

9<sup>th</sup> June, 2017

<b>BSE Limited</b> Corporate Relations Department P J Towers, Dalal Street, Mumbai - 400 001  <b><u>Scrip Code: 532300</u></b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051  <b><u>NSE Symbol: WOCKPHARMA</u></b>
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Dear Sir / Madam,

**Sub: Combined Voting Results of Postal Ballot (E-voting and Postal Ballot Forms) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We wish to inform you that the Postal Ballot was conducted by the Company for seeking approval of the Members of the Company through Special Resolution for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,000 crore.

The above Special Resolution has been approved by the Members of the Company with requisite majority.

The resolution is deemed to have been passed on the last date for receipt of duly completed Postal Ballot Forms and E-voting i.e. on 8<sup>th</sup> June, 2017.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the combined voting results of the Postal Ballot (through E-voting and Postal Ballot Forms) in the prescribed format along with the copy of the Scrutinizer's Report are enclosed herewith. The same will also be made available on the Company's website at [www.wockhardt.com](http://www.wockhardt.com).

Kindly take the above information on record.

Thanking You,

For Wockhardt Limited

  
Narendra Singh  
Company Secretary

Encl: As above



**DETAILS OF VOTING RESULTS**

**AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of the <del>AGM/EGM</del> Declaration of Voting Results of Postal Ballot	9 <sup>th</sup> June, 2017
Total number of shareholders as on record cut-off date (as on 4 <sup>th</sup> May, 2017)	1,21,040
No. of shareholders present in the meeting either in person or through proxy who casted their votes:	
• Promoters and Promoter Group	12
• Public	1,430
No. of shareholders attended the meeting through Video Conferencing	Not Applicable



## SPECIAL BUSINESS

- 1) Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,000 crore

Resolution required: (Ordinary/Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		Dr. H. F. Khorakiwala and Dr. Murtaza Khorakiwala, Directors of the Company (including their relatives) may be deemed to be interested in the passing of this resolution to the extent of their interest as member / promoter / director in Khorakiwala Holdings and Investments Private Limited (KHIPL) as part of the proceeds of the Issue is also proposed to be utilised for redemption of existing preference shares of the Company which includes existing preference shares held by KHIPL.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	8,19,85,382	8,19,85,382	-	8,19,85,382	0	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>8,19,85,382</b>	<b>100</b>	<b>8,19,85,382</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	92,30,009	50,85,576	-	50,58,399	27,177	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>50,85,576</b>	<b>55.10</b>	<b>50,58,399</b>	<b>27,177</b>	<b>99.47</b>	<b>0.53</b>
Public - Non Institutions	E-Voting	1,93,32,637	2,26,044	-	2,13,851	12,193	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		2,36,739	-	2,34,664	2,075	-	-
	<b>Total</b>		<b>4,62,783</b>	<b>2.39</b>	<b>4,48,515</b>	<b>14,268</b>	<b>96.92</b>	<b>3.08</b>
<b>Total</b>		<b>11,05,48,028</b>	<b>8,75,33,741</b>	<b>79.18</b>	<b>8,74,92,296</b>	<b>41,445</b>	<b>99.95</b>	<b>0.05</b>

### Notes:

- The votes cast does not include invalid and abstained voting.
- Public-Non Institutions category includes underlying shares issued by the Company and held as GDR's.
- The above resolution is passed with requisite majority.



# Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,  
Tardeo Main Road, Tardeo,  
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattivirendra1945@yahoo.co.in

Date: 09<sup>th</sup> June, 2017

To,  
**THE CHAIRMAN**  
**WOCKHARDT LIMITED**  
Global Headquarters,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051

**Subject: Scrutinizer's Report under Sections 108 and 110 of the Companies Act, 2013 for voting by Equity shareholders through Postal Ballot & Remote e-voting.**

The Board of Directors of Wockhardt Limited (hereinafter referred to as the '**Company**') at its meeting held on 4<sup>th</sup> May, 2017 had appointed me as the Scrutinizer for the Postal Ballot/Remote Electronic Voting ('e-voting') pursuant to Sections 108 and 110 of the Companies Act, 2013 (the '**Act**') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions, if any, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the '**Listing Regulations**'), for the Resolution(s) in respect of the matter(s) as set out in the Notice of Postal Ballot proposed to be transacted by way of postal ballot / e-voting.

## **Report on Scrutiny**

- The Company had appointed National Securities Depository Limited ('NSDL') as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website [www.evoting.nsd.com](http://www.evoting.nsd.com).
- Link Intime India Private Limited is the Registrar and Transfer Agents of the Company.
- The cut-off date for determining members for the dispatch of the Notice of Postal Ballot was 4<sup>th</sup> May, 2017 (Physical & E-mail) and as on that date, there were 1,21,040 members of the Company. The Company had sent the Notice of Postal Ballot along with Postal Ballot Form and e-voting details by E-mail to 89,696 cases whose E-mail ID were registered with the Company/RTA. In respect of 31,431 cases, the Company had sent Notice of the Postal Ballot, Postal Ballot Form along with self-addressed pre-paid postage in physical form by speed post / Registered post on case to case basis. Please note that for 87 cases, the Company had sent the Notice of Postal Ballot both by E-mail and Physical Form as per the requisition of members.



