

Zydus Wellness

Registered Office :

Zydus Wellness Ltd. House No. 6 & 7, Sigma Commerce Zone, Nr. Iskcon Temple, S. G. Highway, Ahmedabad 380015, Gujarat, INDIA.

Tel: +91-79-67775888 (20 Lines) Fax: +91-79-67775811

www.zyduswellness.in CIN:L15201GJ1994PLC023490

Date: 15th July, 2014

Listing Department

Code: 531 335

BOMBAY STOCK EXCHANGE LIMITED

P J Towers, Dalal Street, Fort,

Mumbai-400 001

Listing Department

Code: ZYDUSWELL

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, Bandra Kurla Complex,

Bandra (E),

Mumbai-400 051

Re.: Clause 35A of the Listing Agreement–Details of Voting Results at the 20th Annual General Meeting of the Company

Dear Sirs,

Please find enclosed details of Voting Results in the prescribed format, of the 20th Annual General Meeting of the Company held on 14th day of July, 2014 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



Encl.: As above

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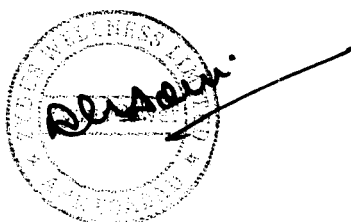
Details of Voting Results

I. Attendance of Members:

Sr. No.	Particulars	Details
1.	Date of Annual General Meeting	14 th July, 2014
2.	Total number of shareholders on Book Closure Date	35,731
3.	No. of shareholders present in meeting either in person or through proxy:	
	i. In Person:	
	Promoters and Promoter Group:	2
	Public:	66
	ii. Through Proxy:	
	Promoters and Promoter Group:	0
	Public:	7
4.	No. of Shareholders attended the meeting through Video Conferencing	Not Arranged

II. Voting by members:

Item No.	Details of the Agenda	Resolution required: [Ordinary / Special]	Mode of voting: [Show of hands/Poll/Postal Ballot/E-Voting]	Remarks
1.	Adoption of Audited Financial Statements for the year ended on 31 st March, 2014.	Ordinary	E-voting and Poll process	With requisite majority
2.	Declaration of Dividend on Equity Shares.	Ordinary	E-voting and Poll process	With requisite majority
3.	Reappointment of Mr. Ganesh N. Nayak as a Director liable to retire by rotation.	Ordinary	E-voting and Poll process	With requisite majority
4.	Unwillingness of Mr. Pankaj R. Patel for reappointment as a Director.	Ordinary	E-voting and Poll process	With requisite majority



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Item No.	Details of the Agenda	Resolution required: [Ordinary / Special]	Mode of voting: [Show of hands/Poll/Postal Ballot/E-Voting]	Remarks
5.	Appointment of Statutory Auditors.	Ordinary	E-voting and Poll process	With requisite majority
6.	Appointment of Mr. H. Dhanrajgir as an Independent Director.	Ordinary	E-voting and Poll process	With requisite majority
7.	Appointment of Dr. B. M. Hegde as an Independent Director.	Ordinary	E-voting and Poll process	With requisite majority
8.	Appointment of Prof. Indiraben J. Parikh as an Independent Director.	Ordinary	E-voting and Poll process	With requisite majority
9.	Alteration in Articles of Association.	Special	E-voting and Poll process	With requisite majority
10.	Ratification of remuneration to the Cost Auditors.	Ordinary	E-voting and Poll process	With requisite majority

III. Results of E-voting / Poll by members:

The mode of voting for all resolutions was:

- e-voting and
- poll papers provided to the shareholders who attended the AGM personally and did not participate in the e-voting process.

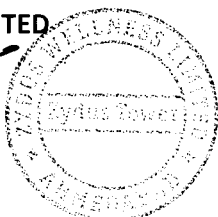
Results of the voting in the prescribed format is annexed herewith.

