

**Outcome of Voting of Annual General Meeting**  
**(As per Clause 35A of Listing Agreement)**

|                                                                                                      |                                              |                             |                         |                             |
|------------------------------------------------------------------------------------------------------|----------------------------------------------|-----------------------------|-------------------------|-----------------------------|
| Date of Annual General Meeting                                                                       | July 25, 2014                                |                             |                         |                             |
| Total Number of Shareholders on Record Date (i.e. June 20, 2014 – cut-off date for e-voting purpose) | 57, 185                                      |                             |                         |                             |
| No. of shareholders present in the meeting either in person or through proxy                         | <b><u>Promoters &amp; Promoter Group</u></b> |                             | <b><u>Public</u></b>    |                             |
|                                                                                                      | <b><u>In Person</u></b>                      | <b><u>Through Proxy</u></b> | <b><u>In Person</u></b> | <b><u>Through Proxy</u></b> |
|                                                                                                      | 12                                           | 6                           | 124                     | 73                          |
| No. of shareholders attended the meeting through video conferencing                                  | <b><u>Promoters &amp; Promoter Group</u></b> |                             | <b><u>Public</u></b>    |                             |
|                                                                                                      | N.A.                                         |                             | N.A.                    |                             |

**Agenda Wise**

The mode of voting for all the Resolutions was:

1. E-voting conducted between July 19, 2014 to July 21, 2014 and
2. Electronic Poll conducted at the Annual General Meeting held today i.e. July 25, 2014.

Given below is the resolution wise combined Result of E-voting and Electronic Poll.

**Resolution 1: To receive, consider, approve and adopt the Audited Balance Sheet as at 31 March 2014 and the Statement of Profit and Loss of the Company for the year ended on that date together with the reports of the Directors and Auditors thereon. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>\$</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>= [(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|----------------------------------------|------------------------------------------|-------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                                | 100.00                                                            | 130967317                       | 0                             | 100.00                                                        | 0.00                                                        |
| Public – Institutional Holders | 112661533                              | 67998382                                 | 60.36                                                             | 67920566                        | 77816                         | 99.89                                                         | 0.11                                                        |
| Public-Others                  | 27601153                               | 3188161                                  | 11.55                                                             | 3188111                         | 50                            | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>271230003</b>                       | <b>202153860</b>                         | <b>74.53</b>                                                      | <b>202075994</b>                | <b>77866</b>                  | <b>99.96</b>                                                  | <b>0.04</b>                                                 |



**Glenmark Pharmaceuticals Ltd.**

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CIN No: L24299MH1977PLC019982



**Resolution 2: To declare dividend on Equity Shares. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>\$</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>$=\frac{[(2)/(1)]}{100}$ | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>$\frac{[(4)/(2)]}{100}$ | % of Votes against on votes polled<br>(7)=<br>$\frac{[(5)/(2)]}{100}$ |
|--------------------------------|----------------------------------------|------------------------------------------|----------------------------------------------------------------------------|---------------------------------|-------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                                | 100.00                                                                     | 130967317                       | 0                             | 100.00                                                                  | 0.00                                                                  |
| Public – Institutional Holders | 112661533                              | 67998382                                 | 60.36                                                                      | 67998382                        | 0                             | 100.00                                                                  | 0.00                                                                  |
| Public-Others                  | 27601153                               | 3188161                                  | 11.55                                                                      | 3188143                         | 18                            | 100.00                                                                  | 0.00                                                                  |
| <b>Total</b>                   | <b>271230003</b>                       | <b>202153860</b>                         | <b>74.53</b>                                                               | <b>202153842</b>                | <b>18</b>                     | <b>100.00</b>                                                           | <b>0.00</b>                                                           |

