



10th April 2015

The Secretary,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI 400 001

The Secretary,
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra East,
Mumbai 400 050

Dear Sir,

Re : Clause 35A of the Listing Agreement – Disclosure of Voting Results on the Postal Ballot for appointment of Independent Directors

We refer to our letter dated 4th March 2015 wherein we had informed you that the approval of the Members was being sought through Postal Ballot for passing Ordinary resolutions for appointment of Independent Directors. A copy of the Postal Ballot Notice had been enclosed with the said letter.

In terms of Clause 35A of the Listing Agreement, we furnish the voting results on the Postal Ballot held between 9th March 2015 and 7th April 2015 for the appointment of Independent Directors.

Date of Postal Ballot Notice – 20th February 2015

Date of declaration of results of Postal Ballot – 10th April 2015

Agenda wise details:

Details of the Agenda				
Item No.	Particulars	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1	Appointment of Mr. S. R. Gupte as an Independent Director	Ordinary	E-voting and Postal Ballot Form	Passed with requisite majority
2	Appointment of Mr. A. K. R. Nedungadi as an Independent Director	Ordinary	E-voting and Postal Ballot Form	Passed with requisite majority
3	Appointment of Mr. Rangaswamy R. Iyer as an Independent Director	Ordinary	E-voting and Postal Ballot Form	Passed with requisite majority

The detailed results are given in the annexe to this letter.

A copy of the report of the scrutinizer is also enclosed.

Thanking you,

Yours faithfully,
SANOFI INDIA LIMITED



K. SUBRAMANI
COMPANY SECRETARY

Encl: a/a

ANNEXE

SANOFI INDIA LIMITED									
Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled		
	1	2	$3 = \frac{(2)}{(1)} \times 100$	4	5	$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$		
Resolution No:1 Ordinary resolution for appointment of Mr. S.R.Gupte (DIN00109548) as an Independent Director									
Mode of Voting: (E-voting)									
Promoter and Promoter Group	13909587	13904722	99.9650	13904722	0	100.0000	0.0000		
Public Institutional Holders	6675169	5520642	82.7042	5520269	373	99.9932	0.0068		
Public-Others	2445866	366918	15.0016	366809	109	99.9703	0.0297		
Total(A)	23030622	19792282	85.9390	19791800	482	99.9976	0.0024		
Mode of Voting: (Poll)									
Promoter and Promoter Group	13909587	4865	0.0350	4865	0	100.0000	0.0000		
Public Institutional Holders	6675169	80000	1.1985	0	80000	0.0000	100.0000		
Public-Others	2445866	25523	1.0435	24886	637	97.5042	2.4958		
Total(B)	23030622	110388	0.4793	29751	80637	26.9513	73.0487		
Result (A+B)	23030622	19902670	86.4183	19821551	81119	99.5924	0.4076		



SANOFI INDIA LIMITED

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K. SUBRAMANI
COMPANY SECRETARY

10/4/2015

SANOFI INDIA LIMITED									
Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled		
	1	2	$3 = \frac{(2)}{(1)} \times 100$	4	5	$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$		
Resolution No:2 Ordinary resolution for appointment of Mr. A.K.R.Nedungadi (DIN 00103214) as an Independent Director									
Mode of Voting: (E-voting)									
Promoter and Promoter Group	13909587	13904722	99.9650	13904722	0	100.0000	0.0000		
Public Institutional Holders	6675169	5520642	82.7042	5520269	373	99.9932	0.0068		
Public-Others	2445866	366918	15.0016	366799	119	99.9676	0.0324		
Total(A)	23030622	19792282	85.9390	19791790	492	99.9975	0.0025		
Mode of Voting: (Poll)									
Promoter and Promoter Group	13909587	4865	0.0350	4865	0	0.0000	0.0000		
Public Institutional Holders	6675169	80000	1.1985	0	80000	0.0000	100.0000		
Public-Others	2445866	25407	1.0388	24598	809	96.8158	3.1842		
Total(B)	23030622	110272	0.4788	29463	80809	26.7185	73.2815		
Result (A+B)	23030622	19902554	86.4178	19821253	81301	99.5915	0.4085		



SANOFI INDIA LIMITED

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K. SUBRAMANII
COMPANY SECRETARY

10/4/2015

SANOFI INDIA LIMITED							
	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Promoter /Public	1	2	3=[(2)/(1)*100	4	5	6=[(4)/(2)]*100	7=[(5)/(2)]*100
Resolution No:3 Ordinary resolution for appointment of Mr. Rangaswamy R.Iyer (DIN 00474407) as an Independent Director							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	13909587	13904722	99.9650	13904722	0	100.0000	0.0000
Public Institutional Holders	6675169	5752825	86.1825	5752825	0	100.0000	0.0000
Public-Others	2445866	366918	15.0016	366902	16	99.9956	0.0044
Total(A)	23030622	20024465	86.9471	20024449	16	99.9999	0.0001
Mode of Voting: (Poll)							
Promoter and Promoter Group	13909587	4865	0.0350	4865	0	100.0000	0.0000
Public Institutional Holders	6675169	80000	1.1985	80000	0	100.0000	0.0000
Public-Others	2445866	25366	1.0371	24680	686	97.2956	2.7044
Total(B)	23030622	110231	0.4786	109545	686	99.3777	0.6223
Result (A+B)	23030622	20134696	87.4258	20133994	702	99.9965	0.0035



SANOFI INDIA LIMITED

Signature

K. SUBRAMANIAN
COMPANY SECRETARY

10/4/2015