



31st July 2015

BSE Limited
Sir P.J. Towers
Dalal Street
Mumbai 400 023

National Stock Exchange Limited
Exchange Plaza, 5th floor, Plot No. C/1
G, Block, Bandra Kurla Complex
Bandra (East), Mumbai 400 051

GlaxoSmithKline Pharmaceuticals Ltd.

GSK House,
Dr. Annie Besant Road, Worli,
Mumbai - 400 030

Tel No: +022 2495 9595
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Web: www.gsk-india.com
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Dear Sirs,

Ref: Clause 35 of the Listing Agreement

Sub: Voting Results of the 90th Annual General Meeting of the Members of the Company

This is with reference to the 90th Annual General Meeting of the Company held today i.e. on Friday, 31st July 2015 at 3.00 p.m. at Birla Matushri Sabhagruha, 19, Marine Lines, Mumbai 400 020.

In compliance with the provisions of Clause 35 B of the Listing Agreement, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the Annual General Meeting through electronic means (remote e - voting) during the period commencing from Tuesday, 28th July 2015 (9.00 a.m.) to Thursday 30th July 2015 (5.00 p.m.).

The Company had also provided voting facility to the members present at the Annual General Meeting through Ballot and who had not cast their vote earlier through remote e-voting facility.

We wish to inform you that all the resolutions contained in the Notice of the Annual General Meeting dated 18th May 2015 were approved by the Members. In this connection, we enclose herewith the Scrutinizer's Report and a report in the format prescribed under Clause 35 A of the Listing Agreements.

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking You

Yours Faithfully

GlaxoSmithKline Pharmaceuticals Limited

Ajay Nadkarni

Company Secretary

Encl: as above



Resolution ID	Category	Shares Held (1)	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
Adoption of the Audited Financial Statements of the Company for the fifteen months period ended on 31st March, 2015 together with the Reports of the Board of Directors and the Auditors thereon.								
Resolution No 1	Promoter and Promoter Group	63527262	63527262	100	63527262	0	100	0
	Public – Institutional Holders	9741372	8096327	83.1128	8096327	3000	99.9629	0.037
	Public-Others	11434383	98193	0.8588	98145	48	99.9511	0.0488
	Total	84703017	71721782		71718734	3048		
Declaration of dividend for the fifteen months period ended 31 st March, 2015.								
Resolution No 2	Promoter and Promoter Group	63527262	63527262	100	63527262	0	100	0
	Public – Institutional Holders	9741372	8096327	83.1128	8096327	0	100	0
	Public-Others	11434383	98195	0.8588	98147	48	99.9511	0.0488
	Total	84703017	71721784		71721736	48		
Re-appointment of M/s Price Waterhouse & Co Bangalore LLP, the retiring Auditors of the Company from the conclusion of this Annual General Meeting ("AGM") until the conclusion of the next AGM of the Company and approve their remuneration.								
Resolution No 3	Promoter and Promoter Group	63527262	63527262	100	63527262	0	100	0
	Public – Institutional Holders	9741372	8096327	83.1128	8096327	0	100	0
	Public-Others	11434383	98195	0.8588	98147	48	99.9511	0.0488
	Total	84703017	71721784		71721736	48		
To appoint a Director in place of Mr. V. Thyagarajan (DIN No 00017541) who retires by rotation and being eligible, offers himself for re-appointment.								
Resolution No 4	Promoter and Promoter Group	63527262	63527262	100	63527262	0	100	0
	Public – Institutional Holders	9741372	8096327	83.1128	7253732	842595	89.5928	10.4071
	Public-Others	11434383	98195	0.8588	98133	62	99.9368	0.0631
	Total	84703017	71721784		70879127	842657		
Appointment of Mr. Regis Simard (DIN No. 07186737) as a Director of the Company.								
Resolution No 5	Promoter and Promoter Group	63527262	63527262	100	63527262	0	100	0
	Public – Institutional Holders	9741372	8096327	83.1128	8096327	0	100	0
	Public-Others	11434383	98145	0.8583	98097	48	99.951	0.0489
	Total	84703017	71721734		71721686	48		
Approval of the Amendment to the Articles of Association of the Company.								
Resolution No 6	Promoter and Promoter Group	63527262	63527262	100	63527262	0	100	0
	Public – Institutional Holders	9741372	8096327	83.1128	8064128	32199	99.6023	0.3976
	Public-Others	11434383	98145	0.8583	98097	48	99.951	0.0489
	Total	84703017	71721734		71689487	32247		
Ratification of remuneration payable to Messrs. R Nanabhoy & Company, Cost Accountants for the fifteen months period ending 31st March, 2015.								
Resolution No 7	Promoter and Promoter Group	63527262	63527262	100	63527262	0	100	0
	Public – Institutional Holders	9741372	8096327	83.1128	8096327	0	100	0
	Public-Others	11434383	98145	0.8583	98097	48	99.951	0.0489
	Total	84703017	71721734		71721686	48		

