

November 6, 2015

The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code: 532531

The National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.
Scrip Code: STAR

Dear Sirs,

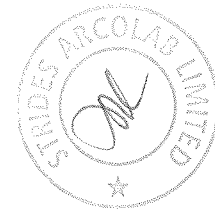
Sub: Outcome of Postal Ballot

Ref: Clause 35A of Listing Agreement

This has reference to our letter dated October 6, 2015 enclosing the Postal ballot Notice dated October 1, 2015 along with the Explanatory Statement seeking the consent of members of the Company by way of special resolution with respect to the following items of businesses:

1. Approval for change of the name of the Company from “Strides Arcolab Limited” to “Strides Shasun Limited” and consequent alteration to Memorandum of Association and Articles of Association of the Company;
2. Approval of “Strides Arcolab Employee Stock Option Plan 2015” and grant of employee stock options to the Eligible Employees of the Company under the Plan;
3. Approval to grant stock options to the Eligible Employees of the Company’s subsidiaries/ associate companies under the “Strides Arcolab Employee Stock Option Plan 2015”;
4. Approval for enhancement of borrowing limits of the Company from Rs. 1,500 Crores to Rs. 2,500 Crores; and
5. Approval to raise long term funds upto Rs. 1,500 Crores.

In connection with the above and pursuant to Clause 35A of the Listing Agreement, we would like to inform you that Resolutions 1 to 5 mentioned in the aforesaid notice have been passed by the members of the Company with requisite majority.



The approval is deemed to have been received today i.e., November 6, 2015. Please find enclosed the voting results along with Scrutinizer's report.

This is for your information and records.

Thanks & Regards

For Strides Arcolab Limited


Badree Komandur
CFO & Company Secretary



Enclosures:

1. Postal Ballot results in Clause 35A Format
2. Combined Scrutinizer's Report

STRIDES ARCOLAB LIMITED

VOTING RESULTS OF POSTAL BALLOT AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Combined Result - Postal Ballot and Evoting

Date of declaration of results of Postal Ballot & Evoting	6-Nov-15
Total Number of shareholders as on Benpose Date i.e., September 25, 2015	59,109
No. of shareholders present in the meeting	
Promoters and Promoters Group	
Public	
Number of shareholders attended the meeting through Video Conference	
Promoters and Promoters Group	
Public	

Resolutions	Resolution Required	Mode of Voting	Particulars	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes - in favor	No. of Votes against	% of votes in favor on votes polled	% of votes against on votes polled
Resolution 1: Approval for change of the name of the Company from "Strides Arcolab Limited" to "Strides Shasum Limited" and consequent alteration to Memorandum of Association and Articles of Association of the Company	Special	Postal Ballot & Evoting	Promoter and Promoter Group Public - Institutional Holders Public - Others Total	16,484,202 26,780,688 16,360,731 59,625,621	15,218,296 15,256,223 1,238,529 31,711,048	92.320 56.967 7.570 53.187	15,218,296 15,256,223 1,238,529 31,711,048	- - 2,690 2,690	100.000 100.000 99.783 99.992	- - 0.217 0.008
Resolution 2: Approval of "Strides Arcolab Employee Stock Option Plan 2015" and grant of employee stock options to the Eligible Employees of the Company under the Plan	Special	Postal Ballot & Evoting	Promoter and Promoter Group Public - Institutional Holders Public - Others Total	16,484,202 26,780,688 16,360,731 59,625,621	15,218,296 15,256,223 1,237,736 31,711,255	92.320 56.967 7.565 53.186	15,218,296 9,729,342 1,235,337 26,182,975	- 5,526,881 2,399 5,529,280	100.000 63.773 99.806 82.564	- 36.227 0.194 17.436
Resolution 3: Approval to grant stock options to the Eligible Employees of the Company's subsidiaries/ associate companies under the "Strides Arcolab Employee Stock Option Plan 2015"	Special	Postal Ballot & Evoting	Promoter and Promoter Group Public - Institutional Holders Public - Others Total	16,484,202 26,780,688 16,360,731 59,625,621	15,218,296 15,256,223 1,237,099 31,711,618	92.320 56.967 7.561 53.185	15,218,296 9,729,342 1,234,742 26,182,380	- 5,526,881 2,357 5,529,238	100.000 63.773 99.809 82.564	- 36.227 0.191 17.436
Resolution 4: Approval for enhancement of borrowing limits of the Company from Rs. 1,500 Crores to Rs. 2,500 Crores	Special	Postal Ballot & Evoting	Promoter and Promoter Group Public - Institutional Holders Public - Others Total	16,484,202 26,780,688 16,360,731 59,625,621	15,218,296 15,256,223 1,238,191 31,712,710	92.320 56.967 7.568 53.186	15,218,296 15,129,509 1,235,676 31,583,481	- 126,714 2,515 129,229	100.000 99.169 99.797 99.593	- 0.831 0.203 0.407
Resolution 5: Approval to raise long term funds upto Rs. 1,500 Crores	Special	Postal Ballot & Evoting	Promoter and Promoter Group Public - Institutional Holders Public - Others Total	16,484,202 26,780,688 16,360,731 59,625,621	15,218,296 15,256,223 1,236,569 31,711,088	92.320 56.967 7.558 53.184	15,218,296 12,290,207 1,234,058 28,742,561	- 2,966,016 2,511 2,968,527	100.000 80.559 99.797 90.639	- 19.441 0.203 9.361

