars	Number of members voted (in person or proxy)				Number of votes cast by them			
	Ballot	E-voting	Total	% of total number of valid votes cast	Ballot	E-voting	Total	% of total number of valid votes cast
1 Voted in Favour of the resolution	370	399	769	94.70	1841852	78459781	80301633	99.50
2 Voted Against the Resolution	7	11	18	2.22	939	398760	399699	0.50
3 Invalid/Abstained Votes	20	5	25	3.08	3311	23034598	23037909	--
Total	397	415	812	100.00	1846102	101893139	103739241	100.00

