



30th April 2016

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex
Bandra (East), Mumbai 400051

Scrip Code: 500674

Scrip Code: SANOFI

Dear Sirs,

Re: Annual General Meeting held on 29th April 2016- Voting Results

As required by Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the prescribed form giving the details of the voting results of the Annual General Meeting held on 29th April 2016.

We also enclose herewith a copy of the report of the Scrutinizer on the e-voting conducted from 26th April 2016 to 28th April 2016 and the poll at the venue of the meeting.

Thanking you,

Yours faithfully,

SANOFI INDIA LIMITED

K.SUBRAMANI
COMPANY SECRETARY

Encl: a/a

Sanofi India Limited									
Resolution Required : (Ordinary)		1 - Adoption of financial statements for year ended 31st December 2015							
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	
Promoter and Promoter Group		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$	
	E-Voting	13909587	13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll		4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions		6849224	5792232	84.5677	5590105	202127	96.5104	3.4896	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		5792232	84.5677	5590105	202127	96.5104	3.4896	
	Total		408341	17.9743	408341	0	100.0000	0.0000	
Public Non Institutions		2271811	789	0.0347	780	9	98.8593	1.1407	
	E-Voting		409130	18.0090	409121	9	99.9978	0.0022	
	Poll		20110949	87.3226	19908813	202136	98.9949	1.0051	
	Total		23030622						

SANOFI INDIA LIMITED



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Sanofi India Limited

2 - (a) Approval and confirmation of Interim Dividend for year ended 31st December 2015									
(b) Declaration of :s									
(i) Final Dividend for year ended 31st December 2015; and									
No									
Resolution Required : (Ordinary)	Whether promoter/ promoter group are interested in the agenda/resolution?	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		13904722	99.9650	13904722	0	100.0000	0.0000
		Poll	13909587	4865	0.0350	4865	0	100.0000	0.0000
		Total		13909587	100.0000	13909587	0	100.0000	0.0000
Public Institutions		E-Voting		5792232	84.5677	5792232	0	100.0000	0.0000
		Poll	6849224	0	0.0000	0	0	0.0000	0.0000
		Total		5792232	84.5677	5792232	0	100.0000	0.0000
Public Non Institutions		E-Voting		408341	17.9743	408341	0	100.0000	0.0000
		Poll	2271811	789	0.0347	780	9	98.8593	1.1407
		Total		409130	18.0090	409121	9	99.9978	0.0022
Total			23030622	20110949	87.3226	20110940	9	100.0000	0.0000



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Sanofi India Limited									
Resolution Required : (Ordinary)			3 - Ratification of appointment of M/s. SRBC & Co. LLP as Statutory Auditors						
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	
Promoter and Promoter Group	E-Voting	[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	
			13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll	13909587	4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions	E-Voting		5740402	83.8110	5740259	143	99.9975	0.0025	
	Poll	6849224	0	0.0000	0	0	0.0000	0.0000	
	Total		5740402	83.8110	5740259	143	99.9975	0.0025	
Public Non Institutions	E-Voting		408341	17.9743	408141	200	99.9510	0.0490	
	Poll	2271811	789	0.0347	780	9	98.8593	1.1407	
	Total		409130	18.0090	408921	209	99.9489	0.0511	
Total		23030622	20059119	87.0976	20058767	352	99.9982	0.0018	

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Sanofi India Limited									
Resolution Required : (Ordinary)		4 - Approval of remuneration payable to M/s. N. I. Mehta & Co., Cost Auditors							
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 polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	13909587	13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll		4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions	E-Voting	6849224	5792232	84.5677	5792232	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		5792232	84.5677	5792232	0	100.0000	0.0000	
Public Non Institutions	E-Voting	2271811	408341	17.9743	408341	0	100.0000	0.0000	
	Poll		789	0.0347	780	9	98.8593	1.1407	
	Total		409130	18.0090	409121	9	99.9978	0.0022	
Total		23030622	20110949	87.3226	20110940	9	100.0000	0.0000	