For Strides Arcolab Limited



Badree Komandur
CFO & Company Secretary

SCRUTINIZER'S REPORT
ON
POSTAL BALLOT AND E-VOTING

(Pursuant to Sec.110 of the Companies Act 2013 read with Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
STRIDES ARCOLAB LIMITED
201, Devavrata Soc 17,
Vashi, New Mumbai – 400705

Sub: Report of the Scrutinizer for the Postal Ballot and E-voting Process vide Notice Dated 1st October, 2015 under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 by Strides Arcolab Limited.

Dear Sir,

1. The Board of Directors on July 30, 2015 appointed me, Binoy Chacko (Partner, BG & Associates) as a Scrutinizer for conducting the postal ballot and e-voting process as per Section 110 of the Companies Act, 2013 for seeking the approval of the shareholders of Strides Arcolab Limited (the “Company”), for approval of the following resolutions under the relevant Sections of the Companies Act, 2013:

Item 1:

Approval for change of the name of the Company from “Strides Arcolab Limited” to “Strides Shasun Limited” and consequent alteration to Memorandum of Association and Articles of Association of the Company.

RESOLVED THAT pursuant to the provisions of Section 4, 13, 14 and 15 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to approval of Central Government, Registrar of Companies and any other statutory approvals as may be required in this matter, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for changing the name of the Company from “Strides Arcolab Limited” to “Strides Shasun Limited” as made available by the Registrar of Companies, Mumbai, Maharashtra.

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name, i.e., "Strides Arcolab Limited", be substituted with the new name, i.e., "Strides Shasun Limited" and Clause I of the Memorandum of Association of the Company be substituted by the following clause:

I. The Name of the Company is "Strides Shasun Limited".

RESOLVED FURTHER THAT Clause 2(i) of the Articles of Association of the Company be substituted by the following clause:

2 (i) "The Company" or "this Company" means "Strides Shasun Limited".

RESOLVED FURTHER THAT subject to the above, the name of the Company wherever it appears in the Memorandum of Association and the Articles of Association of the Company be substituted by the new name "Strides Shasun Limited".

RESOLVED FURTHER THAT any of the Directors and/ or Company Secretary be and are hereby authorised to do and perform or cause to be done and performed all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto including signing and filing all the e-forms and other documents with any statutory authorities and to settle and finalise all issues that may arise in this regard and the Board of Directors is also authorized to delegate all or any of the powers or authorities herein conferred to any Directors or other officials of the Company, without further reference to the shareholders of the Company.

