



TML: CS: 2017-18:

29th September, 2017

To
Listing Department
BSE Limited.
P. J. Towers, Dalal Street
Mumbai-400001

Listing Department,
National Stock Exchange of India Ltd.
"Exchange Plaza", Bandra – Kurla
Complex,
Bandra – East, Mumbai- 400 051

Dear Sir/Madam,

Sub: Disclosure Regarding Voting Results of 47th Annual General Meeting (AGM) of the Company as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

As per the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, given below are the details of the voting results at the 47th Annual General Meeting (AGM) of the Company, held on Wednesday, 27th September, 2017 which commenced at 10.30 a.m. and concluded at 11:15 a.m. at the Registered Office of the Company situated at 69/-A, GIDC Industrial Estate, Dist. Valsad, Vapi – 396 196, Gujarat as per the prescribed format under the said regulation.

Further, consolidated Scrutinizer's Report on remote e-voting and poll is also enclosed herewith.

Kindly consider this as compliance under Regulation 44(3) of the SEBI (LODR) Regulations, 2015.

Thanking you,
Yours faithfully,

For **THEMIS MEDICARE LTD.**

SANGAMESHWAR IYER
COMPANY SECRETARY & COMPLIANCE OFFICER

Themis Medicare Limited

Corporate Office : 11/12, Udyog Nagar, S. V. Road, Goregaon (West), Mumbai - 400 104 India
Tel. : 91-22-6760 7080 • **Fax :** 91-22-6760 7070 / 2874 6621
Regd. Office : Plot No. 69-A, G.I.D.C. Industrial Estate, Vapi - 396 195, Gujarat
CIN No.: L24110GJ1969PLC001590 • **Tel / Fax No.:** **Regd. Off. :** 0260 2431447 / 2430219
• **E-mail :** themis@themismedicare.com • **Website :** www.themismedicare.com

THEMIS MEDICARE LIMITED

Format for Voting Results

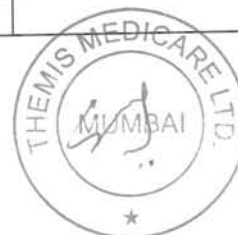
Date of AGM	27th September, 2017
Total Number of Shareholders on record date	4202
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	12
Public	24
No. of shareholders attended the meeting through Video Conferencing:	NIL
Promoters and Promoter Group:	
Public	



Voting results	
Record date	20-09-2017
Total number of shareholders on record date	4202
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	12
b) Public	24
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2017, together with the Auditors' Report and Directors' Report.					
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	6055295	4771413	78.7974	4771413	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	6055295	4771413	78.7974	4771413	0	100	0
Public- Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	5519492	61.0138	5519490	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



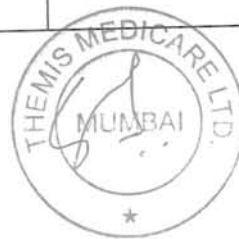
Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Lajos Kovacs (DIN 01297326) who retires by rotation and being eligible, offer himself for re-appointment.				
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	6055295	4771413	78.7974	4771413	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	6055295	4771413	78.7974	4771413	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	5519492	61.0138	5519490	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



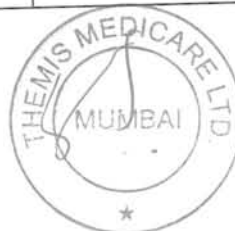
Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint M/s. R. P. Sardar & Co., Chartered Accountants (Firm Registration No. 109273W), as the Statutory Auditors of the Company and to fix their remuneration.					
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	6055295	4771413	78.7974	4771413	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	6055295	4771413	78.7974	4771413	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	5519492	61.0138	5519490	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



