

SPARC/Sec/SE/2017-18/031

5th August 2017

To

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor,

Plot No. C/1, G Block,

Bandra Kurla Complex,

Bandra (East),

Mumbai – 400 051.

BSE Limited

P J Towers,

Dalal street,

Mumbai - 400001

**Re: Report of proceedings of Twelfth Annual General Meeting of the Company held on
5th August, 2017**

Company code: BSE – 532872; NSE - SPARC

Dear Sir/ Madam,

The 12th Annual General Meeting (AGM) of Sun Pharma Advanced Research Company Ltd. was held on Saturday, August 5, 2017 from 11:30 am to 12:45 pm at Sir Sayajirao Nagargruh, Akota, Vadodara- 390 020, Gujarat.

Pursuant to regulation 30 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 the proceedings of the 12th Annual General Meeting is enclosed herewith for your record & dissemination.

We request you to kindly take a note of the same.

Thanking you,

Yours faithfully,

For Sun Pharma Advanced Research Company Ltd.,

A handwritten signature in black ink, appearing to read "Debashis Dey", with a horizontal line extending to the right.

Debashis Dey

Company Secretary

Encls: A/a.

Proceedings of the Twelfth Annual General Meeting of the Members of Sun Pharma Advanced Research Company Ltd., held on Saturday, 5th August 2017 from 11:30 a.m. to 12:45 p.m. at Sir Sayajirao Nagargruh , Vadodara- 390 020, Gujarat.

Present:

- | | |
|-------------------------|--|
| Mr. Dilip S Shanghvi | - Chairman & Managing Director |
| Mr. Sudhir V Valia | - Director |
| Dr. Rajamannar Thennati | - Director & Chairman Stakeholders Relationship Committee |
| Ms. Bhavna Doshi | - Independent Director & Chairman Audit Committee |
| Dr. Ferzaan Engineer | - Independent Director & Chairman of Nomination & Remuneration Committee |
| Dr. Andrea Vasella | - Independent Director |
| Dr. S. Mohanchand Dadha | - Independent Director |
| Mr. Mark Simon | - Independent Director |

In Attendance:

- | | |
|-------------------|--|
| Mr. Anil Raghavan | - Chief Executive Officer |
| Mr. Debashis Dey | - Company Secretary & Compliance Officer |

By Invitation:

- | | |
|--------------------------|--|
| Mr. Rajesh K Hiranandani | - Partner, Deloitte Haskins & Sells LLP, Statutory Auditors (Retiring) |
| Mr. Ravi Banshal | } Partners, S R BC & Co. LLP, Statutory Auditors (Newly Appointed) |
| Mr. Paul Alveris | |
| Mr. Chintan J Goshwami | - C J Goswami & Associates, Secretarial Auditor |

95 shareholders holding 164,076,441 shares were present at the meeting either in person or through Authorised Signatories or Proxies.

Mr. Anil Raghavan, Chief Executive Officer, welcomed the Members to the 12th Annual General Meeting of the Company and introduced the Directors on the Dias.

He then requested Mr. Dilip Shanghvi, Chairman & Managing Director, to occupy the Chair & conduct the proceedings.

Mr. Dilip Shanghvi, Chairman & Managing Director thereafter presided over the meeting and conducted the proceedings as per the Agenda circulated with the Notice of the Meeting.

The Chairman declared that all the books and records required under the Companies Act, 2013 to be kept at the Annual General Meeting are available for inspection.

With the permission of the members, the Chairman declared that the Notice convening the Meeting, having been circulated to the members to be taken as read.

The Chairman then declared that since there were no qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the company mentioned in the statutory and/or Secretarial auditor's report as specified under section 145 of the Companies Act, 2013, the same was not required to be read out at the Meeting.

The Chairman then addressed the members. During his speech, he briefly deliberated on the performance of the Company as well on the business updates of key areas during the financial year 2016-17.

The Chairman then declared that in compliance with the requirement of regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and the Companies Act 2013 including the Rules made thereunder, remote electronic voting facility was provided from 2nd August 2017 to 4th August 2017 for members to cast their votes. Mr. Chintan J Goswami, Partner, M/s. C J Goswami & Associates, was appointed as the Scrutinizer for the remote e-voting process. He then explained that for those who have not participated in the remote electronic voting and are present here, a Poll through electronic voting will be conducted after all items have been discussed, and members can cast their votes for each of the resolutions as set out in the Notice for this Meeting.

He then requested the Shareholders to raise their queries at the meeting. Several members raised their queries which were suitably replied by the Chairman.

The Chairman then moved the following resolutions for voting:

Resolution No.	Resolution
1.	Adoption of Financial Statements for the financial year ended 31 st March 2017
2.	Re-appointment of Dr. T Rajamannar, who retires by rotation and being eligible offers himself for re-appointment, as a Director
3.	Appointment of SRBC & Co. LLP as the Statutory Auditors for a term of five years to hold office upto the conclusion of the 17 th Annual General Meeting of the Company.
4.	Appointment of Dr. Ferzaan Engineer as an Independent Director for a term of three years, to hold office upto the conclusion of the 15 th Annual General Meeting of the Company.

5.	Appointment of Mr. Mark Simon as an Independent Director for a term of three years, to hold office upto the conclusion of the 15 th Annual General Meeting of the Company.
6.	Approval of transactions with Sun Pharmaceutical Industries Inc., USA under Shared Services Agreement
7.	Approval of transactions with Sun Pharmaceutical Industries Inc., USA under Master Support Services Agreement
8.	Approval for acquisition of new premises at Savli, Vadodara from Sun Pharmaceutical Industries Limited
9.	Approval for sell of existing premises at Tandalja, Vadodara to Sun Pharmaceutical Industries Limited

The Chairman then nominated, Mr. Chintan J Goswami of M/s. C J Goswami & Associates, and Mr. Samir Parikh as the scrutinizers for organizing Poll process and ascertain its results.

The Chairman then requested that those who have not participated in the remote electronic voting and are present at the Meeting to electronically cast their vote at the venue.

He then requested the scrutinizers to complete the poll process and then submit the report to him/ person authorized by him.

He then declared that the results of the poll including the e-voting results shall be announced within 48 hours and will also be placed on the website of the Company.

Thereafter Mr. Debashis Dey, Company Secretary, proposed the vote of thanks to the Chair with which the meeting was concluded.