Item 2:

Approval of "Strides Arcolab Employee Stock Option Plan 2015" and grant of Employee Stock Options to the Eligible Employees of the Company under the Plan.

RESOLVED THAT pursuant to the provisions of Section 62 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modifications or re-enactment thereof), and the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 including any modifications thereof or supplements thereto ("the Regulations") and such other approval as may be required including approval of the Foreign Investment Promotion Board ("FIPB"), if applicable and in accordance with the provisions of the Listing Agreement entered into with the Stock Exchanges where the shares of the Company are listed and subject to such other approvals, consents, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee), consent of the members of the Company be



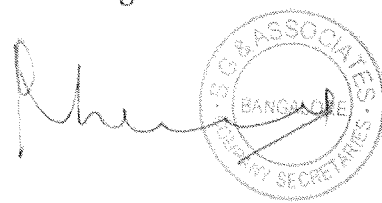
and is hereby accorded to the Board to introduce and implement the "Strides Arcolab Employees Stock Option Plan – 2015" ("ESOP 2015/ the Plan"), and to create, offer, grant, issue and allot from time to time upto 70,000 (Seventy Thousand) Options to identified permanent employees of the Company who may or may not be the shareholders of the Company, (hereinafter collectively referred to as "Eligible Employees") as may be decided solely by the Board under the Plan, convertible into 70,000 (Seventy Thousand) Equity Shares of face value of Rs. 10/- each fully paid up, in one or more tranches, at such price and on such terms and conditions as may be fixed or determined by the Board in accordance with the Plan and the provisions of the law or regulations issued by the relevant authority, from time to time.

RESOLVED FURTHER THAT without being required to seek any further consent or approval of the members, the Board and / or its duly constituted Committee be and is hereby authorized to determine, modify, frame and incorporate such other terms and conditions in the Plan as hereby approved, including those arising in connection with the implementation of the Plan, as the Board may in its absolute discretion deem fit in order to ensure compliance of the Plan with the local laws of the countries where the Plan would be applicable, subject however to compliance with Indian laws.

RESOLVED FURTHER THAT the new equity shares to be issued and allotted by the Company in the manner aforesaid shall rank pari passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT any of the Directors and/ or the Company Secretary of the Company be and are hereby authorized to take all necessary steps for listing of the Securities allotted under the Plan on the Stock Exchanges, where the existing securities of the Company are listed as per the provisions of the Listing Agreement with the concerned Stock Exchanges and other applicable guidelines, rules and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in regard to such issue or offer, allocation, allotment and utilization of the proceeds (including power to amend or modify any terms of such issue or allotment) without being required to seek any further consent or approval of the shareholders, as it may in its absolute discretion deem fit and further to execute all documents and writings as may be necessary, proper, desirable or expedient and to give such directions and/ or instructions as it may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions of the Plan.



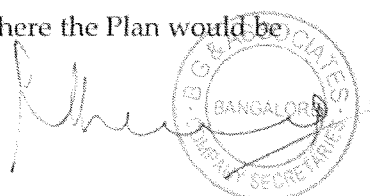
RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein to any Committee of Directors, the Chairman or the Vice Chairman of the Company with a power to further delegate to any Officers/Executives of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary in this regard.