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :

111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
GlaxoSmithKline Pharmaceuticals Limited
Dr. Annie Besant Road,
Mumbai - 400 030

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of GlaxoSmithKline Pharmaceuticals Limited held on Friday, July 31, 2015 at 3.00p.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of GlaxoSmithKline Pharmaceuticals Limited pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the Annual General Meeting of GlaxoSmithKline Pharmaceuticals Limited held on Friday, July 31, 2015 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process through Ballot at the said Annual General Meeting held on July 31, 2015.

The Notice dated May 18, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Karvy Computershare Private Limited ("Karvy") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting through Ballot and who had not cast their vote earlier through remote e-voting facility.



The shareholders of the company holding shares as on the "cut-off" date of July 24, 2015 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Tuesday, July 28, 2015 at 09:00 a.m. (IST) and ended on Thursday, July 30, 2015 at 05:00 p.m. (IST) and the Karvy e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Karvy e-voting system.

I now submit my consolidated Report as under on the result of the remote e-voting and voting at the meeting in respect of the said Resolutions.



Resolution 1: Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the fifteen months period ended on 31st March, 2015 together with the Reports of the Board of Directors and the Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
146	7,17,18,734	100.00(Rounded Off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
6	3,048	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,105



Resolution 2: Ordinary Resolution**Declaration of dividend for the fifteen months period ended 31st March, 2015.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
148	7,17,21,736	100.00(Rounded Off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	48	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
8	1,103



Resolution 3: Ordinary Resolution

Re-appointment of M/s Price Waterhouse & Co Bangalore LLP, the retiring Auditors of the Company from the conclusion of this Annual General Meeting ("AGM") until the conclusion of the next AGM of the Company and approve their remuneration.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
148	7,17,21,736	100.00(Rounded Off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	48	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
8	1,103



Resolution 4: Ordinary Resolution

To appoint a Director in place of Mr. V. Thyagarajan (DIN No 00017541) who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
113	7,08,79,127	98.83

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
40	8,42,657	1.17

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
8	1,103



Resolution 5: Ordinary Resolution

Appointment of Mr. Regis Simard (DIN No. 07186737) as a Director of the Company.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
147	7,17,21,686	100.00(Rounded off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	48	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,153



Resolution 6 : Special Resolution**Approval of the Amendment to the Articles of Association of the Company.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
142	7,16,89,487	99.96

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	32,247	0.04

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,153



Resolution 7: Ordinary Resolution

Ratification of remuneration payable to Messrs. R Nanabhoy & Company, Cost Accountants for the fifteen months period ending 31st March, 2015.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
147	7,17,21,686	100.00(Rounded off)

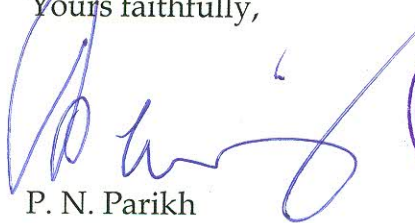
(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	48	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
9	1,153

Thanking you,
Yours faithfully,




P. N. Parikh
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP No.: 1228
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp.Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

Place: Mumbai

Dated: July 31, 2015