



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

31st August, 2019

To
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block
BandraKurla Complex
Bandra (E), Mumbai- 400051

To
Bombay Stock Exchange Limited
PhirozeJeejeebhoy Towers
Rotunda Bldg., Dalal Street
Mumbai- 400001

Symbol: PDPL

Scrip Code: 524689

Sub: Disclosure of voting results of 35th Annual General Meeting held on
31st August, 2019

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 35th Annual General Meeting held on 31st August, 2019 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 herewith.

You are requested to take the same on record.

Thanking you.

Yours Faithfully,

For **Parenteral Drugs (India) Limited**

Suruchi Maheshwari
Company Secretary



Voting Results

Date of the AGM/EGM	31-08-2019
Total number of shareholders on record date	7511
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public	33
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	N.A.
Public	N.A.

Agenda Item No. 1

- a. Adoption of Standalone Financial Statements and reports of the Board of Directors and Auditors thereon of the company as on 31st March, 2019.
b. Adoption of Consolidated Financial Statements and Auditors thereon of the company as on 31st March, 2019.

Resolution required: Ordinary

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		-	-	-	-	-	-
	Postal Ballot (if applicable)	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	21818257	99.86	21818257	0	100.00	0.00
Public Institutions	E-Voting	2530	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	2530	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7964527	286793.00	3.60	286793.00	0.00	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	7964527	286793	3.60	286793	0	100.00	0.00
Total		29816300	22105050	74.14	22105050	0	100.00	0.00



Agenda Item No. 2								
Re-appointment of Shri Vinod Kumar Gupta (DIN:00039145), Managing 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		-	-	-	-	-	-
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21849243	21818257	99.86	21818257	0	100.00	0.00
Public Institutions	E-Voting	2530	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	2530	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7964527	286793.00	3.60	286792	1	99.9997	0.0003
	Poll							
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	7964527	286793	3.60	286792	1	99.9997	0.0003
Total		29816300	22105050	74.14	22105049	1	99.9997	0.0003



Agenda Item No. 3

Re-Appointment of Shri Dharam Pal Khanna (DIN:00041106) as a Non- Executive Independent Director of the Company

Resolution required: Special

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

Category	Mode of Voting	No. of shares held (1)	No					
			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	21818257	99.86	21818257	0	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	21818257	99.86	21818257	0	100.00	0.00
Public Institutions	E-Voting	2530	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	2530	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7964527	286793.00	3.60	286792.00	1.00	99.9997	0.0003
	Poll		0.00	0.00	-	0.00	0.00	0.00
	Postal Ballot (if applicable)	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	7964527	286793	3.60	286792	0	99.9997	0.0003
Total		29816300	22105050	74.14	22105049	0	99.9997	0.0003



Agenda Item No. 4								
Re-Appointment of Shri Dilip Kumar Sinha (DIN:00366192) as a Non- Executive Independent Director of the Company								
Resolution required: Special			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		-	-	-	-	-	-
	Postal Ballot (if applicable)		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	21818257	99.86	21818257	0	100.00	0.00
Public Institutions	E-Voting	2530	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	2530	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7964527	286793.00	3.60	286792	1	99.9997	0.0003
	Poll		0.00	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	7964527	286793	3.60	286792	1	99.9997	0.0003
Total		29816300	22105050	74.14	22105049	1	99.9997	0.0003



Agenda Item No. 5

Authority to enter into Contracts/Arrangements with Related Party

Resolution required: Ordinary	
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Whether promoter/promoter group are interested in the agenda/resolution ?	Yes
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Yes

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	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	-	-	-	-	-	-
Public Institutions	E-Voting	2530	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	2530	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7964527	282608.00	3.55	282607	1	99.9996	0.0004
	Poll		0.00	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	7964527	282608	3.55	282607	0	99.9996	0.0004
Total		29816300	282608	0.95	282607	0	99.9996	0.0004



