

SCRUTINIZER'S REPORT

[Combined Report of E-voting & Poll]

To,
The Chairman of the Annual General Meeting
M/s. STRIDES ARCOLAB LIMITED
201, 'Devavrata' Sector-17, Vashi,
Navi Mumbai - 400 705

Dear Sir,

**Scrutinizer's Report for The Electronic Voting And Poll Conducted At The 23rd Annual
General Meeting of Strides Arcolab Limited Held Tuesday, September 09, 2014**

1. I, Binoy Chacko, Partner of M/s. BG & Associates, Company Secretaries, Bangalore appointed as the Scrutinizer for conducting the scrutiny of the e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 by the Board of Directors of **STRIDES ARCOLAB LIMITED** at the Board Meeting held on July 25, 2014 and
2. The Chairman of the 23rd Annual General Meeting (AGM) held on Tuesday, September 09, 2014 at the Regenza By Tunga, Plot No. 37-A, Vashi, Navi Mumbai - 4007 05 appointed our firm as the Scrutinizer for the Poll pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, for the resolutions contained in the Notice dated July 25, 2014.
3. The Company appointed Karvy Computershare Pvt. Ltd., (KCPL) as the Service Provider, for extending the facility of electronic voting to the Members of the Company from 9.00 A.M on Wednesday, September 03, 2014 to 5.00 P.M. on Friday, September 05, 2014. KCPL are also the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked on September 05, 2014 around 05.15 PM in the presence of two witnesses. For further details kindly refer Scrutinizer's Report (for e-voting) dated September 06, 2014 attached herewith.
4. At the 23rd Annual General Meeting of the Company held on September 09, 2014, the Chairman of the Company on suo motto called for a Poll to facilitate the Members present in the Meeting who could not participate in the e-voting to record their votes through the Poll process. The Chairman of the AGM had appointed our firm as the Scrutinizer for the same. For further details kindly refer Scrutinizer's Report (for the Poll) in form MGT-13 dated September 11, 2014.

BG & Associates
Company Secretaries
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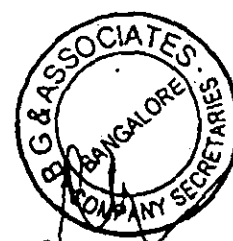


The result of the E-voting together with that of the Poll is as under:

Resolution Numbers (Item Nos.)	Particulars	Voted in Favour of the Resolution		Voted Against the resolution		Invalid Votes	
		Number of votes cast by the Members	% of total Number of valid votes cast	Number of votes cast by the Members	% of total number of valid votes cast	Number of votes cast by the Members	% of total number of invalid votes cast
Item:01 Ordinary Resolution: Adoption of financial statements	E-voting	2,01,01,554		2,48,09,18		6,105	
	Poll	74,06,180		53,066		150	
	Total	2,75,07,734	91.54606	25,33,984	8.6213	6,255	0.00
Item:02 Ordinary Resolution: Declaration of Final Dividend	E-voting	2,25,88,537		40		00	
	Poll	74,59,246		00		150	
	Total	3,00,47,783	99.99937	40	0.0001	150	0.00
Item:03 Ordinary Resolution: Appointment of Director in place of Mr. M R Umarji, Non-Executive Director	E-voting	2,24,58,509		1,30,068		00	
	Poll	74,59,245		01		150	
	Total	2,99,17,754	99.5666	1,30,069	0.4424	150	0.00



Item:04 Ordinary Resolution: Appointment of Director in- place of Mr. Deepak Vaidya, Non- Executive Director	E-voting	2,24,58,509		1,30,068		00	
	Poll	74,59,246		00		150	
	Total	2,99,17,755	99.5666	1,30,068	0.4424	150	0.00
Item:05 Ordinary Resolution: Appointment of Statutory Auditors	E-voting	2,17,75,281		35,351		7,77,945	
	Poll	74,59,245		01		150	
	Total	2,92,34,526	97.2928	35,352	0.4424	7,78,095	0.00
Item:06 Special Resolution : Re- appointment of Mr. Arun Kumar as Managing Director	E-voting	2,25,88,217		360		00	
	Poll	74,59,245		01		150	
	Total	3,00,47,462	99.9983	361	0.0012	150	0.00
Item:07 Ordinary Resolution: Appointment of Ms. Sangita Reddy as Independent Director	E-voting	2,25,87,924		653		00	
	Poll	74,59,246		00		150	
	Total	3,00,47,170	99.9973	653	0.0022	150	0.00
Item:08 Ordinary Resolution: Appointment of Mr. Bharat Shah as Non- Executive Director	E-voting	2,25,09,303		79,274		00	
	Poll	74,59,245		01		150	
	Total	2,99,68,548	99.7357	79,275	0.2697	150	0.00



Item:09 Ordinary Resolution: Appointment of Mr. Sridhar S as Independent Director	E-voting	2,01,68,091		24,20,486		00	
	Poll	74,07,179		53,067		150	
	Total	2,75,74,270	91.7674	24,73,553	8.4139	150	0.00
Item:10 Special Resolution : Appointment of Mr. A K Nair as Independent Director	E-voting	2,25,87,917		660		00	
	Poll	74,59,246		00		150	
	Total	3,00,47,163	99.9973	660	0.0022	150	0.00
Item:11 Special Resolution: Appointment of Mr. P M Thampi as Independent Director	E-voting	2,18,89,675		35,902		6,63,000	
	Poll	74,59,246		00		150	
	Total	2,93,48,921	97.6735	35,902	0.1249	6,63,150	0.00
Item:12 Special Resolution: Borrowing Power of the Company	E-voting	2,25,88,230		347		00	
	Poll	74,59,246		00		150	
	Total	3,00,47,476	99.9984	347	0.0012	150	0.00

All the Resolutions stands passed under e-voting and Poll with the requisite majority.

I, hereby confirm that I am maintaining the Registers received from the Service Provider both in electronically and manually, in respect of the votes cast through e-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by the Company.

Thanking you,
Yours faithfully,

For BG & Associates
Company Secretaries



BinoY Chacko
Partner
CP No. 4221

Place: Bangalore
Dated: September 11, 2014