Item 3:

Approval to grant stock options to the Eligible Employees of the Company's subsidiaries/ associate companies under the "Strides Arcolab Employee Stock Option Plan 2015"

RESOLVED THAT pursuant to the provisions of Section 62 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modifications or reenactment thereof), and the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 including any modifications thereof or supplements thereto ("the Regulations") and such other approval as may be required including approval of the Foreign Investment Promotion Board ("FIPB"), if applicable and in accordance with the provisions of the Listing Agreement entered into with the Stock Exchanges where the shares of the Company are listed and subject to such approvals, consents, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee), consent of the members of the Company be and is hereby accorded to the Board to introduce and implement the "Strides Arcolab Employees Stock Option Plan - 2015" ("ESOP 2015/ the Plan"), and to create, offer, grant, issue and allot from time to time upto 70,000 (Seventy Thousand) Options to identified permanent employees of the Company's subsidiaries / associate companies, who may or may not be the shareholders of the Company, (hereinafter collectively referred to as "Eligible Employees") as may be decided solely by the Board under the Plan, convertible into 70,000 (Seventy Thousand) Equity Shares of face value of Rs. 10/- each fully paid up, in one or more tranches, at such price and on such terms and conditions as may be fixed or determined by the Board in accordance with the Plan and the provisions of the law or regulations issued by the relevant authority, from time to time.

RESOLVED FURTHER THAT without being required to seek any further consent or approval of the shareholders, the Board and / or its duly constituted Committee be and is hereby authorized to determine, modify, frame and incorporate such other terms and conditions in the Plan as hereby approved, including those arising in connection with the implementation of the Plan, as the Board may in its absolute discretion deem fit in order to ensure compliance of the Plan with the local laws of the countries where the Plan would be applicable, subject however to compliance with Indian laws.

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "BANGALORE" and "COMPANY SECRETARIES" around a central point.

RESOLVED FURTHER THAT the new equity shares to be issued and allotted by the Company in the manner aforesaid shall rank pari passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT any of the Directors and/ or the Company Secretary of the Company be and are hereby authorized to take all necessary steps for listing of the Securities allotted under the Plan on the Stock Exchanges, where the existing securities of the Company are listed as per the provisions of the Listing Agreement with the concerned Stock Exchanges and other applicable guidelines, rules and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in regard to such issue or offer, allocation, allotment and utilization of the proceeds (including power to amend or modify any terms of such issue or allotment) without being required to seek any further consent or approval of the shareholders, as it may in its absolute discretion deem fit and further to execute all documents and writings as may be necessary, proper, desirable or expedient and to give such directions and/or instructions as it may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions of the Plan.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein to any Committee of Directors, the Chairman or the Vice Chairman of the Company with a power to further delegate to any Officers/ Executives of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary in this regard.

Item No. 4:

Approval for enhancement of borrowing limits of the Company from Rs. 1,500 Crores to Rs. 2,500 Crores

RESOLVED THAT in supersession of the resolution passed by the Shareholders of the Company at the Twenty Third Annual General Meeting held on September 9, 2014 and pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and the Rules made there under (including any statutory modifications or re-enactments thereof) and all other applicable provisions, if any, the consent of the members of the Company be and is hereby accorded to the Board of Directors ("Board") of the Company to borrow, from time to time, any sum or sums of money, in any currency, as may be required for the business of the Company, from one or more Banks, Financial Institutions and other persons, firms, bodies corporate, whether in India or abroad, with or without security, notwithstanding that the monies so borrowed



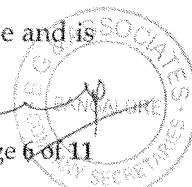
together with the monies already borrowed (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may at anytime exceed the aggregate of the paid up Capital of the Company and its Free Reserves (reserves not set apart for any specific purpose) provided that the total amount that may be borrowed by the Board and outstanding at any point of time, shall not exceed the sum of Rs. 2,500 Crores (Rupees Two Thousand Five Hundred Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and/or its duly constituted Committee be and are hereby authorized to finalize, settle and execute such documents/ deeds/writings/papers/ agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to borrowing as aforesaid.

