



PARENTERAL DRUGS (INDIA) LIMITED

Regd. Office: 340, Laxmi Plaza, Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai-400 053 (MH) India;
Tel.: (022) 61725900-01; Fax: (022) 26333763; E-mail: pdpl_mumbai@pdindia.com; Website: www.pdindia.com

29th September, 2018

To,
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

**Sub: Disclosure of voting results of 34th Annual General Meeting held on
29th September, 2018**

Stock Code: PDPL EQ

Dear Sir,

In compliance of Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that all the businesses contained in the Notice of the 34th Annual General Meeting held on 29th September, 2018 at the Classique Club, Behind Infinity Mall, Link Road, Oshiwara, Andheri (West), Mumbai – 400053 were transacted and approved by the shareholders.

The details of the combined voting results (i.e. the results of remote e-voting together with the results of voting by poll) along with the Scrutinizer's Report are enclosed as Annexure A and Annexure B respectively.

You are requested to take the same on record.

Thanking you.

Yours Faithfully,

For Parenteral Drugs (India) Limited

Vinod Kumar Gupta
Managing Director



Corp. Office: Shree Ganesh Chambers, A.B. Road, Navlakha Crossing,
Indore-452 001 (M.P.) India; Ph.: (0731) 4092000, 6652000-03;
Fax: (0731) 2401052; E-mail: pdpl@pdindia.com;
CIN: L24100MH1983PLC126481



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Annexure-H

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	21849243		0		0		
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21849243				0		
Public Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total							
Public- Non institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total							
Total								



Annexure-A

Date of the AGM/EGM	29/09/2018
Total number of shareholders on record date	7593
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public	25
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	N.A.
Public	N.A.

Agenda Item No. 1

a. Adoption and approval of Standalone Financial Statement and reports of the Board of Directors and Auditors thereon of the company as on 31st March, 2018.

b. Adoption and approval of Consolidated Financial Statement and reports of the Board of Directors and Auditors thereon of the company as on 31st March, 2018.

Resolution required: Ordinary			No					
Whether promoter/promoter group are interested in the agenda/resolution ?								
Category	Mode of Voting	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	E-Voting	21849243	21818257	99.86	21818257	0	100.00	0.00
	Poll		30986	0.14	30986	0	100.00	0.00
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21849243	21849243	100.00	21849243	0	100.00	0.00
Public Institutions	E-Voting	9330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7957727	3460.00	0.04	3460.00	0.00	100.00	0.00
	Poll		307.00	0.00	307.00	0.00	100.00	0.00
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	7957727	3767	0.04	3767	0	100.00	0.00
Total		29816300	21853010	73.29	21853010	0	100.00	0.00



Date of the AGM/EGM	29/09/2018
Total number of shareholders on record date	7593
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	6 25
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	N.A. N.A.

Agenda Item No. 2

Re-appointment of Shri Govind Das Garg (DIN:00520067), Whole-Time Director of the company, who is liable to retire by rotation and being eligible offers himself for re-appointment.

Resolution required: Ordinary

Whether promoter/promoter group are interested in the agenda/resolution ?

		No						
Category	Mode of Voting	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	E-Voting	21849243	21818257	99.86	21818257	0	100.00	0.00
	Poll		30986	0.14	30986	0	100.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	21849243	100.00	21849243	0	100.00	0.00
Public Institutions	E-Voting	9330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	9330	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7957727	3460.00	0.04	3460	0	0.00	0.00
	Poll		307.00	0.00	307	0	100.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	7957727	3767	0.04	3767	0	0.00	0.00
Total		29816300	21853010	73.29	21853010	0	100.00	0.00



Date of the AGM/EGM				29/09/2018				
Total number of shareholders on record date				7593				
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public				6 25				
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public				N.A. N.A.				
Agenda Item No. 3								
Authority to enter into contract/arrangement with Related Parties								
Resolution required: Special								
Whether promoter/promoter group are interested in the agenda/resolution ?				No				
Category	Mode of Voting	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	E-Voting	21849243	21818257	99.86	21818257	0	100.00	0.00
	Poll		30986	0.14	30986	0	100.00	0.00
	Postal Ballot (if applicable)		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	21849243	100.00	21849243	0	100.00	0.00
Public Institutions	E-Voting	9330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	9330	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7957727	3460.00	0.04	3460.00	0.00	100.00	0.00
	Poll		307.00	0.00	307.00	0.00	100.00	0.00
	Postal Ballot (if applicable)	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	7957727	3767	0.04	3767	0	100.00	0.00
Total		29816300	21853010	73.29	21853010	0	100.00	0.00



Date of the AGM/EGM	29/09/2018
Total number of shareholders on record date	7593
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	6 25
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	N.A. N.A.

Agenda Item No. 4

Re-appointment of Shri Vinod Kumar Gupta (DIN:00039145), as Managing Director of the company.

Resolution required: Special

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 nolled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21849243	21818257	99.86	21818257	0	100.00	0.00
	Poll		30986	0.14	30986	0	100.00	0.00
	Postal Ballot (if applicable)		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	21849243	100.00	21849243	0	100.00	0.00
Public Institutions	E-Voting	9330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	9330	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7957727	3460.00	0.04	3460	0	0.00	0.00
	Poll		307.00	0.00	307	0	100.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	7957727	3767	0.04	3767	0	0.00	0.00
Total		29816300	21853010	73.29	21853010	0	100.00	0.00



Date of the AGM/EGM				29/09/2018				
Total number of shareholders on record date				7593				
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:				6				
Public				25				
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:				N.A.				
Public				N.A.				
Agenda Item No. 5								
Appointment of Shri Manish Verma (DIN:08168517) as an Independent Professional Director of the company								
Resolution required: Ordinary								
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	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	E-Voting	21849243	21818257	99.86	21818257	0	100.00	0.00
	Poll		30986	0.14	30986	0	100.00	0.00
	Postal Ballot (if applicable)		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	21849243	100.00	21849243	0	100.00	0.00
Public Institutions	E-Voting	9330	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	9330	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7957727	3460.00	0.04	3460	0	0.00	0.00
	Poll		307.00	0.00	307	0	100.00	0.00
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	7957727	3767	0.04	3767	0	0.00	0.00
Total		29816300	21853010	73.29	21853010	0	100.00	0.00



Archna Maheshwari & Co.

