MERCK

Date 9th April 2015
Division/Dept. SECRETARIAL
Care of
Phone
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Your letter
Your ref.

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai – 40 0051

Bombay Stock Exchange Limited
1st Floor, Rotunda Building, Dalal Street Fort
Mumbai - 400 001

Dear Sir,

Sub: Voting Results under Clause 35A of the Listing Agreement

This is to inform you that all the 12 (Twelve) resolutions placed before the Annual General Meeting of the Company held on 8th April 2015 have been approved with the requisite majority by the members present at the meeting and the members who voted through e.voting.

In terms of clause 35A of the Listing Agreement, the details votes cast in favour and against of each of the resolution are annexed to this letter.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For **Merck Limited**

MERCK LIMITED MERCK INDIA

Vikas Gupta
General Counsel & Company Secretary

Merck Limited
Registered Office
Shiv Sagar Estate 'A',
Dr. A. B. Road, Worli, Mumbai 400018, India.
Tel: +91 22 66609000
Fax: +91 22 24950307
www.merck.co.in
CIN: L99999MH1967PLC013726

Voting details as per Clause 35A of the Listing Agreement

Date of the AGM: 8th April 2015

Total number of shareholders on record date: 29683

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 3 (through Authorised Representative)

Public: 126

No. of Shareholders attended the meeting through Video Conferencing: Not Arranged

Promoters and Promoter Group: NA

Public: NA

Details of the Agenda:

ORDINARY BUSINESS:

1. *Adoption of Audited Financial Statements, Directors' Report and Auditors' Report for the year ended 31 December 2014.*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requite majority)
Details of voting : As Annexed

2. *Declaration of Dividend for the financial year 2014.*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

3. *Appointment of Director in place of Mr. N. Krishnan who retires by rotation and, being eligible, offers himself for re-appointment.*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting (Resolution passed with requisite majority)
Details of voting : As Annexed

4. *Appointment of Auditors and to fix their remuneration*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

SPECIAL BUSINESS:

5. *Appointment of Mr. S.N. Talwar as an Independent Director*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

6. *Appointment of Mr. H.C. H. Bhabha as an Independent Director*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

7. *Appointment of Mrs. Rani Ajit Jadhav as an Independent Director*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

8. *Appointment of Mr. Anand Nambiar as a Director and Managing Director*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

9. *Appointment of Mr. Brijesh Kapil as a Director and Whole Time Director*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

10. *Appointment of Mr. Ali Sleiman as a Director and Whole Time Director*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

11. *Fixing the remuneration of Cost Auditor.*

Resolution required: Ordinary
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

12. *Approving the related party transactions/arrangements with Merck KGaA*

Resolution required: Special
Mode of voting: Poll/E-Voting – (Resolution passed with requisite majority)
Details of voting : As Annexed

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution No: 1 Adoption of Audited Financial Statements, Directors' Report and Auditors' Report for the year ended 31 December 2014.							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	9124	0.185924	9124	0	100.000000	0.000000
Total	**16599382**	**11071081**	**66.695742**	**11071081**	**0**	**100.000000**	**0.000000**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 2 : Declaration of Dividend for the financial year 2014							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	5864	0.119494	5864	0	100.000000	0.000000
Total	**16599382**	**11067821**	**66.676103**	**11067821**	**0**	**100.000000**	**0.000000**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 3 : Appointment of Director in place of Mr. N. Krishnan who retires by rotation and, being eligible, offers himself for re-appointment.							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	8874	0.180830	7658	1216	86.297048	13.702952
Total	**16599382**	**11070831**	**66.694236**	**11069615**	**1216**	**99.989016**	**0.010984**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 4 : Appointment of Auditors and to fix their remuneration							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	1669272	793461	67.781282	32.218718
Public-Others	4907378	8774	0.178792	8738	36	99.589697	0.410303
Total	**16599382**	**11070731**	**66.693634**	**10277234**	**793497**	**92.832479**	**7.167521**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 5 : Appointment of Mr. S.N. Talwar as an Independent Director							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	1762733	700000	71.576293	28.423707
Public-Others	4907378	8774	0.178792	7296	1478	83.154775	16.845225
Total	**16599382**	**11070731**	**66.693634**	**10369253**	**701478**	**93.663670**	**6.336330**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 6 : Appointment of Mr. H.C. H. Bhabha as an Independent Director							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	1762733	700000	71.576293	28.423707
Public-Others	4907378	8509	0.173392	7288	1221	85.650488	14.349512
Total	**16599382**	**11070466**	**66.692037**	**10369245**	**701221**	**93.665840**	**6.334160**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 7 : Appointment of Mrs. Rani Jadhav as an Independent Director							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	8774	0.178792	7537	1237	85.901527	14.098473
Total	**16599382**	**11070731**	**66.693634**	**11069494**	**1237**	**99.988826**	**0.011174**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 8 : Appointment of Mr.Anand Anmbiar as a Director and Managing Director							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	8755	0.178405	8725	30	99.657339	0.342661
Total	**16599382**	**11070712**	**66.693519**	**11070682**	**30**	**99.999729**	**0.000271**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 9: Appointment of Mr.Brijesh Kapil as a Director and Whole time Director.							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	8509	0.173392	8419	90	98.942296	1.057704
Total	**16599382**	**11070466**	**66.692037**	**11070376**	**90**	**99.999187**	**0.000813**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 10 : Appointment of Mr. Ali Sleiman as a Director and Whole time Director.							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	8774	0.178792	8684	90	98.974242	1.025758
Total	**16599382**	**11070731**	**66.693634**	**11070641**	**90**	**99.999187**	**0.000813**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 11 : Fixing the remuneration of cost auditor							
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	8599224	8599224	100.000000	8599224	0	100.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	8774	0.178792	8678	96	98.905858	1.094142
Total	**16599382**	**11070731**	**66.693634**	**11070635**	**96**	**99.999133**	**0.000867**

MERCK LIMITED (CIN : L99999MH1967PLC013726)							
Clause 35A (Physical and e-Voting)							
Resolution 12 : Approving the related party transaction with Merck KGaA							
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	8599224	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	3092780	2462733	79.628457	2462733	0	100.000000	0.000000
Public-Others	4907378	8773	0.178772	8715	58	99.338881	0.661119
Total	**16599382**	**2471506**	**14.889145**	**2471448**	**58**	**99.997653**	**0.002347**