Thanking you,

Yours faithfully,

For, ZYDUS WELLNESS LIMITED


DHAVAL N. SONI
COMPANY SECRETARY



Zydus Wellness Limited

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are furnished below:

Date of declaration of results: 14th July, 2014 [being the date of Annual General Meeting]

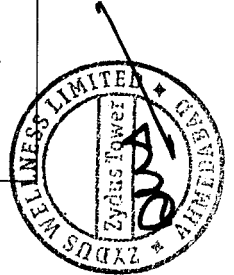
Total shareholders as on 14th July, 2014: 35,731

Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20th Annual General Meeting

Resolution No. 1	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of shares against	% of votes in favour-on votes polled	% of votes against-on votes polled
Adoption of Audited Financial Statements for the year ended on 31 st March, 2014.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

Resolution No. 2	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of shares against	% of votes in favour-on votes polled	% of votes against-on votes polled
Declaration of Dividend on Equity Shares.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,151	-	100.00%	0.00%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,343	-	100.00%	0.00%

Resolution No. 3	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of shares against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Mr. Ganesh N. Nayak as a Director liable to retire by rotation.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,53,065	5,039	99.88%	0.12%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,01,274	5,069	99.98%	0.02%



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Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are furnished below:

Date of declaration of results: 14th July, 2014 [being the date of Annual General Meeting]

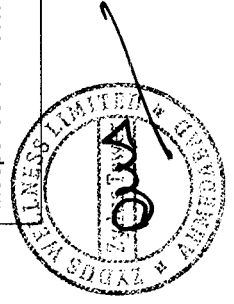
Total shareholders as on 14th July, 2014: 35,731

Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20th Annual General Meeting

Resolution No. 4	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes-in favour-on votes polled	% of votes against-on votes polled
Unwillingness of reappointment of Mr. Pankaj R. Patel as a Director.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,059	92	99.95%	0.05%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,221	92	99.99%	0.01%

Resolution No. 5	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes-in favour-on votes polled	% of votes against-on votes polled
Appointment of Statutory Auditors.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,53,065	5,039	99.88%	0.12%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,01,274	5,069	99.98%	0.02%

Resolution No. 6	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes-in favour-on votes polled	% of votes against-on votes polled
Appointment of Mr. H. Dhanrao as an Independent Director	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%



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Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are furnished below:

Date of declaration of results: 14th July, 2014 [being the date of Annual General Meeting]

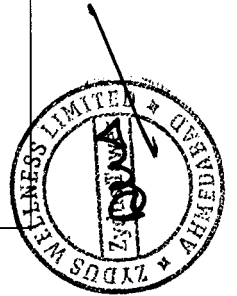
Total shareholders as on 14th July, 2014: 35,731

Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20th Annual General Meeting

Resolution No. 7	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Dr. B. M. Hegde as an Independent Director.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

Resolution No. 8	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Appointment of Prof. Indiraben J. Parikh as an Independent Director.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

Resolution No. 9	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Alteration in Articles of Association by adopting new set of Articles.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%



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Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through e-voting and poll process are furnished below:

Date of declaration of results: 14th July, 2014 [being the date of Annual General Meeting]

Total shareholders as on 14th July, 2014: 35,731

Details of voting on Ordinary / Special resolutions as detailed on the Notice convening 20th Annual General Meeting

Resolution No. 10	Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of shares-against	% of votes in favour-on votes polled	% of votes against-on votes polled
Ratification of remuneration paid to the Cost Auditors.	Promoter and Promoter Group	2,83,42,088	2,83,42,088	100.00%	2,83,42,088	-	100.00%	0.00%
	Public-Institutional holders	40,58,104	40,58,104	100.00%	40,58,104	-	100.00%	0.00%
	Public-Others	2,06,151	2,06,151	100.00%	2,06,121	30	99.99%	0.01%
	Total	3,26,06,343	3,26,06,343	100.00%	3,26,06,313	30	100.00%	0.00%