**Resolution 3: To appoint a Director in place of Mrs. B. E. Saldanha (DIN 00007671) who retires by rotation and being eligible, offers herself for re-appointment as per Section 152(6) of the Companies Act, 2013. (Ordinary Resolution)**

| Category                        | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>\$</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>$=\frac{[(2)/(1)]}{100}$ | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>$\frac{[(4)/(2)]}{100}$ | % of Votes against on votes polled<br>(7)=<br>$\frac{[(5)/(2)]}{100}$ |
|---------------------------------|----------------------------------------|------------------------------------------|----------------------------------------------------------------------------|---------------------------------|-------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------------------------|
| Promoter and Promoter Group     | 130967317                              | 130967317                                | 100.00                                                                     | 130967317                       | 0                             | 100.00                                                                  | 0.00                                                                  |
| Public -- Institutional Holders | 112661533                              | 67998382                                 | 60.36                                                                      | 67596108                        | 402274                        | 99.41                                                                   | 0.59                                                                  |
| Public-Others                   | 27601153                               | 3188161                                  | 11.55                                                                      | 3188107                         | 54                            | 100.00                                                                  | 0.00                                                                  |
| <b>Total</b>                    | <b>271230003</b>                       | <b>202153860</b>                         | <b>74.53</b>                                                               | <b>201751532</b>                | <b>402328</b>                 | <b>99.80</b>                                                            | <b>0.20</b>                                                           |

**Resolution 4: To appoint Walker, Chandiok & Co LLP (formerly Walker, Chandiok & Co) (Firm Registration No. 001076N), Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>\$</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>$=\frac{[(2)/(1)]}{100}$ | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>$\frac{[(4)/(2)]}{100}$ | % of Votes against on votes polled<br>(7)=<br>$\frac{[(5)/(2)]}{100}$ |
|--------------------------------|----------------------------------------|------------------------------------------|----------------------------------------------------------------------------|---------------------------------|-------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                                | 100.00                                                                     | 130967317                       | 0                             | 100.00                                                                  | 0.00                                                                  |
| Public – Institutional Holders | 112661533                              | 65724490                                 | 58.34                                                                      | 64791971                        | 932519                        | 98.58                                                                   | 1.42                                                                  |
| Public-Others                  | 27601153                               | 3188161                                  | 11.55                                                                      | 3188088                         | 73                            | 100.00                                                                  | 0.00                                                                  |
| <b>Total</b>                   | <b>271230003</b>                       | <b>199879968</b>                         | <b>73.69</b>                                                               | <b>198947376</b>                | <b>932592</b>                 | <b>99.53</b>                                                            | <b>0.47</b>                                                           |





**Resolution 5: Appointment of Mr. Sridhar Gorthi (DIN 00035824) to continue as Independent Director for a term of five years ending on 31 March 2019. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>s</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>= [(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)= [(4)/(2)]*100 | % of Votes against on votes polled<br>(7)= [(5)/(2)]*100 |
|--------------------------------|----------------------------------------|-----------------------------------------|-------------------------------------------------------------------|---------------------------------|-------------------------------|------------------------------------------------------------|----------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                               | 100.00                                                            | 130967317                       | 0                             | 100.00                                                     | 0.00                                                     |
| Public – Institutional Holders | 112661533                              | 66926382                                | 59.40                                                             | 36103255                        | 30823127                      | 53.94                                                      | 46.06                                                    |
| Public-Others                  | 27601153                               | 3188161                                 | 11.55                                                             | 3188057                         | 104                           | 100.00                                                     | 0.00                                                     |
| <b>Total</b>                   | <b>271230003</b>                       | <b>201081860</b>                        | <b>74.14</b>                                                      | <b>170258629</b>                | <b>30823231</b>               | <b>84.67</b>                                               | <b>15.33</b>                                             |

**Resolution 6: Appointment of Mr. J. F. Ribeiro (DIN 00047630) to continue as Independent Director for a term of five years ending on 31 March 2019. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>s</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>= [(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)= [(4)/(2)]*100 | % of Votes against on votes polled<br>(7)= [(5)/(2)]*100 |
|--------------------------------|----------------------------------------|-----------------------------------------|-------------------------------------------------------------------|---------------------------------|-------------------------------|------------------------------------------------------------|----------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                               | 100.00                                                            | 130967317                       | 0                             | 100.00                                                     | 0.00                                                     |
| Public – Institutional Holders | 112661533                              | 66911521                                | 59.39                                                             | 63201247                        | 3710274                       | 94.45                                                      | 5.55                                                     |
| Public-Others                  | 27601153                               | 3188161                                 | 11.55                                                             | 3187498                         | 663                           | 99.98                                                      | 0.02                                                     |
| <b>Total</b>                   | <b>271230003</b>                       | <b>201066999</b>                        | <b>74.13</b>                                                      | <b>197356062</b>                | <b>3710937</b>                | <b>98.15</b>                                               | <b>1.85</b>                                              |

