AUROBINDO

March 20, 2019

To Listing Department, **NATIONAL STOCK EXCHANGE OF INDIA LIMITED** Exchange Plaza, Bandra Kurla Complex, Bandra (E), **MUMBAI -400 051** **Company Code No. AUROPHARMA**	To The Corporate Relations Department **BSE LIMITED** Phiroz Jeejeebhoy Towers, 25th floor, Dalal Street, **MUMBAI -400 001** **Company Code No. 524804**

Dear Sir,

Sub: Voting results of Postal Ballot

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results of the Postal Ballot for which notice dated February 7, 2019 was issued to the members of the Company. The Scrutinizer's Report issued by Mr.A.Mohan Rami Reddy, Practicing Company Secretary for the consolidated result of Remote E-voting and Postal Ballots voting is also enclosed. It may please be noted that the two special resolutions proposed by the Company have been approved by the shareholders.

Please take the above in your records.

Thanking you,

Yours faithfully,
For AUROBINDO PHARMA LIMITED

B. Ra

B. Adi Reddy
Company Secretary

Encl: as above.

A. MOHAN RAMI REDDY

M.Com., L.L.B., FCS

Company Secretary in Practice

FCS: 2147 I CP: 16660

Mobile : 98480 34425 / 98480 67500 E-mail : anderam@rediffmail.com / cs.anderam@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman
Aurobindo Pharma Limited
Plot No.2, Maitrivihar, Ameerpet
Hyderabad - 500038

Dear Sir,

Sub: Scrutinizer's Report on the Postal Ballot and e-voting of Aurobindo Pharma Limited.

1. Pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Aurobindo Pharma Limited (the "Company") sought the approval of the Shareholders by way of Postal Ballot for the Special Resolutions as set out in the Notice dated February 7, 2019.

2. The Board of Directors of the Company at its Meeting held on February 7, 2019 appointed me as a 'Scrutinizer" for conducting the Postal Ballot voting process in accordance with the law.

3. I have completed the scrutiny of the Postal Ballot forms received and votes cast through remote e-voting and submit my report as under:

a) The dispatch of the Postal Ballot Notice dated February 7, 2019 was completed by the Company on February 15, 2019 to all the Members through electronic mode whose e-mail IDs are registered with the Company or with the depository participants and in physical mode along with a self - addressed Business Reply Envelope to other Members whose e-mail IDs are not registered with the Company or depository participants at their registered addresses whose name appear in the Register of Members/List of Beneficial Owners as on Friday, February 8, 2019, seeking approval of the Members of the Company by Postal Ballot including voting by electronic means in respect of the resolutions set out in the Notice.

b) The voting commenced on February 18, 2019 at 10:00 AM and ended on March 19, 2019 at 5:00 PM for physical ballots and as well as for e-voting.

c) The shareholders of the Company had an option to vote on resolutions either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility casted their votes on the designated website: https: // evoting.karvy.com.

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d) Particulars of all the postal ballot forms received from the Members and votes cast through electronic means as recorded through online platform provided by M/s Karvy Fintech Private Limited have been consolidated and entered in the registers separately maintained for this purpose.

e) The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.

f) The votes cast through electronic means were unblocked on March 19, 2019 at around 5:15 PM. The postal ballot forms were scrutinized on March 20, 2019 at the office of Karvy Fintech Private Limited, Hyderabad.

g) The postal ballot forms and votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company / list of beneficiaries as on February 8, 2019.

h) All postal ballot forms and votes cast through electronic means received up to 5.00 PM on March 19, 2019 being the last date and time fixed by the Company for receipt of the forms and votes cast through electronic means, were considered for my scrutiny.

i) The Postal ballot forms which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.

j) Postal ballot forms received after 5.00 PM on March 19, 2019 were not considered for my scrutiny.

k) Few envelopes containing postal ballot forms were returned undelivered.

l) I did not find any defaced or mutilated ballot paper.

4. I submit my report on the result of the Postal Ballot as under:

Item No.1 - Special Resolution – To approve the re-appointment of Mr. M. Sitarama Murty (DIN: 01694236) as an Independent Director

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

Number of members		No. of votes cast in favour of the resolution	% of total number of valid votes cast
a) Voted by physical ballot	156	315,804	0.07
b) Voted by electronic mode	769	443,221,999	95.85
Total	925	443,537,803	95.92

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ii) Voted **against** the resolution:

Number of members		No. of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	10	844	0.00
b) Voted by electronic mode	142	18,860,309	4.08
Total	152	18,861,153	4.08

iii) **Invalid** votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
11	827

Item No.2 - Special Resolution – To approve Increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporates.

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

Number of members		No. of votes cast in favour of the resolution	% of total number of valid votes cast
a) Voted by physical ballot	150	314,660	0.07
b) Voted by electronic mode	521	399,734,310	85.66
Total	671	400,048,970	85.73

ii) Voted **against** the resolution:

Number of members		No. of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	12	1,493	0.00
b) Voted by electronic mode	398	66,591,454	14.27
Total	410	66,592,947	14.27

iii). **Invalid** votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
11	827

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E-308, The Nest, Pranit Happy Homes, Sy.No.90/1, Opp. JNTU, Hyder Nagar, Kukatpally, Hyderabad - 500072.

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On the basis of the above results, I report that the members have approved Item No. 1 and Item No.2 of the Postal Ballot Notice dated February 7, 2019 through Special Resolutions.

Accordingly, you may declare the result of the Voting by postal ballot and e-voting.

I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to the Company Secretary.

Thanking you,

Yours faithfully,

A. MOHAN RAMI REDDY
FCS: 2147
CP: 16660
Company Secretary in Practice

A. Mohan Rami Reddy
Practicing Company Secretary
FCS No. F2147 and CP No. 16660

Place: Hyderabad
Date: March 20, 2019

Date of declaration of Postal Ballot Result	March 20, 2019
Total number of shareholders on record date	184160
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable

Agenda-wise disclosure

Resolution No.1	Re-appointment of Mr. M.Sitarama Murty (DIN: 01694236) as an Independent Director of the Company, for his second term of two consecutive years from April 1, 2019 to March 31, 2021 as well as to continue to hold the position of Non-Executive Independent Director of the Company beyond 75 years of age.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	303925934	303668554	99.9153	303668554	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		250000	0.0823	250000	0	100.0000	0.0000
Public- Institutions	E-Voting	205234172	150139711	73.1553	132279148	17860563	88.1040	11.8959
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	76747503	8274043	10.7809	7274297	999746	87.9170	12.0829
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		66648	0.0868	65804	844	98.7336	1.2663
	Total	585907609	462398956	78.9201	443537803	18861153	95.9210	4.0790

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Resolution No.2	Authorization for increase in the limits for loans, guarantees, investments in securities, etc. under Section 186 of the Companies Act, 2013.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	303925934	303668554	99.9153	303668554	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		250000	0.0823	250000	0	100.0000	0.0000
Public- Institutions	E-Voting	205234172	152413518	74.2632	86086828	66326690	56.4824	43.5175
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	76747503	10243692	13.3473	9978928	264764	97.4153	2.5846
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		66153	0.0862	64660	1493	97.7431	2.2568
	Total	585907609	466641917	79.6443	400048970	66592947	85.7293	14.2707

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