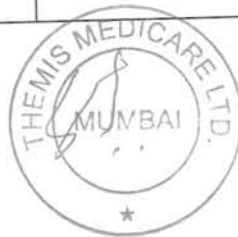
Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To fix the remuneration of M/s. B.J.D. Nanabhoy & Co., Cost Accountants, Mumbai to conduct the audit of the cost accounts for the year 2017-18.				
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	6055295	4771413	78.7974	4771413	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	6055295	4771413	78.7974	4771413	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	5519492	61.0138	5519490	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Dr. Gabor Gulacsi (DIN 06975242) as a Non-Executive Director, liable to retire by rotation.				
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	6055295	4771413	78.7974	4771413	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	6055295	4771413	78.7974	4771413	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	5519492	61.0138	5519490	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint Mrs. Jayshree D. Patel (DIN 00033316) as a Whole-Time Director and payment of remuneration.				
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	6055295	4134999	68.2873	4134999	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	6055295	4134999	68.2873	4134999	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	4883078	53.9787	4883076	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(7)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Re-designation of Dr. Sachin D. Patel as a Managing Director and Chief Executive Officer (MD & CEO) (DIN 00033353) of the Company and payment of remuneration.					
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	6055295	4251008	70.2032	4251008	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	6055295	4251008	70.2032	4251008	0	100	0
Public- Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	4999087	55.2611	4999085	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-designation of Dr. Dinesh S. Patel (DIN 00033273) as Whole-Time Director designated as 'Executive Vice Chairman' of the Company and payment of remuneration.				
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	6055295	4094706	67.6219	4094706	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	6055295	4094706	67.6219	4094706	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2990007	735461	24.5973	735459	2	99.9997	0.0003
	Poll		12618	0.422	12618	0	100	0
	Postal Ballot (if applicable)							
	Total	2990007	748079	25.0193	748077	2	99.9997	0.0003
Total		9046302	4842785	53.5333	4842783	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



FORM NO. MGT-13

Report of the Scrutiniser

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

To,
Mr. Hoshang Sinor,
Chairman,
47th Annual General Meeting of the Equity Shareholders of
Themis Medicare Ltd.,
Held on Wednesday, 27th September, 2017 at 10.30 a.m. at
Plot No. 69-A, GIDC Industrial Estate,
Vapi – 396 195,
Dist. Valsad, Gujarat.

Dear Sir,

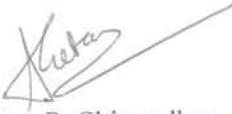
I, CS Shirish Shetye, Practicing Company Secretary, have been appointed as Scrutiniser by the Board of Directors of Themis Medicare Limited ("the Company") at its meeting held on 10th May, 2017, for the purpose of scrutinising the e-voting and for conducting the poll process at the 47th Annual General Meeting ("47th AGM") and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 47th AGM of the Equity Shareholders of the Company, held on 27th September, 2017 at Plot No. 69-A, GIDC Industrial Estate, Vapi – 396 195, Dist. Valsad, Gujarat

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of the 47th AGM of the members of the Company. My responsibility as a scrutiniser for the e-voting is restricted to make a Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions as stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.
2. Further to above, I submit my report as under:
 - (1) The Company has provided the e-voting facility through CDSL on their website www.evotingindia.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their votes through e-voting.
 - (2) The notices were sent, both through email and physical form, contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.



SHIRISH SHETYE & ASSOCIATES
COMPANY SECRETARIES

- (3) As prescribed in the said Rules, the Company has also published an advertisement on 6th September, 2017 and it carried the required information as specified in the said rules.
- (4) The Company has arranged the poll papers and the same were distributed to the members and proxies present at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence, to the joint holder attending the meeting as appearing in the chronological order in the folio.
- (5) I have kept a record of the poll papers received in response to the poll, by initialling it.
- (6) I have ensured that the empty ballot boxes were duly locked and sealed in my presence with due identification marks placed by me, in the presence of the members and proxies.
- (7) The ballot boxes were opened in my presence and the presence of two persons viz. Mr. Ketan R. Shirwadkar and Mr. Abhishek D. Buddhadev as witnesses after the voting process was over. The poll papers were diligently scrutinised and reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations/ proxies lodged with the Company.
- (8) There was no poll paper, which was incomplete and/or which was otherwise found defective, except in case of one member who had exercised remote voting rights.
- (9) The e-voting commenced on 23rd September, 2017 (09.00 a.m.) and ended on 26th September, 2017 (5.00 p.m.).
- (10) The votes cast were unblocked on 27th September, 2017 in the presence of two witnesses, Mr. Ketan R. Shirwadkar and Mr. Abhishek D. Buddhadev, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Mr. Ketan R. Shirwadkar


Mr. Abhishek D. Buddhadev

- (11) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.
- (12) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>. The result of the e-voting exercised and the ballot process at the 47th AGM is as under:

Item No. 1 – as an Ordinary Resolution:- To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2017, together with the Auditors' Reports of the Directors' Report thereon.