Item No. 5:

Approval to raise long term funds upto Rs. 1,500 Crores

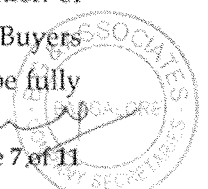
RESOLVED THAT pursuant to the provisions of Section 62 and other applicable provisions of the Companies Act, 2013 ("the Act"), and rules made thereunder (including any statutory modification or re-enactment thereof) and the Companies Act, 1956, the Foreign Exchange Management Act, 1999, as amended ("FEMA") including the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, and the rules framed there under, The Securities Contracts (Regulation) Act, 1956, The Securities and Exchange Board of India Act, 1992 and the rules framed there under including Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009, ("ICDR Regulations") (including any statutory amendments, modifications or re-enactments thereof), Listing Agreements as entered into by the Company with the Stock Exchanges where the shares of the Company is listed, enabling provisions in the Memorandum and Articles of Association of the Company and the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended ("FCCB Scheme"), Rules, Regulations, Guidelines, Notifications and Circulars, if any, prescribed by the Government of India, Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), Ministry of Finance (Department of Economic Affairs), the Ministry of Commerce & Industry (Foreign Investment Promotion Board Secretariat for Industrial Assistance) ("FIPB") or any other competent authority, whether in India or abroad, from time to time, to the extent applicable and subject to the approvals, consents, permissions and sanctions as might be required and subject to such conditions as might be prescribed while granting such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the Board be and is



hereby authorized on behalf of the Company, to create, offer, issue and allot in India or in the course of international offerings, in one or more foreign markets, in one or more tranches, to investors whether Indian or Foreign, including Foreign Institutions, Indian and/or Multilateral Financial Institutions, Non Resident Indians, Corporate Bodies, Mutual Funds, Banks, Insurance Companies, Pensions Funds, Foreign Institutional Investors, Foreign Portfolio Investors, Individuals or otherwise, whether members of the Company or not, by way of a public issue, qualified institutional placement to qualified institutional buyers ("QIBs") in terms of Chapter VIII of SEBI ICDR Regulations ("QIP"), or any other mode/method or means as may be prescribed by the concerned authorities from time to time, or a combination thereof, Equity Shares of face value Rs. 10/- each of the Company ("Equity Share") and/ or Foreign Currency Convertible Bonds ("FCCB") and/or Global Depository Receipts ("GDRs") and / or American Depository Receipts ("ADRs") and / or Bonds with share warrants attached and/ or Preference Shares convertible into Equity Shares, and/or any other financial instruments or securities convertible into Equity Shares or with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the Equity Shares or otherwise, in registered form, whether rupee denominated or denominated in foreign currency (hereinafter collectively referred to as "Securities") or any combination of Securities, through one or more tranches, through one or more prospectus, placement documents and/ or letter of offer or circular and/ or on private placement basis, at such time or times, at such price or prices, and on such terms and conditions as the Board may determine in its absolute discretion thinks fit in accordance with all applicable laws, rules and regulations for the time being in force in this regard, so that the total amount raised through issue of the Securities shall not exceed Rs. 1,500 Crores (Rupees One Thousand Five Hundred Crores), including premium and green shoe option, where necessary in consultation with the Lead Managers, Underwriters, Merchant Bankers, Guarantors, Financial and/or Legal Advisors, Rating Agencies / Advisors, Depositories, Custodians, Principal Paying! Transfer! Conversion agents, Listing agents, Registrars, Trustees, Printers, Auditors, Stabilizing agents and all other Agencies! Advisors.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized to determine the form, terms and timing of the issue(s), including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted in each tranche, issue price, face value, premium amount in issue/ conversion/ exercise/ redemption, rate of interest, redemption period, listings on one or more stock exchanges in India or abroad as the Board may in its absolute discretion deems fit and to make and accept any modifications in the proposals as may be required by the authorities involved in such issue(s) in India and ! or abroad, to do all acts, deeds, matters and things and to settle any questions or difficulties that may arise in regard to the issue(s).

