Zydus Wellness

Bombay Stock Exchange Limited 1st Floor, P.J. Towers Dalal Street Mumbai – 400 001	**National Stock Exchange of India Limited** Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai – 400 051
Date: January 5, 2019	
Re.: Details of Voting Results at the Extra Ordinary General Meeting of the Company pursuant to regulation 44[3] of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015	

Dear Sir / Madam

Please find enclosed details of Voting Results in the prescribed format, of the Extra Ordinary General Meeting of the Company held on January 4, 2019 at J. B. Auditorium, Ahmedabad Management Association [AMA], ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad–380 015.

The said details are also being uploaded on the Company's website.

We request you to note the above.

Thanking you,

Yours faithfully,
For, **ZYDUS WELLNESS LIMITED**

DHAVAL N. SONI
COMPANY SECRETARY

ZYDUS WELLNESS LIMITED AHMEDABAD

Encl.: As above.

Zydus Wellness

Zydus Wellness Limited –Extra Ordinary General Meeting [EOGM] Voting Results	
Date of the EOGM	Friday, January 4, 2019
Total number of Shareholders on Cut Off Date	36825
No. of Shareholders present in the meeting either in person or through proxy	85
Promoters and Promoter Group	2
Public	83
No of Shareholders attended the meeting through Video Conferencing	Not arranged

Resolution No. 1

Resolution required: [Ordinary / Special		Ordinary						
Whether promoter / promoter group are interested in the agenda / resolution		No						
Description of resolution considered		**Increase in Authorised Share Capital and amendment in Capital Clause of the Memorandum of Association.**						
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	**Remote E-Voting**	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**28343687**	**100.0000**	**28343687**	**0**	**100.0000**	**0.0000**
Public – Institutions	**Remote E-Voting**	5186077	4771800	92.0117	4771800	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4771800**	**0**	**100.0000**	**0.0000**
Public – Non Institutions	**Remote E-Voting**	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**35556868**	**91.0032**	**35556867**	**1**	**100.0000**	**0.0000**

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Resolution No. 2:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Make loan(s) or give guarantee(s) or make investment(s) in excess of the limits prescribed under section 186 of the Companies Act, 2013.					
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	Remote E-Voting	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**28343687**	**100.0000**	**28343687**	**0**	**100.0000**	**0.0000**
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	4652777	119023	97.5057	2.4943
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4652777**	**119023**	**97.5057**	**2.4943**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439543	5	99.9998	0.0002
	E-voting at venue of EOGM		1833	0.331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441376**	**5**	**99.9998**	**0.0002**
Total		**39072089**	**35556868**	**91.0032**	**35437840**	**119028**	**99.6652**	**0.3348**

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Resolution No. 3:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			**Borrowing of funds in excess of the limits prescribed under section 180(1)(c) of the Companies Act, 2013.**					
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	Remote E-Voting	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**28343687**	**100.0000**	**28343687**	**0**	**100.0000**	**0.0000**
Public – Institutions	Remote E-Voting	51286077	4771800	92.0117	3058657	1713143	64.0986	35.9014
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**51286077**	**4771800**	**92.0117**	**3058657**	**1713143**	**64.0986**	**35.9014**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**35556868**	**91.0032**	**33843724**	**1713144**	**95.1820**	**4.8180**

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Resolution No. 4:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			**Borrowing of funds by way of issuance of Non-convertible Debentures.**					
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	**Remote E-Voting**	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**28343687**	**100.0000**	**28343687**	**0**	**100.0000**	**0.0000**
Public – Institutions	**Remote E-Voting**	5186077	4771800	92.0117	4750940	20860	99.5628	0.4372
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4750940**	**20860**	**99.5628**	**0.4372**
Public – Non Institutions	**Remote E-Voting**	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**35556868**	**91.0032**	**35536007**	**20861**	**99.9413**	**0.0587**

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Resolution No. 5:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			**Creation of charge on the assets of the Company as prescribed under section 180(1)(a) of the Companies Act, 2013.**					
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	**Remote E-Voting**	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**28343687**	**100.0000**	**28343687**	**0**	**100.0000**	**0.0000**
Public – Institutions	**Remote E-Voting**	5186077	4771800	92.0117	3058657	1713143	64.0986	35.9014
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**3058657**	**1713143**	**64.0986**	**35.9014**
Public – Non Institutions	**Remote E-Voting**	5542325	2439548	44.0167	2439543	5	99.9998	0.0002
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441376**	**5**	**99.9998**	**0.0002**
Total		**39072089**	**35556868**	**91.0032**	**33843720**	**1713148**	**95.1819**	**4.8181**

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Resolution No. 6:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Issue of shares on Private Placement Basis to True Noth					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	4771800	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	5186077	4771800	92.0117	4771800	0	100.0000	0.0000
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	5542325	2441381	44.0498	2441380	1	100.0000	0.0000
Total		39072089	35556868	91.0032	35556867	1	100.0000	0.0000