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Sanofi India Limited									
Resolution Required : (Ordinary)			5 - Appointment of Mr. J. Silvestre as Director						
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	
Promoter and Promoter Group		[1]	[2]	[3]= {[2]/[1]}*100	[4]	[5]	[6]= {[4]/[2]}*100	[7]= {[5]/[2]}*100	
	E-Voting		13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll	13909587	4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions			5792232	84.5677	5663707	128525	97.7811	2.2189	
	E-Voting	6849224	0	0.0000	0	0	0.0000	0.0000	
	Poll								
	Total		5792232	84.5677	5663707	128525	97.7811	2.2189	
Public Non Institutions			408341	17.9743	408341	0	100.0000	0.0000	
	E-Voting	2271811	789	0.0347	780	9	98.8593	1.1407	
	Poll								
	Total		409130	18.0090	409121	9	99.9978	0.0022	
Total		23030622	20110949	87.3226	19982415	128534	99.3609	0.6391	

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Resolution Required : (Special)			6 - Re-appointment of and remuneration payable to Dr. S. Ayyangar, Managing Director						
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	
Promoter and Promoter Group		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$	
	E-Voting		13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll	13909587	4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions			5792232	84.5677	5735568	56664	99.0217	0.9783	
	E-Voting	6849224	0	0.0000	0	0	0.0000	0.0000	
	Poll								
	Total		5792232	84.5677	5735568	56664	99.0217	0.9783	
Public Non Institutions			408141	17.9654	408133	8	99.9980	0.0020	
	E-Voting	2271811	789	0.0347	780	9	98.8593	1.1407	
	Poll								
	Total		408930	18.0001	408913	17	99.9958	0.0042	
Total		23030622	20110749	87.3218	20054068	56681	99.7182	0.2818	

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7 - Appointment of and remuneration payable to Mr. N. Rajaram, Wholetime Director (Alternate to Mr. J. Silvestre)									
Resolution Required : (Special)									
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	No
Promoter and Promoter Group	E-Voting	[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
	Poll	13909587	13904722	99.9650	13904722	0	100.0000	0.0000	
	Total		4865	0.0350	4865	0	100.0000	0.0000	
Public Institutions	E-Voting		13909587	100.0000	13909587	0	100.0000	0.0000	
	Poll	6849224	5792232	84.5677	5666142	126090	97.8231	2.1769	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions	E-Voting		5792232	84.5677	5666142	126090	97.8231	2.1769	
	Poll	2271811	408341	17.9743	408133	208	99.9491	0.0509	
	Total		789	0.0347	780	9	98.8593	1.1407	
Total		23030622	409130	18.0090	408913	217	99.9470	0.0530	
			20110949	87.3226	19984642	126307	99.3719	0.6281	



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Sanofi India Limited									
Resolution Required : (Special)			8 - Appointment of and remuneration payable to Mr. L. Guerin, Wholetime Director (Alternate to Mr. F. Briens)						
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	
Promoter and Promoter Group		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$	
	E-Voting		13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll	13909587	4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions			5792232	84.5677	5666142	126090	97.8231	2.1769	
	E-Voting	6849224	0	0.0000	0	0	0.0000	0.0000	
	Poll								
	Total		5792232	84.5677	5666142	126090	97.8231	2.1769	
Public Non Institutions			408341	17.9743	408333	8	99.9980	0.0020	
	E-Voting	2271811	789	0.0347	780	9	98.8593	1.1407	
	Poll								
	Total		409130	18.0090	409113	17	99.9958	0.0042	
Total		23030622	20110949	87.3226	19984842	126107	99.3729	0.6271	

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COMPANY SECRETARY



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Resolution Required : (Special)			9 - Appointment of and remuneration payable to Mr. A. Sood, Wholetime Director (Alternate to Mr. P. Chocat)						
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	
Promoter and Promoter Group		[1]	[2]	[3]={([2]/[1])*100	[4]	[5]	[6]={([4]/[2])*100	[7]={([5]/[2])*100	
	E-Voting		13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll	13909587	4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions			5792232	84.5677	5666142	126090	97.8231	2.1769	
	E-Voting	6849224	0	0.0000	0	0	0.0000	0.0000	
	Poll								
	Total		5792232	84.5677	5666142	126090	97.8231	2.1769	
Public Non Institutions			408341	17.9743	408341	0	100.0000	0.0000	
	E-Voting		789	0.0347	780	9	98.8593	1.1407	
	Poll	2271811							
	Total		409130	18.0090	409121	9	99.9978	0.0022	
Total		23030622	20110949	87.3226	19984850	126099	99.3730	0.6270	