RESOLVED FURTHER THAT in case of a qualified institutional placement pursuant to Chapter VIII of the ICDR Regulations, the allotment of Securities (or any combination of the Securities as decided by the Board) shall only be to Qualified Institutional Buyers within the meaning of Chapter VIII of the ICDR Regulations, such Securities shall be fully



paid-up and the allotment of such Securities shall be completed within 12 months from the date of this resolution or such other time as may be allowed under the ICDR Regulations from time to time, at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VIII of the ICDR Regulations as may be amended from time to time and the Company may, in accordance with applicable law, also offer a discount of not more than 5% or such percentage as permitted under applicable law on the price calculated in accordance with the pricing formula provided under the ICDR Regulations, as may be amended from time to time.

RESOLVED FURTHER THAT in the event that Equity Shares are issued to qualified institutional buyers under Chapter VIII of the ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board decides to open the proposed issue and in the event that convertible securities and/or warrants which are convertible into Equity Shares of the Company are issued to qualified institutional buyers under Chapter VIII of the ICDR Regulations, the relevant date for the purpose of pricing of such securities, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities and/or warrants.

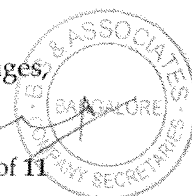
RESOLVED FURTHER THAT the Equity Shares so issued by the Company pursuant to the QIP shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari passu with the existing equity shares of the Company.

RESOLVED FURTHER THAT in the event the Securities are proposed to be issued as FCCBs, ADRs or GDRs, pursuant to the provisions of the FCCB Scheme and other applicable pricing provisions issued by the Ministry of Finance, the relevant date for the purpose of pricing the Equity Shares to be issued pursuant to such issue shall be the date of the meeting in which the Board or duly authorized committee of directors decides to open such issue after the date of this resolution.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid Securities may have such features and attributes or any terms or combination of terms in accordance with international practices to provide for the tradability and free transferability thereof as per the prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of dividend, issue of additional Equity Shares, variation of the conversion price of the Securities or period of conversion of Securities into Equity Shares during the duration of the Securities and the Board be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose off such of the Securities that are not subscribed.

RESOLVED FURTHER THAT the Equity Shares including issue and allotment of Equity Shares upon conversion of any depository receipts or other Securities referred to above so issued shall rank pari-passu with the existing Equity Shares of the Company in all respects.

RESOLVED FURTHER THAT the Equity Shares shall be listed on the stock exchanges.



where the existing equity shares of the Company are listed.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Securities, the Board be and is here by authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, for entering into arrangements for managing, underwriting, marketing, listing and trading, to issue placement documents and to sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit.

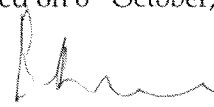
RESOLVED FURTHER THAT the Board be and is hereby authorized to appoint Lead Manager(s) and such other parties in offerings of Securities and such other agencies, if necessary and to remunerate them by way of commission, brokerage, fees or the like and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with Lead Manager(s) and other agencies and to seek the listing of such securities.

RESOLVED FURTHER THAT the Board be and is hereby authorized to create necessary charge on such of the assets and properties (whether present or future) of the Company in respect of Securities and to approve, accept, finalize and execute facilities, sanctions, undertakings, agreements, promissory notes, credit limits and any of the documents and papers in connection with the issue of Securities, if any required.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to a Committee of Directors or any director or any officer of the company in such manner as it may deem fit including to settle all questions, difficulties, or doubts, that may arise in regard to the issue, offer and allotment of the Securities and utilization of the issue proceeds as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by way of this resolution.

2. I submit my report as under:

2.1 The Company completed the dispatch of postal ballot forms along with postage prepaid business reply envelope to its shareholders (whose name(s) appeared on the Register of Members/ list of beneficiaries as on September 25, 2015), on October 5, 2015. An advertisement of the Notice was published in Business Standard (Mumbai edition) and Marathi translation thereof in Navshakti (Mumbai edition) both dated on 6th October, 2015.




2.2 Particulars of all the postal ballot forms received from the shareholders have been entered in a register separately maintained for the purpose.