**Resolution 7: Appointment of Mr. N. B. Desai (DIN 00029023) to continue as Independent Director for a term of five years ending on 31 March 2019. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>s</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>= [(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)= [(4)/(2)]*100 | % of Votes against on votes polled<br>(7)= [(5)/(2)]*100 |
|--------------------------------|----------------------------------------|-----------------------------------------|-------------------------------------------------------------------|---------------------------------|-------------------------------|------------------------------------------------------------|----------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                               | 100.00                                                            | 130967317                       | 0                             | 100.00                                                     | 0.00                                                     |
| Public – Institutional Holders | 112661533                              | 66911521                                | 59.39                                                             | 63947674                        | 2963847                       | 95.57                                                      | 4.43                                                     |
| Public-Others                  | 27601153                               | 3188161                                 | 11.55                                                             | 3188108                         | 53                            | 100.00                                                     | 0.00                                                     |
| <b>Total</b>                   | <b>271230003</b>                       | <b>201066999</b>                        | <b>74.13</b>                                                      | <b>198103099</b>                | <b>2963900</b>                | <b>98.53</b>                                               | <b>1.47</b>                                              |





**Resolution 11: Appointment of Dr. Brian W. Tempest (DIN 00101235) to continue as Independent Director for a term of five years ending on 31 March 2019. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>§</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>=[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|----------------------------------------|-----------------------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                               | 100.00                                                           | 130967317                       | 0                             | 100.00                                                        | 0.00                                                        |
| Public – Institutional Holders | 112661533                              | 67998382                                | 60.36                                                            | 67923108                        | 75274                         | 99.89                                                         | 0.11                                                        |
| Public-Others                  | 27601153                               | 3188161                                 | 11.55                                                            | 3188108                         | 53                            | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>271230003</b>                       | <b>202153860</b>                        | <b>74.53</b>                                                     | <b>202078533</b>                | <b>75327</b>                  | <b>99.96</b>                                                  | <b>0.04</b>                                                 |

**Resolution 12: Ratification of the remuneration payable to Sevekari, Khare & Associates, Cost Accountants, of the Company for the Financial Year ending 31 March 2015. (Ordinary Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>§</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>=[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|----------------------------------------|-----------------------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                               | 100.00                                                           | 130967317                       | 0                             | 100.00                                                        | 0.00                                                        |
| Public – Institutional Holders | 112661533                              | 67998382                                | 60.36                                                            | 67998382                        | 0                             | 100.00                                                        | 0.00                                                        |
| Public-Others                  | 27601153                               | 3188161                                 | 11.55                                                            | 3188080                         | 81                            | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>271230003</b>                       | <b>202153860</b>                        | <b>74.53</b>                                                     | <b>202153779</b>                | <b>81</b>                     | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**Resolution 13: Consent of the Company to the Board of Directors to borrow moneys in excess of the aggregate of the paid-up share capital and free reserves of the Company upto 4,000 Crores (excluding the temporary loans obtained/ to be obtained from the Company's Bankers in the ordinary course of business.) (Special Resolution)**

| Category                       | No. of Shares Held <sup>#</sup><br>(1) | No. of Votes Polled <sup>§</sup><br>(2) | % of Votes Polled on outstanding shares<br>(3)<br>=[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|----------------------------------------|-----------------------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 130967317                              | 130967317                               | 100.00                                                           | 130967317                       | 0                             | 100.00                                                        | 0.00                                                        |
| Public – Institutional Holders | 112661533                              | 67998382                                | 60.36                                                            | 67998382                        | 0                             | 100.00                                                        | 0.00                                                        |
| Public-Others                  | 27601153                               | 3188161                                 | 11.55                                                            | 3188116                         | 45                            | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>271230003</b>                       | <b>202153860</b>                        | <b>74.53</b>                                                     | <b>202153815</b>                | <b>45</b>                     | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

<sup>#</sup> voting rights are in proportion to shares held as on June 20, 2014.

<sup>§</sup> excludes invalid votes.

As per the consolidated results of e-voting and Electronic Poll on Item Nos. 1 to 13 of the notice of AGM, all the resolutions are passed by requisite majority.