SHIRISH SHETYE & ASSOCIATES
COMPANY SECRETARIES

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	48	55,06,872	99.77
Physical poll at the AGM	10	12,618	0.23
Total	58	55,19,490	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

Item No. 2 – as an Ordinary Resolution:- To appoint a Director in place of Mr. Lajos Kovacs (DIN 01297326) who retires by rotation and being eligible, offer himself for re-appointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	48	55,06,872	99.77
Physical poll at the AGM	10	12,618	0.23
Total	58	55,19,490	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00



SHIRISH SHETYE & ASSOCIATES
COMPANY SECRETARIES

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

Item No. 3 – as an Ordinary Resolution:- To appoint M/s. R. P. Sardar & Co., Chartered Accountants (Firm Registration No. 109273W), as the Statutory Auditors of the Company and to fix their remuneration.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	48	55,06,872	99.77
Physical poll at the AGM	10	12,618	0.23
Total	58	55,19,490	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

Item No. 4 – as an Ordinary Resolution:- To fix the remuneration of M/s. B.J.D. Nanabhoy & Co., Cost Accountants, Mumbai to conduct the audit of the cost accounts for the year 2017-18.



SHIRISH SHETYE & ASSOCIATES
COMPANY SECRETARIES

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	48	55,06,872	99.77
Physical poll at the AGM	10	12,618	0.23
Total	58	55,19,490	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

Item No. 5 – as an Ordinary Resolution:- To appoint Dr. Gabor Gulacsi (DIN 06975242) as a Non-Executive Director, liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	48	55,06,872	99.77
Physical poll at the AGM	10	12,618	0.23
Total	58	55,19,490	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00



(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

Item No. 6 – as a Special Resolution:- To appoint Mrs. Jayshree D. Patel (DIN 00033316) as a Whole-Time Director and payment of remuneration.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	46	48,70,458	99.74
Physical poll at the AGM	10	12,618	0.26
Total	56	48,83,076	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

Item No. 7 – as a Special Resolution:- Re-designation of Dr. Sachin D. Patel as a Managing Director and Chief Executive Officer (MD & CEO) (DIN 00033353) of the Company and payment of remuneration.



SHIRISH SHETYE & ASSOCIATES
COMPANY SECRETARIES

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	46	49,86,467	99.75
Physical poll at the AGM	10	12,618	0.25
Total	56	49,99,085	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

Item No. 8 – as a Special Resolution:- Re-designation of Dr. Dinesh S. Patel (DIN 00033273) as Whole-Time Director designated as ‘Executive Vice Chairman’ of the Company and payment of remuneration.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	46	48,30,165	99.74
Physical poll at the AGM	10	12,618	0.26
Total	56	48,42,783	100.00



SHIRISH SHETYE & ASSOCIATES
COMPANY SECRETARIES

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	2	2	0.00
Physical poll at the AGM	0	0	0.00
Total	2	2	0.00

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	1	5,400*
Total	1	5,400

* Member exercised remote voting rights

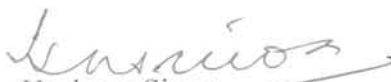
1. A Register containing details of list of equity shareholders, who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and ballot form is enclosed.
2. I shall hand over the poll papers and other related papers/registers and records for safe custody to Mr. Sangameshwar Iyer, Company Secretary of the Company who is authorised by the Board to supervise the entire voting process after the Chairman approves and signs the minutes of the meeting.
3. You may accordingly declare the result of the voting by e-voting and poll form.
4. The above mentioned resolutions are deemed to be passed as on the date of the 47th AGM.

Thanking you,

Place : Vapi
27th September, 2017


CS Shirish Shetye, FCS-1926
Practicing Company Secretary CP 825
Scrutiniser for e-voting and ballot form

Countersigned and received the report


Hoshang Sinor
Chairman