

SPARC/Sec/SE/2018-19/018

31st July 2018

To,
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor Plot No.C/1,G Block,
Bandra Kurla Complex,
Sandra (E), Mumbai- 400 051

BSE Ltd.,
Market Operations Department
P. J. Towers, Dalal Street,
Mumbai- 400 001

Scrip Code:SPARC

Scrip Code: 532872

Dear Sirs,

Sub: *Voting Results of Thirteenth Annual General Meeting of the Company held on 30th July, 2018.*

Pursuant to the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we submit herewith the details of the result of remote e-voting as well as e-Poll conducted at the Thirteenth Annual General Meeting (AGM) of Sun Pharma Advanced Research Company Limited held on 30th July, 2018 from 10:15 a.m. to 11:45 a.m. at Sir Sayajirao Nagargruh, Akota, Vadodara- 390 020, Gujarat in respect of all the resolutions as set out in the Notice dated 8th May, 2018 for your information and noting.

In accordance to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations,2015 and Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, all the Shareholders of the Company were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of the AGM through remote electronic voting during the period Commencing from 27th July, 2018 (09.00 a.m.) to 29th July, 2018 (5.00 p.m.). An e-poll was also conducted at the AGM for all the members who were present at the meeting but had not voted through remote e-voting.

All the resolutions contained in the Notice of the above AGM were approved by the requisite majority of Shareholders through remote e-voting and e-poll conducted at the AGM. Copy of Combined Scrutinizers Report is enclosed herewith.

We request you to kindly take note of the same.

Thanking you,
Yours faithfully,

For **Sun Pharma Advanced Research Company Limited**

A handwritten signature in black ink, appearing to read "Debashis Dey".

Debashis Dey
Company Secretary

Encl: *As above*

Name of the Company	Sun Pharma Advanced Research Company Limited
Date of AGM	30th July 2018
Total Number of Shareholders on record date (i.e. 21 st July, 2018 -cut-off date for voting purpose):	72,441
Number of Shareholders present in the meeting either in person or proxy: <ul style="list-style-type: none"> • Promoter & Promoter Group • Public 	<ul style="list-style-type: none"> • 21 • 59
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	<ul style="list-style-type: none"> • NIL • NIL
Mode of Voting	Remote e-voting & e-Poll conducted at AGM venue.

RESOLUTION 1:

Resolution Required (Ordinary/Special)	Ordinary	To consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2018 and 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	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	Postal Ballot	169,296,119	-	0	-	-	0.000	0.000
	E-Voting		169,294,919	99.9993	169,294,919	-	100.000	0.000
	Poll		-	0.0000	-	-	0.000	0.000
	Total		169,294,919	99.9993	169,294,919	-	100.000	0.000
Public - Institutions	Postal Ballot	22,905,085	-	0.0000	-	-	0.000	0.000
	E-Voting		21,287,455	92.9377	21,287,455	-	100.000	0.000
	Poll		-	0.0000	-	-	0.000	0.000
	Total		21,287,455	92.9377	21,287,455	-	100.000	0.000
Public - Non-Institutions	Postal Ballot	58,735,191	-	0.0000	-	-	0.000	0.000
	E-Voting		21,654,979	36.8688	21,654,979	-	100.000	0.000
	Poll		16,081	0.0274	16,081	-	100.000	0.000
	Total		21,671,060	36.8962	21,671,060	-	100.000	0.000
Total		250,936,395	212,253,434	84.5846	212,253,434	-	100.000	0.000

RESOLUTION 2:

Resolution Required (Ordinary/Special)	Ordinary	To appoint a Director in place of Mr. Sudhir V. Valia (DIN:00005561), who retires by rotation and being eligible, offers himself for reappointment.						
Whether promoter/promoter group are interested in the agenda /resolution?	No							
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	Postal Ballot	169,296,119	-	0	-	-	0.000	0.000
	E-Voting		169,294,919	99.9993	169,294,919	-	100.000	0.000
	Poll		-	0.0000	-	-	0.000	0.000
	Total		169,294,919	99.9993	169,294,919	-	100.000	0.000
Public - Institutions	Postal Ballot	22,905,085	-	0.0000	-	-	0.000	0.000
	E-Voting		20,098,606	87.7474	8,002,055	12,096,551	39.814	60.186
	Poll		-	0.0000	-	-	0.000	0.000
	Total		20,098,606	87.7474	8,002,055	12,096,551	39.814	60.186
Public - Non-Institutions	Postal Ballot	58,735,191	-	0.0000	-	-	0.000	0.000
	E-Voting		21,654,979	36.8688	21,654,872	107	100.000	0.000
	Poll		16,081	0.0274	16,081	-	100.000	0.000
	Total		21,671,060	36.8962	21,670,953	107	100.000	0.000
Total		250,936,395	211,064,585	84.1108	198,967,927	12,096,658	94.269	5.731

