

Announcement of the Consolidated Results of remote e-voting and e-voting conducted at the Twenty Fifth Annual General Meeting of Zydus Wellness Limited

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 [the Act] read with Rule 20 of the Companies [Management and Administration] Rules, 2014 [the Rules], and Regulation 44 of Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015 [Listing Regulations], the Company had provided remote e-voting facility to the members for exercising the voting rights and e-voting facility was provided to the members to cast their votes at the Twenty Fifth Annual General Meeting [AGM] of Zydus Wellness Limited [the Company].

The members attending the AGM and who had not cast their vote through Remote e-voting were also provided with the facility to cast their vote on the resolutions, through e-voting at the venue of Twenty Fifth AGM.

Based on the Scrutinizer's Consolidated Report, on remote e-voting and e-voting at AGM, I declare the resolutions contained in the Notice of the Twenty Fifth AGM as passed with the requisite majority and all these resolutions are deemed to be passed on July 31, 2019 i.e. the date of AGM.

The Summary of the results is as under:

Item No. of Notice and type of resolution	Mode of Voting	Voting in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
		Nos.	%	Nos.	%	Nos.
Item No. 1 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 2 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 3 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 4 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 5 – Ordinary Resolution	Remote e-voting	43407086	99.9960	748	0.0017	0
	E-voting at the AGM	988	0.0023	0		0
	Total	43408074	99.9983	748	0.0017	0

Item No. of Notice and type of resolution	Mode of Voting	Voting in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
		Nos.	%	Nos.	Nos.	%
Item No. 6 – Ordinary Resolution	Remote e-voting	43370909	99.9127	36925	0.0850	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43371897	99.9150	36925	0.0850	0
Item No. 7 – Ordinary Resolution	Remote e-voting	43407764	99.9975	70	0.0002	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408752	99.9998	70	0.0002	0
Item No. 8 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 9 – Special Resolution	Remote e-voting	43407096	99.9960	738	0.0017	0
	E-voting at the AGM	988	0.0023	0		0
	Total	43408084	99.9983	738	0.0017	0

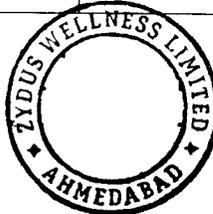
For, ZYDUS WELLNESS LIMITED


SHARMIL P. PATEL

CHAIRMAN OF TWENTY FIFTH ANNUAL GENERAL MEETING

Place: Ahmedabad.

Date: July 31, 2019.



Scrutinizer's Report

(Combined Report for remote e-voting and e-voting at the AGM)

To,

The Chairman of the 25th Annual General Meeting (AGM) of the members of Zydu Wellness Limited ("the Company") held on Wednesday, 31st day of July, 2019 at 10.00 a.m. at J. B. Auditorium, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015

Dear Sir,

- A. I, Hitesh D. Buch, Practicing Company Secretary, was appointed as Scrutinizer to scrutinize the remote e-voting and e-voting process at the venue of the AGM under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 at the AGM of the members of the Company held on Wednesday, 31st day of July, 2019 at J. B. Auditorium, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015.
- B. The remote e-voting period was open from 9.00 a.m. Sunday, 28th July, 2019 up to 5.00 p.m. Tuesday, 30th July, 2019. The remote e-voting and e-voting facility at the AGM was provided by Central Depository Services (India) Limited.
- C. The voting rights were reckoned as on Wednesday, 24th July, 2019, being the cut-off date for the purpose of deciding the entitlements of the members to vote through remote e-voting and at the venue of the AGM.
- D. After the conclusion of the AGM, the votes cast through remote e-voting were unblocked on 31st July, 2019 in presence of CS Sudhir Dave and CS Minesh Raval who are not in the employment of the Company.
- E. Central Depository Services (India) Limited provided the details of remote e-voting and e-voting conducted at the venue of AGM.
- F. I am submitting this report on the voting by the members through remote e-voting and e-voting conducted at the venue of AGM. The combined results in respect of voting on each of the resolution is as under:

Item No. of Notice and type of resolution	Mode of Voting	Voting in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
		Nos.	%	Nos.	%	Nos.
Item No. 1 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 2 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 3 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0



Item No. of Notice and type of resolution	Mode of Voting	Voting in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
		Nos.	%	Nos.	Nos.	%
Item No. 4 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 5 – Ordinary Resolution	Remote e-voting	43407086	99.9960	748	0.0017	0
	E-voting at the AGM	988	0.0023	0		0
	Total	43408074	99.9983	748	0.0017	0
Item No. 6 – Ordinary Resolution	Remote e-voting	43370909	99.9127	36925	0.0850	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43371897	99.9150	36925	0.0850	0
Item No. 7 – Ordinary Resolution	Remote e-voting	43407764	99.9975	70	0.0002	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408752	99.9998	70	0.0002	0
Item No. 8 – Ordinary Resolution	Remote e-voting	43407796	99.9977	38	0.0000	0
	E-voting at the AGM	988	0.0023	0	0	0
	Total	43408784	100.0000	38	0.0000	0
Item No. 9 – Special Resolution	Remote e-voting	43407096	99.9960	738	0.0017	0
	E-voting at the AGM	988	0.0023	0		0
	Total	43408084	99.9983	738	0.0017	0

Since the voting was conducted through e-voting, the number of members voting for and against each of the above resolution is not relevant for ascertaining the result of voting.


CS Hitesh Buch
For Hitesh Buch & Associates
Company Secretaries
CP No. 8195; FCS 3145
UCN: I2009GJ645300



Date: 31st July, 2019
Place: Ahmedabad

Witnesses:
CS Sudhir Dave

CS Minesh Raval

Submitted to the Chairman of the Meeting through CS Dhanraj Dagar, Company Secretary of the Company on 31st July, 2019