



INDOCO REMEDIES LTD

indoco remedies limited

INDOCO HOUSE, 166 C. S. 1. ROAD, SANTACRUZ (EAST), MUMBAI - 400 098 (INDIA) ● Website : www.indoco.com
PHONES : (91-22) 3386 1000 / 3386 1250 ● FAX : (91-22) 2652 3067 / 2652 3976 ● CIN : L85190MH1947PLC005913

July 30, 2015

To
The Listing Department
The Bombay Stock Exchange,
Phiroze Jeejibhoy Towers,
Dalal Street,
Fort, Mumbai 400 001

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex
Bandra (East)
Mumbai - 400 051

Sub : Declaration of Results of Postal Ballot dated 27.05.2015

We wish to inform you that pursuant to Section 110 of Companies Act, 2013 read with Companies (Management and Administration), Rules, 2014, the Company had issued a Postal Ballot dated 27.05.2015 to seek the consent of the members of the Company by Special Resolution on the proposed resolutions to be passed through Postal Ballot/E-Voting.

The last date of receipt of Postal Ballot Forms duly completed from the members/E-voting was 27th July, 2015.

The Scrutinizer's Report on the Postal Ballot was submitted on 30th July, 2015 and the Board at its meeting held on the same date took it on record and announced the following results on the same day.

1.	Date of declaration of Postal Ballot Results	Thursday, 30 th July 2015
2.	Total number of shareholders on record date (i.e 19.06.2015 - cut off date for e-voting purpose)	14272
3.	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters & Promoter Group	: Not Applicable
	Public	: Not Applicable
4.	No. of shareholders attended the meeting through Video Conferencing:	Not Arranged
5.	Details of Voting (Agenda -wise)	: Postal Ballot Form & E-voting (Special Resolution) As per Annexure

Thanking you,

Yours faithfully,
For Indoco Remedies Limited

Sunil D. Joshi
Company Secretary

Encl : As above

INDOCO REMEDIES LIMITED

Postal Ballot dated 27th May, 2015						
Promoter /Public	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
Resolution 1: (Special) Consent to Borrow upto Rs. 750 crores						
Mode of Voting: (E-voting)						
Mode of Voting: (Poll)						
% of Votes Against on Votes polled (7)=[(5)/(2)]*100						
Promoter and Promoter Group	54598699	54518699	99.85	54518699	0	100.00
Public Institutional Holders	17782195	12002717	67.50	11951620	51097	99.57
Public-Others	19769461	922114	4.66	922052	62	99.99
Total (A)	92150355	67443530	73.19	67392371	51159	99.92
Promoter and Promoter Group	54598699	0	0.00	0	0	0.00
Public Institutional Holders	17782195	0	0.00	0	0	0.00
Public-Others	19769461	2044525	10.34	2039275	5250	99.74
Total (B)	92150355	2044525	2.22	2039275	5250	99.74
Result (A+B)	92150355	69488055	75.41	69431646	56409	99.92



INDOCO REMEDIES LIMITED

Postal Ballot dated 27th May, 2015

Promoter /Public	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
Resolution 2: (Special) To authorize the Board to create charge on assets of the Company upto Rs. 750 crores							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	54598699	54518699	99.85	54518699	0	100.00	0.00
Public Institutional Holders	17782195	12002717	67.50	11951620	51097	99.57	0.43
Public-Others	19769461	922114	4.66	922052	62	99.99	0.01
Total (A)	92150355	67443530	73.19	67392371	51159	99.92	0.03
Mode of Voting: (Poll)							
Promoter and Promoter Group	54598699	0	0.00	0	0	0.00	0.00
Public Institutional Holders	17782195	0	0.00	0	0	0.00	0.00
Public-Others	19769461	2044525	10.34	2040025	4500	99.78	0.22
Total (B)	92150355	2044525	2.22	2040025	4500	99.78	0.22
Result (A+B)	92150355	69488055	75.41	69432396	55659	99.92	0.08





SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 (9) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Indoco Remedies Limited
Indoco House 166, CST Road,
Vidyanagari Marg, Kalina,
Santacruz East,
Mumbai-400098.

Dear Sir,

Sub: Scrutinizer's Report on passing of Two Special Resolutions by way of postal ballot/e-Voting.

I, CS Ajit Sathe, a Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of Indoco Remedies Limited ("the Company") in their meeting held on 27th May, 2015 for the purpose of Scrutinizing the Postal Ballot process under the provisions of Section 110 of the Companies Act, 2013 ("the 2013 Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and ascertaining the passing of the resolutions contained in the notice dated 27th May, 2015 dispatched on 23rd June, 2015. The last date for receipt of Postal Ballots was fixed as Monday, 27th July, 2015 (upto 5.30 p.m.).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Postal Ballot on the resolutions contained in the Notice dated 27th May, 2015. My responsibility as a scrutinizer of the Postal Ballot process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorised agency engaged by the Company to provide e-voting facility and ballot papers received by post till 27th July, 2015 (05.30 P.M.)

On the basis of Postal Ballot papers received and e-voting done till 27th July, 2015 (upto 05.30 P.M.); I hereby submit my report as Scrutinizer in the following manner:

- i. In accordance with the notice dated 27th May, 2015 sent to the shareholders and the advertisement pursuant to Rule 22 (5) of the Companies (Management and Administration) Rules, 2014, the voting period remained open from 27th June, 2015 (10.00 A.M.) to 27th July, 2015 (05.30 P.M.)
- ii. The members of the Company as on the "cut-off" date i.e, 19th June, 2015 were entitled to vote on the resolutions (item No. 1 and 2) as set out in the notice.
- iii. The votes cast were unblocked at 6.15 P.M. on 27th July, 2015.



iv. Summary of Postal Ballot Forms/ Electronic votes received are as follows:

Item No. of Notice	Votes in favour of the resolution (No. of Shares)		Votes against the resolution (No. of Shares)		Not Voted (No. of Shares)
	Nos	% of total number of valid votes cast (Favour and Against)	Nos	% of total number of valid votes cast (Favour and against)	
Item No.1 To Authorise Board to borrow up to of Rs.750 Crores (As a Special Resolution)					
a) E Voting	67392371		51159		Nil
b) Ballot Paper	2039275		5250		Nil
Total	69431646	99.92	56409	.08	
The above resolution passed with requisite majority					
Item No.2 : To Authorise Board to create a charge on the assets of the Company up to of Rs.750 Crores (As a Special Resolution)					
a) E Voting	67392371		51159		Nil
b) Ballot Paper	2040025		4500		Nil
Total	69432396	99.92	55659	.08	
The above resolution passed with requisite majority					

v. On reckoning the voting rights of the members of the Company, I report that total percentage of assent (Voted for the Resolution) in respect of ;

Item No.1 : Special Resolution for borrowing moneys in excess of the company's paid-up share capital and free reserves is 99.92%

Item No.2 : Special Resolution to sell, lease or otherwise dispose of the or whole or substantially the whole of the undertaking of the company is 99.92%

vi. I have handed over the Postal Ballot and other related paper/ registers and records for the safe custody to the Company Secretary of the Company, authorised by the Board to supervise the postal ballot process.

Thanking you

Yours faithfully

CS Ajit Sathe
Company Secretary in Practice & Scrutinizer
FCS No.2899, CP No.738

Place: Mumbai
Date: 29.07.2015