- The Company completed the dispatch of the Notice of Postal Ballot through/by email and physical form to the members on 8<sup>th</sup> May, 2017 and 9<sup>th</sup> May, 2017 respectively.
- The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- The cut-off date for the purposes of identifying the members who will be entitled to vote on the resolutions placed for approval of the members was 4<sup>th</sup> May, 2017.
- The remote e-voting facility was kept open from 10<sup>th</sup> May, 2017 (9:00 a.m.) to 8<sup>th</sup> June, 2017 (5:00 p.m.).
- As prescribed in clause (v) of sub-rule (4) of Rule 20 read with sub-rule (3) of Rule 22 of the Companies (Management and Administration Rules), 2014, as amended from time to time, the Company also released an advertisement in 'Business Standard' in English language having country-wide circulation dated 10<sup>th</sup> May, 2017 and in 'Lokmat, Aurangabad', in Marathi language dated 10<sup>th</sup> May, 2017. The notice published in the Newspapers carried the information as specified under the said Rules.
- The votes were unblocked on Thursday, 8<sup>th</sup> June, 2017 after 5.00 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company.
- All postal ballot forms received up to Thursday, 8<sup>th</sup> June, 2017, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. All votes cast on NSDL remote e-voting platform up to 5.00 p.m. on Thursday, 8<sup>th</sup> June, 2017 were considered for my scrutiny.
- The postal ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- Envelopes containing postal ballot forms returned undelivered were also not opened and they were kept separately.



**The combined results of the Remote e-voting together with voting conducted by Postal Ballot are as under:**

Details	Remote E-voting	Postal Ballot	Total voting
Number of members who cast their votes	600	842	1442
Total number of shares held by them	87304002	249205	87553207
Valid votes	As per details provided in the Resolution(s) mentioned hereunder.		
Invalid votes	As per details provided in the Resolution(s) mentioned hereunder.		

Note: Percentage of votes cast in favour or against the resolution(s) are calculated based on the valid votes cast through remote e-voting and physical postal ballot.

**Item of the Notice (As a Special Resolution)**

Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,000 crore.

Manner of Voting	Total Votes	Invalid / Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	87304002	7000	87297002	87257632	-	39370	-
Postal Ballot	249205	12466	236739	234664	-	2075	-
<b>Total</b>	<b>87553207</b>	<b>19466</b>	<b>87533741</b>	<b>87492296</b>	<b>99.95</b>	<b>41445</b>	<b>0.05</b>

**Table showing Bifurcations of Promoters, Financial Institutions and Others for Item of Notice - As per Annexure A**



The Resolution mentioned in the Notice as per the details given above stand passed under remote e-voting and voting conducted by postal ballot with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through remote e-voting and voting conducted by postal ballot by the members of the Company. The postal ballot papers and all other relevant records relating to remote e-voting and physical Postal Ballot are under my safe custody and will be handed to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully

  
  
**Virendra Bhatt**  
ACS- 1157  
COP-124

Date: 09<sup>th</sup> June, 2017

Place: Mumbai

Witnesses:



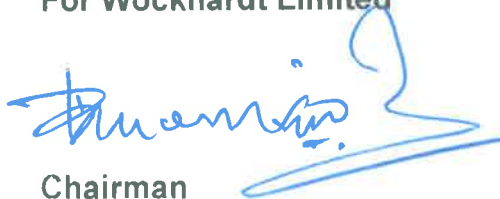
Kashyap V. Patel



Vishwas Salvi

Countersigned and received the Report

For Wockhardt Limited



Chairman

Date: 09<sup>th</sup> June, 2017

Place: Mumbai

Wockhardt Limited

Resolution Required :		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Dr. H. F. Khorakiwala and Dr. Murtaza Khorakiwala, Directors of the Company (including their relatives) may be deemed to be interested in the passing of this resolution to the extent of their interest as member / promoter / director in Khorakiwala Holdings and Investments Private Limited (KHIPL) as part of the proceeds of the Issue is also proposed to be utilised for redemption of existing preference shares of the Company which includes existing preference shares held by KHIPL.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		{1}	{2}	{3}={2}/1}*100	{4}	{5}	{6}={4}/2}*100	{7}={5}/2}*100
Promoter and Promoter Group	E-Voting	81985382	81985382	-	81985382	0	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		81985382	-	81985382	0	100	0
Public Institutions	E-Voting	9230009	5085576	-	5058399	27177	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		5085576	55.10	5058399	27177	99.47	0.53
Public Non-Institutions	E-Voting	19332637	226044	-	213851	12193	-	-
	Postal Ballot		236739	-	234664	2075	-	-
	Total		462783	2.39	448515	14268	96.92	3.08
Total		110548028	87533741	79.18	87492296	41445	99.95	0.05