Company Secretaries

"Kamal Kripa", 97, Jaora Compound,

Indore - 452 001 (M.P.)

Phone : 0731-2700940, 2704354

Email : pcsarchna@gmail.com

Report of Scrutinizer (Form MGT-13)

[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Parenteral Drugs (India) Limited
340, Laxmi Plaza, Laxmi Industrial Estate,
New Link Road, Andheri (W),
Mumbai- 400053

Sub : Scrutinizer's Report on remote e-voting/poll at the 34th Annual General Meeting of the Equity Shareholders of Parenteral Drugs (India) Limited held on Saturday, the 29th day of September, 2018 at 9.30 A.M. at the Classique Club, Behind Infinity Mall, Link Road, Andheri (West), Mumbai

Dear Sir,

I, Archna Maheshwari, Practicing Company Secretary, having office at "Kamal Kripa", 97, Jaora Compound, Indore-452001 (M.P) was appointed as Scrutinizer by the Board of Directors of Parenteral Drugs (India) Limited (the company) for the purpose of scrutinizing remote e-voting process (remote e-voting) pursuant to section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time and poll in respect of below mentioned resolution(s), at the 34th Annual General Meeting of the Equity Shareholders of Parenteral Drugs (India) Limited, held on Saturday, the 29th day of September, 2018 at the Classique Club, Behind Infinity Mall, Link Road, Andheri (West), Mumbai:

1. The Compliance with the provisions of the Companies Act, 2013 and the rules made there under relating to voting through electronic means (by remote e-voting) is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour, against or invalid, if any, to the Chairman on the resolutions, based on the reports generated from electronic voting system provided by Central Depository Services Limited.
2. In accordance with the Notice of the 34th Annual General Meeting sent to the shareholders, the remote e-voting opened at 9.00 A.M. on 26th September, 2018 and closed at 5.00 P.M. on 28th September, 2018.
3. The equity shareholders as on 22nd September, 2018 (cut-off date) were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the company.



4. After the time fixed for closing of the e-voting i.e. 5.00 p.m. on 28th September, 2018, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website <https://www.evotingindia.com> of Central Depository Services India Limited (CDSL), the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
5. At the Annual General Meeting, the ballot boxes kept for polling were locked in presence of the Chairman.
6. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
7. I did not find any e-votes/poll papers invalid.
8. The result of the e-votes/ poll is as under:

(a) Resolution No.1 :

- (a) Consideration, approval and adoption of the Standalone Financial Statements and reports of the Board of Directors and Auditors thereon of the company as on 31st March, 2018
- (b) Consideration, approval and adoption of the Consolidated Financial Statements and reports of the Board of Directors and Auditors thereon of the company as on 31st March, 2018

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	4	31293	100.00
E-Voting	27	21821717	100.00
Total	31	21853010	-



(ii) Voted against the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of Voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NA
E-Voting	NIL	NA
Total	NIL	NA

(b) Resolution No.2:

Re-appointment of Shri Govind Das Garg (DIN: 00520067), Whole-time Director of the company, who is liable to retire by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	4	31293	100.00
E-Voting	27	21821717	100.00
Total	31	21853010	-



Atchha Maheshwari

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

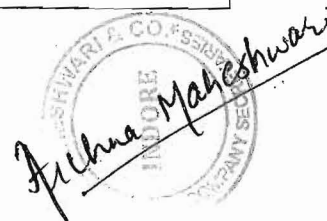
Mode of Voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NA
E-Voting	NIL	NA
Total	NIL	NA

(c) Resolution No.3:

Authority to enter into contract/arrangement with Related Parties.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	4	31293	100.00
E-Voting	27	21821717	100.00
Total	31	21853010	-



(ii) Voted **against** the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of Voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NA
E-Voting	NIL	NA
Total	NIL	NA

(d) **Resolution No.4:**

Re-appointment of Shri Vinod Kumar Gupta (DIN: 00039145) as Managing Director of the company.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	4	31293	100.00
E-Voting	27	21821717	100.00
Total	31	21853010	-



(ii) Voted **against** the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
E-Voting	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Mode of Voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NA
E-Voting	NIL	NA
Total	NIL	NA

(e) **Resolution No.5:**

Appointment of Shri Manish Verma (DIN: 08168517) as an Independent Professional Director of the company.

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	4	31293	100.00
E-Voting	27	21821717	100.00
Total	31	21853010	-

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0



E-Voting	0	0	0
Total	0	0	0

(iii) **Invalid votes:**

Mode of Voting	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Physical	NIL	NA
E-Voting	NIL	NA
Total	NIL	NA

10. A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.

11. The poll papers and all other relevant records are sealed and handed over to the ~~Company Secretary~~/Director authorized by the Board for safe keeping.

Place: Indore

Dated: 29th September, 2018



**Thanking you
Yours faithfully**

Archana Maheshwari

Practicing Company Secretary

Membership No. 9436