Agenda Item No. 6								
To Sale, Transfer or Dispose of Whole or substantially whole of the assets of the Company								
Resolution required: Special								
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
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	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		N. A.	N. A.	N. A.	N. A.	N. A.	N. A.
	Total	21849243	-	-	-	-	-	-
Public Institutions	E-Voting	2530	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	2530	0	0.00	0	0	0.00	0.00
Public- Non institutions	E-Voting	7964527	282608.00	3.55	282608	0	100.00	0.00
	Poll		0.00	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	7964527	282608	3.55	282608	0	100.00	0.00
Total		29816300	282608	3.55	282608	0	100.00	0.00





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31st August, 2019

To
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block
BandraKurla Complex
Bandra (E), Mumbai- 400051

To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Rotunda Bldg., Dalal Street
Mumbai- 400001

Symbol: PDPL

Scrip Code: 524689

Sub: Submission of Scrutinizer Report of 35th Annual General Meeting held on
31st August, 2019

Dear Sir/Ma'am,

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the captioned subject, please find attached herewith Scrutinizer's Report.

You are requested to take the same on record.

Thanking you.

Yours Faithfully

for **Parenteral Drugs (India) Limited**


Suruchi Maheshwari
Company Secretary



Form -MGT-13
Report of Scrutinizer(s)

[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 35th Annual General Meeting of the Equity Shareholders of Parenteral Drugs (India) Limited held on Saturday, the 31st day of August, 2019 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 35th Annual General Meeting of the Equity Shareholders of Parenteral Drugs (India) Limited, held on Saturday, the the 31st day of August, 2019 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 35th Annual General Meeting sent to the shareholders, the remote e-voting opened at 9.00 A.M. on 28th August, 2019 and closed at 5.00 P.M. on 30th August, 2019.

Archna Maheshwari
Archna Maheshwari
Company Secretary

3. The equity shareholders as on 23rd August, 2019 (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 30th August, 2019, 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) Adoption of the Standalone Financial Statement and report of the Board of Directors and Auditors thereon of the Company as on 31st March, 2019.
- (b) Adoption of the Consolidated Financial Statement and Auditors Report thereon of the Company as on 31st March, 2019.

(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	-	-	-
E-Voting	74	22105050	100
Total	74	22105050	-

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	0	0
E-Voting	NIL	NA
Total	NIL	NA

(b) Resolution No.2:

Re-appointment of Shri Vinod Kumar Gupta (DIN:00039145), Managing Director of the Company, who is liable to retire by rotation and being eligible offered 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	-	-	-
E-Voting	73	22105049	99.9997
Total	73	22105049	-

(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	1	1	0.0003
Total	1	1	-

Prithvi Maheshwari
SECRETARY

(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	0	0
E-Voting	NIL	NA
Total	NIL	NA

(c) **Resolution No.3:**

Re-appointment of Shri Dharam Pal Khanna (DIN: 00041106) as a Non Executive Independent 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	-	-	-
E-Voting	73	22105049	~~99.9997~~
Total	73	22105049	-

(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	1	1	0.0003
Total	1	1	-

Signature *Maheshwari*

(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	0	0
E-Voting	NIL	NA
Total	NIL	NA

(d) Resolution No.4:

Re-appointment of Shri Dilip Kumar Sinha (DIN: 00366192) as a Non Executive Independent 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	-	-	-
E-Voting	73	22105049	99.9997
Total	73	22105049	-

(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	1	1	0.0003
Total	1	1	-

Prerna Maheshwari

(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	0	0
E-Voting	NIL	NA
Total	NIL	NA

(e) Resolution No.5:

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	-	-	-
E-Voting	54	282607	99.9996
Total	54	282607	

(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	1	1	0.0004
Total	1	1	-

Prerna Maheshwari

(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	0	0
E-Voting	NIL	NA
Total	NIL	NA

(f) **Resolution No.6:**

Sale, transfer or dispose of whole or substantially whole of the assets 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	-	-	-
E-Voting	55	282608	100
Total	55	282608	-

(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

Prerna Maheshwari



(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	0	0
E-Voting	NIL	NA
Total	NIL	NA

9. 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.

Thanking you

Yours faithfully

Place: Indore

Dated: 31st August, 2019



Archana Maheshwari
Archana Maheshwari
Practicing Company Secretary
Membership No. 9436