RESOLUTION 3:

Resolution Required (Ordinary/Special)	Ordinary	To increase the Authorised Share Capital of the Company.						
Whether promoter/promoter group are interested in the agenda /resolution?	No							
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	Postal Ballot	169,296,119	-	0	-	-	0.000	0.000
	E-Voting		169,294,919	99.9993	169,294,919	-	100.000	0.000
	Poll		-	0.0000	-	-	0.000	0.000
	Total		169,294,919	99.9993	169,294,919	-	100.000	0.000
Public - Institutions	Postal Ballot	22,905,085	-	0.0000	-	-	0.000	0.000
	E-Voting		21,287,455	92.9377	21,287,455	-	100.000	0.000
	Poll		-	0.0000	-	-	0.000	0.000
	Total		21,287,455	92.9377	21,287,455	-	100.000	0.000
Public - Non-Institutions	Postal Ballot	58,735,191	-	0.0000	-	-	0.000	0.000
	E-Voting		21,654,979	36.8688	21,653,467	1,512	99.993	0.007
	Poll		16,081	0.0274	16,081	-	100.000	0.000
	Total		21,671,060	36.8962	21,669,548	1,512	99.993	0.007
Total		250,936,395	212,253,434	84.5846	212,251,922	1,512	99.999	0.001

RESOLUTION 4:

Resolution Required (Ordinary/Special)	Special	To adopt revised Articles of Association of the Company.						
Whether promoter/promoter group are interested in the agenda /resolution?	No							
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	Postal Ballot	169,296,119	-	0	-	-	0.000	0.000
	E-Voting		169,294,919	99.9993	169,294,919	-	100.000	0.000
	Poll		-	0.0000	-	-	0.000	0.000
	Total		169,294,919	99.9993	169,294,919	-	100.000	0.000
Public - Institutions	Postal Ballot	22,905,085	-	0.0000	-	-	0.000	0.000
	E-Voting		20,098,606	87.7474	4,812,506	15,286,100	23.944	76.056
	Poll		-	0.0000	-	-	0.000	0.000
	Total		20,098,606	87.7474	4,812,506	15,286,100	23.944	76.056
Public - Non-Institutions	Postal Ballot	58,735,191	-	0	-	-	0.000	0.000
	E-Voting		21,654,966	36.8688	21,654,966	-	100.000	0.000
	Poll		16,081	0.0274	16,081	-	100.000	0.000
	Total		21,671,047	36.8962	21,671,047	-	100.000	0.000
Total		250,936,395	211,064,572	84.1108	195,778,472	15,286,100	92.758	7.242

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to sections 108 of Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and Secretarial Standards – 2 (General Meetings) issued by Institute of Company Secretaries of India]

To,

The Chairman of 13th Annual General Meeting of the members of Sun Pharma Advanced Research Company Limited held on Monday, July 30, 2018 at Prof. Chandravadan C. Mehta Auditorium – General Education Centre, Maharaja Sayajirao University of Baroda, Near D.N. Hall, Pratap Gunj, Vadodara-390 002, Gujarat, India.

Sub: Consolidated Scrutinizer's Report

Ref: 13th Annual General Meeting of members of Sun Pharma Advanced Research Company Limited.

Dear Sir,

1. I/We, Alpeshkumar Panchal, Partner of M/s. KJB & CO LLP, Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of Scrutinizing the votes cast by members through Remote E-voting ("**Remote e-Voting**") as well as voting conducted through electronic system ("**Electronic Poll**") at 13th Annual General Meeting ("**AGM**") of **Sun Pharma Advanced Research Company Limited ("**the Company**")** held on Monday, July 30, 2018 at 10.15 a.m. at Prof. Chandravadan C. Mehta Auditorium – General Education Centre, Maharaja Sayajirao University of Baroda, Near D.N. Hall, Pratap Gunj, Vadodara-390 002, Gujarat, India, in accordance with the provisions of Section 108 of the **Companies Act, 2013 ("**the Act**")** read with Rule 20 of the **Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**")** and Secretarial Standards – 2 (Secretarial Standards on General Meetings) issued by the Institute of Company Secretaries of India ("**ICSI**") ("**SS-2**").

