



Natco Pharma Limited

Regd. Off. : 'NATCO HOUSE', Road No. 2, Banjara Hills, Hyderabad - 500034.
Telangana, INDIA. Tel : +91 40 23547532, Fax : +91 40 23548243
CIN : L24230TG1981PLC003201, www.natcopharma.co.in

30th September, 2016

M/s. BSE Limited
Dalal Street, Fort
Mumbai 400 001.
Scrip Code: 524816

M/s. National Stock Exchange of India Ltd
"Exchange Plaza", Bandra – Kurla Complex
Bandra (E) Mumbai 400 051.
Scrip Code: NATCOPHARM

Dear Sir/ Madam,

Please find enclosed proceedings of 33rd Annual General Meeting held on today i.e. 30th September, 2016 in compliance of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your information and records.

Thanking you,

Yours faithfully,
For NATCO Pharma Limited

M. Adinarayana

M. Adinarayana
Company Secretary &
Vice President (Legal & Corp. Affairs)



Encl: a.a.



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PROCEEDINGS OF THE 33rd ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, THE 30TH DAY OF SEPTEMBER, 2016 AT 10.00 A.M. AT DASPALLA HOTEL, ROAD NO. 37, JUBILEE HILLS, HYDERABAD 500 033.

Directors Present

1. Shri V.C.Nannapaneni - Chairman and Managing Director
2. Shri G.S.Murthy - Independent Director & Chairman of Audit Committee
3. Dr.B.S.Bajaj - Independent Director
4. Shri Rajeev Nannapaneni - Vice Chairman & CEO
5. Dr.A.K.S.Bhujanga Rao - President (R&D and Technical)
6. Mr.D.G.Prasad - Independent Director
7. Shri P.S.R.K.Prasad - Director & Exec. Vice President (CES)
8. Dr.D.Linga Rao - Director & President (Tech. Affairs)
9. Dr.M.U.R.Naidu - Independent Director

Company Secretary

CS M.Adinarayana, Company Secretary & V.P. (Legal & Corp. Affairs)

Others Present

Shri S.V.V.N. Appa Rao, Chief Financial Officer
CA Sanjay Kumar Jain, Partner – Walker Chandiok & Co. LLP, Statutory Auditors
CS Balachandra Sunku, Secretarial Auditor
CS D Vasudeva Rao, Scrutiniser

A total of 167 Members in person and 10 Members through proxies were present at the Annual General Meeting (AGM) as per the attendance register kept at the entrance of the venue of the AGM.

The Company Secretary of the Company welcomed all the Members, Directors and Employee Shareholders of the Company who were present at the meeting venue. Thereafter videos were played which depicts the brief history of the Company, environmental initiatives taken up by the Company and the CSR activities being undertaken by the Company.

Shri V.C.Nannapaneni, Chairman and Managing Director of the Company, occupied the Chair and conducted the proceedings of the meeting:

- Chairman welcomed all the Members of the Company who attended the AGM and informed that the requisite quorum was present to commence the proceedings.
- Chairman requested Shri Rajeev Nannapaneni, Vice Chairman and Chief Executive Officer, to read out the Chairman's Speech. Accordingly, the Vice Chairman presented the Chairman's Speech to the Members.

M. Adinarayana





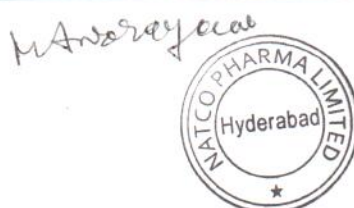
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- With the permission of the Members the notice convening the meeting, Directors' Report and other reports were taken as read.
- CA Sanjay Kumar Jain, Partner of Walker Chandiok & Co. LLP (Statutory Auditor of the Company) read out the Independent Auditors' Report on Standalone Financial Statements of the Company and also the Independent Auditor's Report on Consolidated Financial Statements.
- The Chairman informed that the Company has provided e-voting facility to the Members from 27th September 2016 (9.00 a.m.) to 29th September 2016 (5.00 p.m.) in order to exercise their right to vote for the items of business of AGM. Members who have not availed the e-voting facility or ballot paper voting, casted their votes through tablet voting provided by NSDL at the venue of the AGM.
- The following items of business were considered at the AGM:

ORDINARY BUSINESS:	
1	Adoption of Annual Financial Statements for the Financial year 2015-2016.
2	To confirm the already paid interim dividend on equity shares for the year 2015-2016 as final dividend.
3	Re-appointment of Dr. AKS Bhujanga Rao (DIN: 02742637) as a Director liable to retire by rotation.
4	Appointment of Statutory Auditors for the Financial Year 2016-2017.
SPECIAL BUSINESS:	
5	Re-appointment of Sri V C Nannapaneni (DIN: 00183315) as Chairman & Managing Director
6	Increase of remuneration to Dr. AKS Bhujanga Rao, (DIN: 02742637), President (R&D and Tech.).
7	Increase of remuneration to Sri P.S.R.K.Prasad, (DIN: 07011140), Director and Executive Vice President (Corporate Engineering Services).
8	Increase of remuneration to Dr. D. Linga Rao, (DIN: 07088404), Director & President (Tech. Affairs).
9	Ratification of remuneration of Cost Auditors.
10	Approval of NATCO Employee Stock Option Scheme- 2016 (NATSOP-2016) under SEBI (Share Based Employee Benefits) Regulations, 2014



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- The Company Secretary invited comments/queries from the Members present with regard to the items of business. For the queries raised by the members present for which Vice Chairman & CEO and CFO appropriately answered.
- The Chairman then informed that the combined results on the remote e-voting, voting by post through ballot paper and poll process held at venue of the meeting would be announced within forty-eight hours of conclusion of the AGM.
- The Company Secretary of the meeting thanked the Members for their active participation in the AGM and declared that the business for which the AGM is convened is completed.
- One of the Members proposed Vote of Thanks to all the Members and also to the Board of Directors.

M. Anandaram