2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

2.4 The postal ballot forms were duly opened in my presence and the shareholding was matched/ confirmed with the Register of Members of the company/list of beneficiaries as on September 25, 2015.

2.5 All electronic votes and postal ballot forms received up to 5 pm on November 5, 2015 the last date and time fixed by the Company for receipt of the votes/forms were considered for my scrutiny.

2.6 The votes cast by the shareholders through e-voting system was downloaded and collated.

2.7 Envelopes containing postal ballot forms received after 5 pm on November 5, 2015 were not considered for my scrutiny.

2.8 There are 440 envelopes containing postal ballot forms returned un-delivered.

2.9 I did not find any defaced or mutilated ballot paper.

3. Based on the above mentioned process, the scrutiny was completed and a summary of the votes casted through postal ballot forms and e-votes are given below:

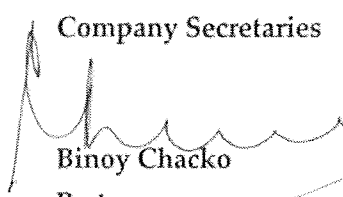
Resolution	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	Votes
1	ELE	313	29446632	306	29445532	7	1095	0	0	0	0	5
	BALLOT	389	2268644	348	2264826	15	1595	26	2223	0	0	0
	TOTAL	702	31715276	654	31710358	22	2690	26	2223	0	0	5
2	ELE	313	29446632	230	23918559	82	5527513	0	0	2	150	410
	BALLOT	389	2268644	336	2264416	20	1767	26	2223	7	238	0



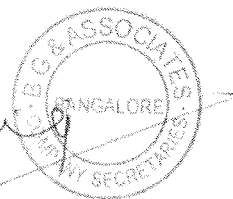
	TOTAL	702	31715276	566	26182975	102	5529280	26	2223	9	388	410
3	ELE	313	29446632	231	23918472	81	5527503	0	0	2	150	507
	BALLOT	389	2268644	334	2263908	20	1735	26	2223	9	778	0
	TOTAL	702	31715276	565	26182380	101	5529238	26	2223	11	928	507
4	ELE	313	29446632	299	29319635	14	126892	0	0	1	100	5
	BALLOT	389	2268644	330	2263846	26	2337	26	2223	7	238	0
	TOTAL	702	31715276	629	31583481	40	129229	26	2223	8	338	5
5	ELE	313	29446632	258	26480426	55	2966104	0	0	1	100	2
	BALLOT	389	2268644	314	2262135	27	2423	26	2223	22	1863	0
	TOTAL	702	31715276	572	28742561	82	2968527	26	2223	23	1963	2

4. Summary of the postal ballots and e-votes with assent/ dissent for the resolutions is attached with his report as **Annexure**.
5. The resolutions were passed by the requisite majority.
6. I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to the Company Secretary.
7. You may accordingly declare the result of the voting by Postal Ballot.

For BG & Associates
Company Secretaries


Binoy Chacko
Partner

C. P. No. 4221



Date: 06.11.2015

Place: Bangalore

Annexure to Scrutinizers Report - Postal Ballot and E-Voting: STRIDES ARCOLAB LIMITED

Summary of the Postal Ballots and E-votes results:

Resolution 1:

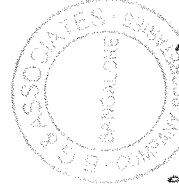
Approval for change of the name of the Company from "Strides Arcolab Limited" to "Strides Shasun Limited" and consequent alteration to Memorandum of Association and Articles of Association of the Company.

Resolution	Mode	Ballots Received	Total Shares	Favour		% to Total	Against		% to Total	Invalid		% to Total	Abstain		% to Total	Less Voted		% to Total
				Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes	
1	ELE	313	2,94,46,632	306	2,94,45,532	99.996	7	1,095	0.004	0	0	0.000	0	0	0.000	5	5	0.000
	BALLOT	389	22,68,644	348	22,64,826	99.832	15	1,595	0.070	26	2,223	0.098	0	0	0.000	0	0	-
	TOTAL	702	3,17,15,276	654	3,17,10,358	99.984	22	2,690	0.008	26	2,223	0.007	0	0	0.000	5	5	0.000

Resolution 2:

Approval of "Strides Arcolab Employee Stock Option Plan 2015" and grant of Employee Stock Options to the Eligible Employees of the Company under the Plan.