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Sanofi India Limited									
Resolution Required : (Ordinary)			10 - Appointment of Mr. Aditya Narayan as an Independent Director						
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	
Promoter and Promoter Group		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$	
	E-Voting	13909587	13904722	99.9650	13904722	0	100.0000	0.0000	
	Poll		4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions		6849224	5792232	84.5677	5748232	44000	99.2404	0.7596	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		5792232	84.5677	5748232	44000	99.2404	0.7596	
	Total		408341	17.9743	408141	200	99.9510	0.0490	
Public Non Institutions		2271811	789	0.0347	780	9	98.8593	1.1407	
	E-Voting		409130	18.0090	408921	209	99.9489	0.0511	
	Poll		20110949	87.3226	20066740	44209	99.7802	0.2198	
	Total		23030622						

SANOFI INDIA LIMITED

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K. SUBRAMANI
COMPANY SECRETARY



Sanofi India Limited								
Resolution Required : (Ordinary)		11 - Appointment of Ms. Usha Thorat as an Independent Director						
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
Promoter and Promoter Group		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
	E-Voting	13909587	13904722	99.9650	13904722	0	100.0000	0.0000
	Poll		4865	0.0350	4865	0	100.0000	0.0000
	Total		13909587	100.0000	13909587	0	100.0000	0.0000
Public Institutions	E-Voting	6849224	5792232	84.5677	5792232	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		5792232	84.5677	5792232	0	100.0000	0.0000
Public Non Institutions	E-Voting	2271811	408341	17.9743	408341	0	100.0000	0.0000
	Poll		789	0.0347	780	9	98.8593	1.1407
	Total		409130	18.0090	409121	9	99.9978	0.0022
Total		23030622	20110949	87.3226	20110940	9	100.0000	0.0000



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COMPANY SECRETARY

Sanofi India Limited									
Resolution Required : (Special)			12 - Adoption of new Articles of Association						
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	
Promoter and Promoter Group	E-Voting	[1]	[2]	[3]= {[2]/[1]}*100	[4]	[5]	[6]= {[4]/[2]}*100	[7]= {[5]/[2]}*100	
			13904722	99.9650	13904722		100.0000	0.0000	
	Poll	13909587	4865	0.0350	4865	0	100.0000	0.0000	
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	
Public Institutions	E-Voting		5792232	84.5677	5770175	22057	99.6192	0.3808	
	Poll	6849224	0	0.0000	0	0	0.0000	0.0000	
	Total		5792232	84.5677	5770175	22057	99.6192	0.3808	
Public Non Institutions	E-Voting		408341	17.9743	408341	0	100.0000	0.0000	
	Poll	2271811	789	0.0347	780	9	98.8593	1.1407	
	Total		409130	18.0090	409121	9	99.9978	0.0022	
Total		23030622	20110949	87.3226	20088883	22066	99.8903	0.1097	



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COMPANY SECRETARY

Sanofi India Limited									
Resolution Required : (Ordinary)			13 - Approval of material related party transaction - Loan to Shantha Biotechnics Private Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	13909587	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public Institutions	E-Voting	6849224	3997300	58.3614	3542377	454923	88.6192	11.3808	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		3997300	58.3614	3542377	454923	88.6192	11.3808	
Public Non Institutions	E-Voting	2271811	408040	17.9610	152800	255240	37.4473	62.5527	
	Poll		789	0.0347	780	9	98.8593	1.1407	
	Total		408829	17.9957	153580	255249	37.5658	62.4342	
Total		23030622	4406129	19.1316	3695957	710172	83.8822	16.1178	



SANOFI INDIA LIMITED

K. Subramani

K. SUBRAMANI
COMPANY SECRETARY

**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

10/26, BRINDABAN, THANE – 400 601

Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

To,
The Chairman
Sanofi India Limited
CIN: L24239MH1956PLC009794
Sanofi House, CTS No. 117-B, L&T Business Park,
Saki Vihar Road, Powai,
Mumbai - 400 072

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-Voting and voting by your members, at the 60th Annual General Meeting (AGM) of your Company held on Friday, 29th April, 2016 at 02:45 p.m.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Malati A. Kumar



Malati Kumar
C.P. No. 10980

Date : 30th April, 2016

Place : Thane

**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

10/26, BRINDABAN, THANE – 400 601

Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	Sanofi India Limited
MEETING	60 th Annual General Meeting
DATE & TIME	Friday, 29 th April, 2016 at 02:45 p.m.
VENUE	Y. B. Chavan Centre - Auditorium, Gen J. Bhosale Marg, Near Sachivalaya Gymkhana, Nariman Point, Mumbai - 400 021.

