



GlaxoSmithKline Pharmaceuticals Ltd  
GSK House,  
Dr. Annie Besant Road, Worli,  
Mumbai - 400 030

Tel No. +91 22 2495 9595  
Fax No. +91 22 2495 9494  
Web www.gsk-india.com  
Email askus@gsk.com

24<sup>th</sup> July, 2018

To,

**BSE LIMITED**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

**THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (East)  
Mumbai - 400051

Dear Sirs,

**Re: Regulation 44 (3) of Listing Obligations and disclosure Requirement Regulations, 2015 (“LODR”)**

**Sub: Disclosure of Voting Results and Outcome of the 93<sup>rd</sup> Annual General Meeting of the Company**

This is with reference to the 93<sup>rd</sup> Annual General Meeting of the Company held today i.e. on Tuesday, 24<sup>th</sup> July 2018 at 2 30 p.m. at Birla Matushri Sabhagar, 19, Marine Lines, Mumbai 400020.

In Compliance with the provisions of Regulations 44(3) of the LODR, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the Annual General Meeting through electronic means (remote e-voting) during the period commencing from Saturday, 21<sup>st</sup> July 2018 (9 00 a.m.) to Monday, 23<sup>rd</sup> July 2018 (5 00 p.m.)

The Company had also provided voting facility through tab e-voting to the members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

We wish to inform you that all the resolutions contained in the Notice of the Annual General Meeting dated 24<sup>th</sup> May 2018 were approved by the Members

In this Connection, please find enclosed the following.

- A) Details regarding the brief proceedings of the Annual General Meeting (AGM) of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- B) Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- C) Consolidated Report of the Scrutinizer on remote e-voting and voting through tab e-voting at the AGM



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D) Annual Report for the financial year 2017-18 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

The above are also being uploaded on the Company's website

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking you,

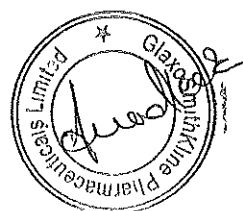
Yours faithfully  
**For GlaxoSmithKline Pharmaceuticals Limited**

Ajay Nadkarni  
Vice President – Administration, Real Estate  
& Company Secretary

**Encl:**

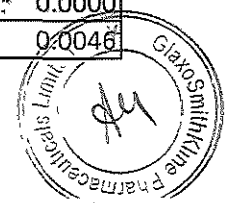
**Brief details of the items deliberated at the annual general meeting held on Tuesday, July 24, 2018 and the results**

Sr no	Agenda	Resolution required	Mode of Voting	Results
1	To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for financial year ended 31 <sup>st</sup> March 2018 together with the Reports of the Board of Directors and Auditors thereon	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority
2	To declare Dividend on Equity Shares for the year ended 31 <sup>st</sup> March 2018	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority
3	To appoint a Director in place of Mr Raju Krishnaswamy (DIN No 03043004), who retires by rotation and, being eligible, offers himself or re-appointment	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority
4	Appointment of Mr Subesh Williams (DIN: 07786724), as a Director	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority
5	Appointment of Ms Puja Thakur (DIN: 07971789), as a Director.	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority
6	Appointment of Ms Puja Thakur (DIN: 07971789), as a Whole-time Director & CFO	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority
7	Approval of Transactions / Contracts / Arrangements with Related Party	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority
8	Ratification of Remuneration to Cost Auditor.	Ordinary	E-voting and Tab voting at the AGM	Passed with requisite majority



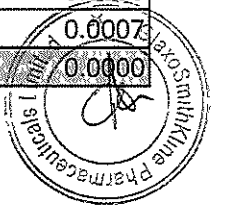
	GLAXOSMITHKLINE PHARMACEUTICALS LTD
Date of the AGM/EGM	24-07-2018
Total number of shareholders on record date	92387
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	196
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for financial year ended 31st March 2018 together with the Reports of the Board of Directors and Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	63,527,262	63,527,262	100.0000	63,527,262	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		63,527,262	100.0000	63,527,262	0	100.0000	0.0000
Public- Institutions	E-Voting	10,641,574	8,852,973	83.1923	8,852,973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,852,973	83.1923	8,852,973	0	100.0000	* 0.0000
	E-Voting		129,681	1.2310	129,675	6	99.9953	0.0046