Resolution	Mode	Ballots Received	Total Shares	Favour		% to Total	Against		% to Total	Invalid		% to Total	Abstain		% to Total	Less Voted		% to Total
				Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes	
2	ELE	313	2,94,46,632	230	2,39,18,559	81.227	82	55,27,513	18.771	0	0	0.000	2	150	0.000	410	410	0.001
	BALLOT	389	22,68,644	336	22,64,416	99.814	20	1,767	0.078	26	2,223	0.098	7	238	0.010	0	0	-
	TOTAL	702	3,17,15,276	566	2,61,82,975	82.556	102	55,29,280	17.434	26	2,223	0.007	9	388	0.000	410	410	0.001



B G & Associates Company Secretaries

Annexure to Scrutinizers Report - Postal Ballot and E-Voting: STRIDES ARCOLAB LIMITED

Resolution 3:

Approval to grant stock options to the Eligible Employees of the Company's subsidiaries/ associate companies under the "Strides Arcolab Employee Stock Option Plan 2015".

Resolution	Mode	Ballots Received	Total Shares	Favour		% to Total	Against		% to Total	Invalid		% to Total	Abstain		% to Total	Less Voted		% to Total
				Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes	
3	ELE	313	2,94,46,632	231	2,39,18,472	81.227	81	55,27,503	18.771	0	0	0.000	2	150	0.00	507	0.002	
	BALLOT	389	22,68,644	334	22,63,908	99.791	20	1,735	0.076	26	2,223	0.098	9	778	0.03	0	-	
	TOTAL	702	3,17,15,276	565	2,61,82,380	82.554	101	55,29,238	17.434	26	2,223	0.007	11	928	0.00	507	0.002	

Resolution 4:

Approval for enhancement of borrowing limits of the Company from Rs. 1,500 Crores to Rs. 2,500 Crores.

Resolution	Mode	Ballots Received	Total Shares	Favour		% to Total	Against		% to Total	Invalid		% to Total	Abstain		% to Total	Less Voted		% to Total
				Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes	
4	ELE	313	2,94,46,632	299	2,93,19,635	99.569	14	1,26,892	0.431	0	0	0.000	1	100	0.00	5	0.000	
	BALLOT	389	22,68,644	330	22,63,846	99.789	26	2,337	0.103	26	2,223	0.098	7	238	0.01	0	-	
	TOTAL	702	3,17,15,276	629	3,15,83,481	99.584	40	1,29,229	0.407	26	2,223	0.007	8	338	0.00	5	0.000	

Annexure to Scrutinizers Report - Postal Ballot and E-Voting- STRIDES ARCOLAB LIMITED

Resolution 5:

Approval to raise long term funds upto Rs. 1,500 Crores.

Resolution	Mode	Ballots Received	Total Shares	Favour		% to Total	Against		% to Total	Invalid		% to Total	Abstain		% to Total	Less Voted		% to Total
				Ballots	Votes		Ballots	Votes		Ballots	Votes		Ballots	Votes			Votes	
5	ELE	313	2,94,46,632	258	2,64,80,426	89.927	55	29,66,104	10.073	0	0	0.000	1	100	0.00	2	0.000	
	BALLOT	389	22,68,644	314	22,62,135	99.713	27	2,423	0.107	26	2,223	0.098	22	1,863	0.08	0	-	
	TOTAL	702	3,17,15,276	572	2,87,42,561	90.627	82	29,68,527	9.360	26	2,223	0.000	23	1,963	0.01	2	0.000	

B G & Associates, Company Secretaries