1. Appointment as Scrutinizer:

I was appointed as the Scrutinizer for the remote e-voting as well as the electronic voting conducted at the 60th Annual General Meeting (60th AGM) of Sanofi India Limited (hereinafter referred to as the Company) held on Friday, 29th April, 2016 at 02:45 p.m. at Y. B. Chavan Centre - Auditorium, Gen J. Bhosale Marg, Near Sachivalaya Gymkhana, Nariman Point, Mumbai - 400 021.

2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:-

- On 29th March, 2016 by e-mail to 8,376 members who had registered their e-mail-ids with the Company/ Depositories.
- On 31st March, 2016 by courier to 8,910 members in physical form.

3. Cut-off date

The Voting rights were reckoned as on Friday, 22nd April, 2016, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM



**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

10/26, BRINDABAN, THANE – 400 601

Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

4. Remote e-Voting

4.1 Agency:

The Company had appointed **Central Depository Services (India) Limited (CDSL)** as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting:

Remote e-Voting platform was open from **09:00 a.m. on Tuesday, 26th April, 2016 to 5:00 p.m. on Thursday, 28th April, 2016** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by CDSL.

5. Voting at the AGM:

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id/ Client Id, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the remote e-Voting Agency provided us with the names, DP Id/ Client Id, folios and shareholding of the members who had cast their votes through remote e-Voting.

5.3 Link Intime India Private Limited provided e-voting facility to the members who attended the meeting.

6. Counting Process

6.1 On completion of voting at the meeting, Link Intime India Private Limited provided me with the list of members who had cast their votes, their holding details and details of vote cast on the resolution.

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM



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6.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.

6.3 I unblocked the remote e-Voting results on the CDSL e-Voting platform in the presence of Ms. Janvi and Mr. Aditya and downloaded the e-Voting results.

7. Results

7.1 I observed that

- a) 52 members had cast their votes at the meeting.
- b) 147 members had cast their votes through remote e-Voting.

7.2 As required under Regulation 23 (4) of the SEBI (LODR) Regulations, 2015, all the related parties have abstained from voting on Resolution No. 13 whether the entity is a related party to the transaction or not.

7.3 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 60th AGM dated 25th March, 2016 is enclosed.

7.4 Based on the aforesaid results, I report that **eight Ordinary Resolutions** as contained in Item No. 1 to Item No. 5, Item No. 10, Item No. 11 and Item No. 13 and **five Special Resolutions** as contained in Item No. 6 to Item No. 9 and Item No. 12 of the Notice dated 25th March, 2016, have been passed with requisite majority.

Malati A. Kumar

**Malati Kumar
C.P. No. 10980**



Date : 30th April, 2016

Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
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10/26, BRINDABAN, THANE – 400 601

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Consolidated Results

Item No. 1: Adoption of Financial Statements for the Financial Year ended 31st December, 2015.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	144	1,99,03,168	47	5,645	191	19,99,08,813	98.99
Dissent	03	2,02,127	05	09	08	2,02,136	1.01
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 1 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

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Tel 25345648 / 2543 2704 : Fax 2539 0292 – email сна@snaco.net: website www.snaco.net

Consolidated Results

Item No. 2: Approval and confirmation of Interim Dividend and declaration of Final Dividend and Two Special One-time Dividends for the year ended 31st December, 2015.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	2,01,05,295	47	5,645	194	2,01,10,940	100.00
Dissent	0	0	05	09	05	09	0.00
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 2 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM

**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

10/26, BRINDABAN, THANE – 400 601

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Consolidated Results

Item No. 3: Ratification of appointment of M/s. S R B C & CO. LLP, Chartered Accountants, as the Statutory Auditors of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	142	2,00,53,122	47	5,645	189	2,00,58,767	100.00
Dissent	02	343	05	09	07	352	0.00
Total	144	2,00,53,465	52	5,654	196	2,00,59,119	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 3 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

10/26, BRINDABAN, THANE - 400 601

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Consolidated Results

Item No. 4: Approval of remuneration payable to M/s. N. I. Mehta & Co., Cost Accountants for the financial year ending 31st December, 2016.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	2,01,05,295	47	5,645	194	2,01,10,940	100.00
Dissent	0	0	05	09	05	09	0.00
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 4 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM

**S. N. ANANTHASUBRAMANIAN & CO.
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Consolidated Results

Item No. 5: Appointment of Mr. J. Silvestre (DIN: 00489526) as a Director of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	134	1,99,76,770	47	5,645	181	1,99,82,415	99.36
Dissent	13	1,28,525	05	09	18	128534	0.64
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 5 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