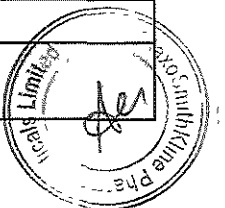
	Poll	10,534,181	3,934	0.0373	3,934	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>133,615</b>	<b>1.2683</b>	<b>133,609</b>	<b>6</b>	<b>99.9955</b>	<b>0.0045</b>
	<b>Total</b>	<b>84,703,017</b>	<b>72,513,850</b>	<b>85.6095</b>	<b>72,513,844</b>	<b>6</b>	<b>100.0000</b>	<b>0.0000</b>

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare Dividend on Equity Shares for the financial year ended 31st March 2018							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	63,527,262	63,527,262	100.0000	63,527,262	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>63,527,262</b>	<b>100.0000</b>	<b>63,527,262</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	10,641,574	8,855,973	83.2205	8,855,973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8,855,973</b>	<b>83.2205</b>	<b>8,855,973</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	10,534,181	129,676	1.2310	129,675	1	99.9992	0.0007
	Poll		3,934	0.0373	3,934	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>133,610</b>	<b>1.2683</b>	<b>133,609</b>	<b>1</b>	<b>99.9993</b>	<b>0.0007</b>
	<b>Total</b>	<b>84,703,017</b>	<b>72,516,845</b>	<b>85.6131</b>	<b>72,516,844</b>	<b>1</b>	<b>100.0000</b>	<b>0.0000</b>



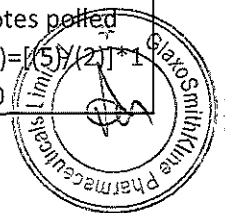
Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr Raju Krishnaswamy (DIN No: 03043004), who retires by rotation and, being eligible, offers himself for re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	63,527,262	63,527,262	100.0000	63,527,262	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>63,527,262</b>	<b>100.0000</b>	<b>63,527,262</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	10,641,574	8,855,973	83.2205	8,855,973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8,855,973</b>	<b>83.2205</b>	<b>8,855,973</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	10,534,181	129,681	1.2310	129,610	71	99.9452	0.0547
	Poll		3,934	0.0373	3,934	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>133,615</b>	<b>1.2683</b>	<b>133,544</b>	<b>71</b>	<b>99.9469</b>	<b>0.0531</b>
<b>Total</b>		<b>84,703,017</b>	<b>72,516,850</b>	<b>85.6131</b>	<b>72,516,779</b>	<b>71</b>	<b>99.9999</b>	<b>0.0001</b>

Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr Subesh Williams (DIN: 07786724), as a Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							



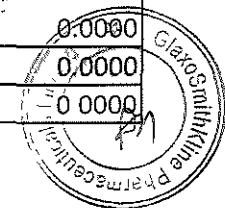
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – in favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	63,527,262	63,527,262	100.0000	63,527,262	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		63,527,262	100.0000	63,527,262	0	100.0000	0.0000
Public- Institutions	E-Voting	10,641,574	8,855,973	83.2205	8,855,973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,855,973	83.2205	8,855,973	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10,534,181	129,681	1.2310	129,646	35	99.9730	0.0269
	Poll		3,934	0.0373	3,934	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		133,615	1.2683	133,580	35	99.9738	0.0262
Total		84,703,017	72,516,850	85.6131	72,516,815	35	100.0000	0.0000

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Ms. Puja Thakur (DIN: 07971789), as a Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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