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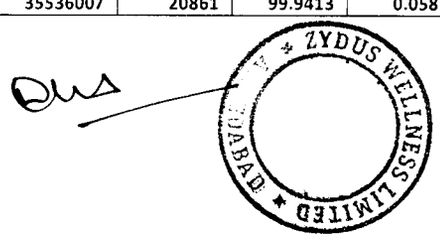
Resolution No. 7:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			**Issue of shares on Private Placement Basis to Pioneer Investment Fund.**					
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	**Remote E-Voting**	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**28343687**	**100.0000**	**28343687**	**0**	**100.0000**	**0.0000**
Public – Institutions	**Remote E-Voting**	5186077	4771800	92.0117	4750940	20860	99.5628	0.4372
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4750940**	**20860**	**99.5628**	**0.4372**
Public – Non Institutions	**Remote E-Voting**	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**35556868**	**91.0032**	**35536007**	**20861**	**99.9413**	**0.0587**



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Resolution No. 8:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			Yes					
Description of resolution considered			Issue of shares on Private Placement Basis to Cadila Healthcare Limited					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	28343687	0	0	0	0	0	0
	E-voting at venue of EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**0**	**0**	**0**	**0**	**0**	**0**
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	4750940	20860	99.5628	0.4372
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4750940**	**20860**	**99.5628**	**0.4372**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**7213181**	**18.4612**	**7192320**	**20861**	**99.7108**	**0.2892**

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Resolution No. 9:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			Yes					
Description of resolution considered			Issue of shares on Private Placement Basis to Zydus Family Trust					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	28343687	0	0	0	0	0	0
	E-voting at venue of EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**0**	**0**	**0**	**0**	**0**	**0**
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	4750940	20860	99.5628	0.4372
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4750940**	**20860**	**99.5628**	**0.4372**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**7213181**	**18.4612**	**7192320**	**20861**	**99.7108**	**0.2892**

ZYDUS WELLNESS LIMITED * AHMEDABAD *

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Resolution No. 10:

Resolution required: [Ordinary / Special			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			Yes					
Description of resolution considered			Approval for Material Related Party Transaction with Cadila Healthcare Limited.					
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	Remote E-Voting	28343687	0	0	0	0	0	0
	E-voting at venue of EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**0**	**0**	**0**	**0**	**0**	**0**
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	4750940	20860	99.5628	0.4372
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4750940**	**20860**	**99.5628**	**0.4372**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**7213181**	**18.4612**	**7192320**	**20861**	**99.7108**	**0.2892**

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Resolution No. 11:

Resolution required: [Ordinary / Special			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			Yes					
Description of resolution considered			Approval for Material Related Party Transaction with Zydus Family Trust (Investment)					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	28343687	0	0	0	0	0	0
	E-voting at venue of EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**0**	**0**	**0**	**0**	**0**	**0**
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	4750940	20860	99.5628	0.4372
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4750940**	**20860**	**99.5628**	**0.4372**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**7213181**	**18.4612**	**7192320**	**20861**	**99.7108**	**0.2892**

ZYDUS WELLNESS LIMITED AHMEDABAD

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Resolution No. 12:

Resolution required: [Ordinary / Special			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			Yes					
Description of resolution considered			Approval for Material Related Party Transaction with Zydus Family Trust (Loan)					
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 of votes polled**	**% of votes against on votes polled**
Promoter and Promoter Group	Remote E-Voting	28343687	0	0	0	0	0	0
	E-voting at venue of EOGM		0	0	0	0	0	0
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**0**	**0**	**0**	**0**	**0**	**0**
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	4750940	20860	99.5628	0.4372
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**4750940**	**20860**	**99.5628**	**0.4372**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**7213181**	**18.4612**	**7192320**	**20861**	**99.7108**	**0.2892**

ZYDUS WELLNESS LIMITED ✦ AHMEDABAD ✦

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Resolution No. 13:

Resolution required: [Ordinary / Special			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Amendment in the Articles of Association of the Company.					
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 of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	28343687	28343687	100.0000	28343687	0	100.0000	0.0000
	E-voting at venue of EOGM		-	-	-	-	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**28343687**	**28343687**	**100.0000**	**28343687**	**0**	**100.0000**	**0.0000**
Public – Institutions	Remote E-Voting	5186077	4771800	92.0117	3051663	1720137	63.9520	36.0480
	E-voting at venue of EOGM		-	-	-	--	-	-
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5186077**	**4771800**	**92.0117**	**3051663**	**1720137**	**63.9520**	**36.0480**
Public – Non Institutions	Remote E-Voting	5542325	2439548	44.0167	2439547	1	100.0000	0.0000
	E-voting at venue of EOGM		1833	0.0331	1833	0	100.0000	0.0000
	Postal Ballot [if applicable]		Not Applicable					
	Total	**5542325**	**2441381**	**44.0498**	**2441380**	**1**	**100.0000**	**0.0000**
Total		**39072089**	**35556868**	**91.0032**	**33836730**	**1720138**	**95.1623**	**4.8377**

ZYDUS WELLNESS LIMITED * AHMEDABAD *