Management's Responsibility:

2. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and SS-2 relating to Remote e-Voting and Electronic Poll at the AGM (hereinafter collectively referred to as "**Voting through Electronic Means**") on the resolutions stated in the Notice calling the AGM ("**Notice**").

Scrutinizer's Responsibility:

3. Our responsibility as a Scrutinizer to ensure that the voting process is conducted in a fair and transparent manner and submit a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("**CDSL**"), the agency engaged by the Company to provide facility to the members to cast votes either by way of Remote e-Voting or Electronic Poll at the AGM.



4. At the AGM of the Company, the Chairman had appointed,
- Undersigned, Mr. Alpeshkumar Panchal, Partner, M/s. KJB & CO LLP, Practicing Company Secretaries; and
 - Mr. Sanjay M. Patel, Client ID No. IN30002010758455, having residential address at 30 Padmavati Nagar Society V I P Road Karelibaug Baroda - 390018, Vadodara – 390 018, member of the Company;

as the Scrutinizers for the Electronic Poll conducted at the AGM held on Monday, July 30, 2018 at Prof. Chandravadan C. Mehta Auditorium – General Education Centre, Maharaja Sayajirao University of Baroda, Near D.N. Hall, Pratap Gunj, Vadodara-390 002, Gujarat, India. A separate Scrutinizers' report dated July 30, 2018 on results of Electronic Poll at AGM has been issued.

5. Further to above, we submit our report as under:

5.1 The e-Voting period remained open from Friday, July 27, 2018 at 9.00 A.M. to Sunday, July 29, 2018 at 5.00 P.M. on the designated website www.evotingindia.com of CDSL.

5.2 At the AGM, the Chairman after discussions on all matters included in the said Notice was over, announced that the Members (including proxies) present at the AGM and who have not cast their vote by Remote e-Voting, can exercise their voting rights by Electronic Poll, which was made available at the venue of the AGM.

5.3 Thereafter, on completion of the voting at the venue of the AGM, the details of Voting through Electronic means were generated from the electronic voting system provided by the CDSL.

5.4 Voting rights of members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on cut-off date i.e. Saturday, July 21, 2018.

The Consolidated result of the Voting through Electronic Means for the AGM is as under:

Item No. 1:-

Ordinary Resolution to consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2018 and the reports of the Board of Directors and Auditors thereon.

- Voted in favour of the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	137	212,237,353	100.00
Electronic Poll	24	16,081	100.00
Total	161	212,253,434	100.00



ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	0	0	0.00
Electronic Poll	0	0	0.00
Total	0	0	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mr. Sudhir V. Valia (DIN:00005561), who retires by rotation and being eligible, offers himself for reappointment.

i. Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	105	198,951,846	94.2683
Electronic Poll	24	16,081	100
Total	129	198,967,927	94.2687

ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	30	12,096,658	5.7317
Electronic Poll	0	0	0.0000
Total	30	12,096,658	5.7317

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No. 3:-

Ordinary Resolution for Increase in Authorised Share Capital of the Company from Rs. 26,65,00,000/- (Rupees Twenty-Six Crores Sixty-Five Lakhs only) divided into 26,65,00,000 (Twenty-Six Crores Sixty-Five Lakhs) Equity Shares of Re. 1/- (Rupee One) each to Rs. 32,50,00,000/- (Rupees Thirty-Two Crores Fifty Lakhs only) divided into 32,50,00,000 (Thirty-Two Crores Fifty Lakhs) Equity Shares of Re. 1/- (Rupee One) each.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	133	212,235,841	99.9993
Electronic Poll	24	16,081	100.0000
Total	157	212,251,922	99.9993

ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	4	1,512	0.0007
Electronic Poll	0	0	0.0000
Total	4	1,512	0.0007

iii. **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 4:-

Special Resolution for adoption of revised Articles of Association of the Company.

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	94	195,762,391	92.7571
Electronic Poll	24	16,081	100.0000
Total	118	195,778,472	92.7576



ii. Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	40	15,286,100	7.2429
Electronic Poll	0	0	0.0000
Total	40	15,286,100	7.2424

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Based on the foregoing, the resolution nos. 1 to 4 shall be deemed to have been passed with the requisite majority on the date of the AGM i.e. July 30, 2018.

The electronic data and all other relevant records relating to the Voting through Electronic Means are under our safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you.

For KJB & CO LLP,
Practicing Company Secretaries



Alpeshkumar Panchal
Partner
Mem. No. – A49008
C.P. No. - 20120
Date: 30th July 2018.
Place: Vadodara.



Countersigned by Mr. Debashis Dey
(Authorised by Chairman of the AGM)