Promoter and Promoter Group	E-Voting	63,527,262	63,527,262	100.0000	63,527,262	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>63,527,262</b>	<b>100.0000</b>	<b>63,527,262</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	10,641,574	8,855,973	83.2205	8,855,973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8,855,973</b>	<b>83.2205</b>	<b>8,855,973</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	10,534,181	129,681	1.2310	129,646	35	99.9730	0.0269
	Poll		3,934	0.0373	3,934	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>133,615</b>	<b>1.2683</b>	<b>133,580</b>	<b>35</b>	<b>99.9738</b>	<b>0.0262</b>
<b>Total</b>	<b>Total</b>	<b>84,703,017</b>	<b>72,516,850</b>	<b>85.6131</b>	<b>72,516,815</b>	<b>35</b>	<b>100.0000</b>	<b>0.0000</b>

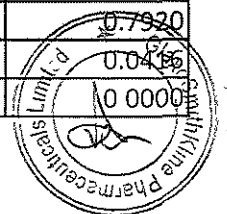
Resolution No	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Ms. Puja Thakur (DIN: 07971789), as a Whole-time Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (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
Promoter and Promoter Group	E-Voting	63,527,262	63,527,262	100.0000	63,527,262	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>63,527,262</b>	<b>100.0000</b>	<b>63,527,262</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
	E-Voting		8,855,973	83.2205	8,855,973	0	100.0000	0.0000





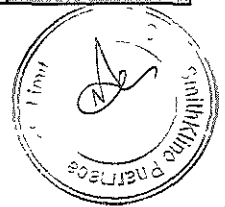
Public- Institutions	Poll	10,641,574	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8,855,973</b>	<b>83.2205</b>	<b>8,855,973</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	10,534,181	129,681	1.2310	129,647	34	99.9737	0.0262
	Poll		3,934	0.0373	3,934	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>133,615</b>	<b>1.2683</b>	<b>133,581</b>	<b>34</b>	<b>99.9746</b>	<b>0.0254</b>
	<b>Total</b>	<b>84,703,017</b>	<b>72,516,850</b>	<b>85.6131</b>	<b>72,516,816</b>	<b>34</b>	<b>100.0000</b>	<b>0.0000</b>

Resolution No.	7							
Resolution required ( Ordinary/ Special)	SPECIAL - Approval of Transactions / Contracts / Arrangements with Related Party							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	63,527,262	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	10,641,574	8,855,973	83.2205	8,785,833	70,140	99.2079	0.7920
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8,855,973</b>	<b>83.2205</b>	<b>8,785,833</b>	<b>70,140</b>	<b>99.2080</b>	<b>0.7920</b>
	E-Voting	10,534,181	129,681	1.2310	129,627	54	99.9583	0.0416
	Poll		3,934	0.0373	3,934	0	100.0000	0.0000



Public- Non Institutions	Postal Ballot (if applicable)	10,534,181	0	0.0000	0	0	0.0000	0.0000
	Total		133,615	1.2683	133,561	54	99.9596	0.0404
	Total	84,703,017	8,989,588	10.6131	8,919,394	70,194	99.2192	0.7808

Resolution No	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Ratification of Remuneration to Cost Auditor.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	63,527,262	63,527,262	100.0000	63,527,262	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		63,527,262	100.0000	63,527,262	0	100.0000	0.0000
Public- Institutions	E-Voting	10,641,574	8,855,973	83.2205	8,855,973	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,855,973	83.2205	8,855,973	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10,534,181	129,679	1.2310	129,645	34	99.9737	0.0262
	Poll		3,934	0.0373	3,934	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		133,613	1.2683	133,579	34	99.9746	0.0254
	Total	84,703,017	72,516,848	85.6131	72,516,814	34	100.0000	0.0000



To,  
The Chairman  
GlaxoSmithKline Pharmaceuticals Limited  
Dr. Annie Besant Road,  
Mumbai - 400025

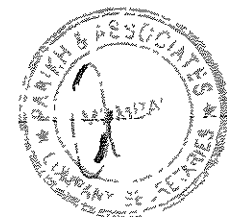
Dear Sir,

**Sub:Consolidated Scrutinizer's Report on remote e-votingconducted pursuant to the provisions of Section 108 of the Companies Act, 2013read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015and voting throughelectronic voting systemat the 93<sup>rd</sup>Annual General Meeting of GlaxoSmithKline Pharmaceuticals Limited held on Tuesday, July 24, 2018 at 2.30 p.m. at Birla Matushri Sabhagar, 19, Marine Lines, Mumbai - 400 020.**

I, Mitesh Dhaliwala, of M/s. Parikh& Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of GlaxoSmithKline Pharmaceuticals Limited pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 93<sup>rd</sup>Annual General Meeting (AGM) of GlaxoSmithKline Pharmaceuticals Limited on Tuesday, July 24, 2018at 2.30 p.m.