10/26, BRINDABAN, THANE – 400 601

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Consolidated Results

Item No. 6: Re-appointment of Dr. S. Ayyangar (DIN: 00268076) as Managing Director of the Company for a period of five years with effect from 25th October, 2015.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	138	2,00,48,423	47	5,645	185	2,00,54,068	99.72
Dissent	08	56,672	05	09	13	56,681	0.28
Total	146	2,01,05,095	52	5,654	198	2,01,10,749	100.00

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 6 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

10/26, BRINDABAN, THANE – 400 601

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Consolidated Results

Item No. 7: Appointment of Mr. N. Rajaram (DIN: 02977405) [presently Alternate to Mr. J. Silvestre (DIN: 00489526)] as a Wholetime Director of the Company for a period of five years from 21st October, 2015.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	135	1,99,78,997	47	5,645	182	1,99,84,642	99.37
Dissent	12	1,26,298	05	09	17	1,26,307	0.63
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 7 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. K.

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 80th AGM

**S. N. ANANTHASUBRAMANIAN & CO.
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Consolidated Results

Item No. 8: Appointment of Mr. L. Guerin (DIN: 07232453) [presently Alternate to Mr. F. Briens (DIN: 03472959)] as a Wholetime Director of the Company for a period of five years from 21st October, 2015.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	136	1,99,79,197	47	5,645	183	1,99,84,842	99.37
Dissent	11	1,26,098	05	09	16	1,26,107	0.63
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 8 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

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Consolidated Results

Item No. 9: Appointment of Mr. A. Sood (DIN: 07272686) [presently Alternate to Mr. P. Chocat (DIN: 07194130)] as a Wholetime Director of the Company for a period of five years from 21st October, 2015.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	137	1,99,79,205	47	5,645	184	1,99,84,850	99.37
Dissent	10	1,26,090	05	09	15	1,26,099	0.63
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 9 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Senofi India Limited at the 60th AGM

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

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Consolidated Results

Item No. 10: Appointment of Mr. Aditya Narayan (DIN: 00012084) as an Independent Director of the Company to hold office for a term of five years from 30th April, 2016 upto 29th April, 2021 and whose office shall not be liable to retire by rotation.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	145	2,00,61,095	47	5,645	192	2,00,66,740	99.78
Dissent	02	44,200	05	09	07	44,209	0.22
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 10 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980

Date : 30th April, 2016

Place : Thane



Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM

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COMPANY SECRETARIES**

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Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

Consolidated Results

Item No. 11: Appointment of Ms. Usha Thorat (DIN: 00542778) as an Independent Director of the Company to hold office for a term of five years from 30th April, 2016 upto 29th April, 2021 and whose office shall not be liable to retire by rotation.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	2,01,05,295	47	5,645	194	2,01,10,940	100.00
Dissent	0	0	05	09	05	09	0.00
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 11 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM

**S. N. ANANTHASUBRAMANIAN & CO.
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Consolidated Results

Item No. 12: Adoption of new Articles of Association of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	140	2,00,83,238	47	5,645	187	2,00,88,883	99.89
Dissent	07	22,057	05	09	12	22,066	0.11
Total	147	2,01,05,295	52	5,654	199	2,01,10,949	100.00

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 12 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980



Date : 30th April, 2016

Place : Thane

**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

10/26, BRINDABAN, THANE – 400 601

Tel 25345648 / 2543 2704 : Fax 2539 0292 – email сна@snaco.net: website www.snaco.net

Consolidated Results

Item No. 13: Approval of Company for granting a loan upto Rs. 3300 million upto 15th April 2017 at an interest rate of 9.5% per annum to Shantha Biotechnics Private Limited, a 'Related Party' as defined under Section 2 (76) of the Companies Act, 2013 and the SEBI LODR.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	117	36,95,177	46	780	163	36,95,957	83.88
Dissent	11	7,10,163	05	09	16	7,10,172	16.12
Total	128	44,05,340	51	789	179	44,06,129	100.00

Based on the aforesaid results and after ensuring that the related parties have abstained from voting on this resolution, I report that the Ordinary Resolution as contained in Item No. 13 of the Notice dated 25th March, 2016, has been passed with requisite majority.

Malati A. Kumar

Malati Kumar

C.P. No. 10980

Date : 30th April, 2016

Place : Thane



Report of Scrutinizer on remote e-Voting & e-Voting by members of Sanofi India Limited at the 60th AGM