I was also appointed as Scrutinizer to scrutinize the voting processat the said AGM held onJuly 24, 2018.

The notice dated May 24, 2018 along with statement setting out material facts under Section 102 of the Actas confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by Karvy Computershare Private Limited (Karvy) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting through electronic voting system to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of July 16, 2018 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Saturday, July 21, 2018 at 09:00 a.m. (IST) and ended on Monday, July 23, 2018 at 05:00 p.m. (IST) and the Karvy e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM, the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from Karvy e-voting system and voting through electronic voting system at the AGM.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting through electronic voting system at the venue of the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through electronic voting system at the AGM in respect of the said resolutions.



**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March 2018 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

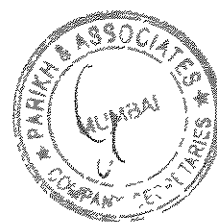
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
183	7,25,13,844	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	6	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 2: Ordinary Resolution**

To declare Dividend on equity shares for the financial year ended 31st March 2018.

(i) Voted **in favour** of the resolution:

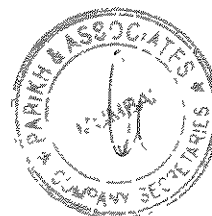
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
184	7,25,16,844	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 3: Ordinary Resolution**

To appoint a Director in place of Mr. Raju Krishnaswamy (DIN No.: 03043004), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

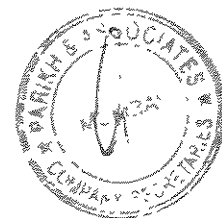
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
181	7,25,16,779	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	71	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 4: Ordinary Resolution****Appointment of Mr. Subesh Williams (DIN: 07788549), as a Director.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
181	7,25,16,815	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	35	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL





**Resolution 5: Ordinary Resolution****Appointment of Ms. Puja Thakur (DIN: 07971789) as a Director.**(i) Voted **in favour** of the resolution:

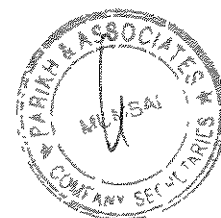
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
181	7,25,16,815	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	35	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 6: Ordinary Resolution**

**Appointment of Ms. Puja Thakur (DIN: 07971789), as a Whole-time Director & CFO and payment of remuneration to her.**

(i) Voted **in favour** of the resolution:

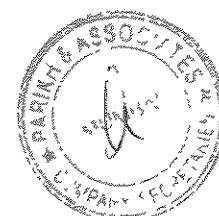
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
182	7,25,16,816	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	34	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 7: Ordinary Resolution****Approval of Transactions/ Contracts/ Arrangements with Related Party.**

(i) Voted in favour of the resolution:

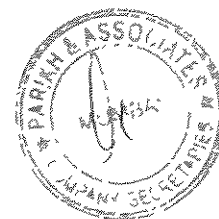
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
159	89,19,394	99.22

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
23	70,194	0.78

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 8: Ordinary Resolution****Ratification of Remuneration to Cost Auditor.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
181	7,25,16,814	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	34	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,  
Yours faithfully,

*Mitlesh Dhaliwala*

Mitlesh Dhaliwala

**Parikh & Associates**

**Practising Company Secretaries**

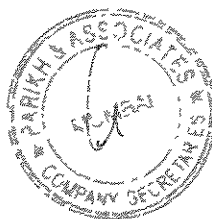
FCS: 8331 CP No.: 9511

111,11th Floor, SaiDwar CHS Ltd

Sab TV Lane, Opp.LaxmiIndl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai - 400053



Place: Mumbai

Dated: July 24, 2018