

SPARC/Sec/SE/2017-18/021

June 3, 2017

To,

National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor

Plot No. C/1, G Block,

Bandra Kurla Complex,

Bandra (E), Mumbai – 400 051

Scrip Code: **SPARC**

BSE Ltd.

Market Operations Department

P. J. Towers,

Dalal Street,

Mumbai – 400 001

Scrip Code: **532872**

Dear Sir/ Madam,

Sub: Disclosure of:

- 1. Combined Voting Results of the Business transacted at the Extraordinary General Meeting of the Equity Shareholders of the Sun Pharma Advanced Research Company Limited ("Company") held on Friday, June 2, 2017.**
- 2. Combined Voting Results pursuant to Regulation 23(4) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.**

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), we submit herewith the details of the result of remote e-voting as well as Poll conducted at the Extraordinary General Meeting (EGM) of Sun Pharma Advanced Research Company Limited held on June 2, 2017 at 11:00 A.M. at Sir Sayajirao Nagargruh, Akota, Vadodara- 390 020, Gujarat in respect of the resolution as set out in the Notice dated May 5, 2017 for your information and noting.



Sun Pharma Advanced Research Company Ltd.

17/B, Mahal Industrial Estate, Mahakali Caves Road, Andheri (East), Mumbai 400 093, Maharashtra, India.
Tel.: (91-22) 6645 5645 | Fax.: (91-22) 6645 5685 | CIN: L73100GJ2006PLC047837 | Website: www.sparc.life

Registered Office : SPARC, Akota Road, Akota, Vadodara - 390 020, Gujarat, India.

In accordance to Regulation 44 of the SEBI LODR Regulations 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 resolution set out in the Notice of the EGM through remote electronic voting during the period commencing from May 30, 2017, 09:00 hours (IST) to Thursday, June 1, 2017, 17.00 hours (IST). A poll was conducted at the EGM.

Accordingly voting by the Equity Shareholders of the Company for the passing of the Resolution has been carried out through (i) Remote E-voting and (ii) Poll at the venue of the meeting held on June 2, 2017.

Further in terms of Regulation 23(4) of SEBI LODR Regulations, the resolution is also required to be approved by the Shareholders of the Company other than related parties and accordingly related parties votes have been ignored for compliance with Regulation 23(4) of the SEBI LODR Regulations and separately disclosed.

As per Regulation 44(3) of SEBI LODR Regulations, please find enclosed, the following Disclosures:

- a) In terms of Companies Act, 2013 - Voting Results of the business transacted through (i) Remote E-voting and (ii) Poll at the venue of the meeting - **Annexure-A**
- b) In terms of Regulation 23(4) of SEBI LODR Regulations - Voting Results of the Equity Shareholders, excluding related parties – **Annexure-B**
- c) Combined Scrutinizers' Report – **Annexure-C**


Accordingly, resolution contained in the Notice of the above EGM was approved by the requisite majority of the Shareholders (including majority as per Regulation 23(4) of SEBI LODR Regulations) through remote e-voting and poll conducted at the EGM.

We request you to kindly take note of the same.

Thanking you

Yours faithfully,

For Sun Pharma Advanced Research Company Limited,



Debashis Dey

Company Secretary

Encl: as above

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	Sun Pharma Advanced Research Company Limited
Date of the AGM/EGM	June 2, 2017
Total number of shareholders on record date	85409
No. of shareholders present in the meeting either in person or through proxy:	18
Promoters and Promoter Group:	46
Public:	
No. of shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group:	NIL
Public:	NIL

Resolution Required (Ordinary/Special)	Special Resolution	1. Issue of Warrants convertible into equity shares of the Company on Preferential basis to certain Promoter / Non-Promoter Group Entities.									
Whether promoter/ promoter group are interested in the agenda /resolution?	Yes										
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	165,254,515	165,254,515	99.9993	165,254,515	-	100.00	-	0.0000		
	Poll	-	-	0.0000	-	-	-	-	0.0000		
	Total	165,254,515	165,254,515	99.9993	165,254,515	-	100.00	-	0.0000		
Public - Institutions	E-Voting	21,956,633	20,355,797	92.7091	20,355,431	366	99.9982	-	0.0018		
	Poll	-	-	0.0000	-	-	-	-	-		
	Total	21,956,633	20,355,797	92.7091	20,355,431	366	99.9982	-	0.0018		
Public - Non Institutions	E-Voting	59,683,629	24,294,243	40.7050	24,294,184	59	99.9998	0.0002	0.0002		
	Poll	-	365,134	0.6118	362,527	2,607	99.2860	0.7140	0.7140		
	Total	59,683,629	24,659,377	41.3168	24,656,711	2,666	99.9892	0.0108	0.0108		
Total		246,895,977	210,269,689	85.1653	210,266,657	3,032	99.9986	0.0014	0.0014		



FOR SUN PHARMA ADVANCED
RESEARCH COMPANY LIMITED
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COMPANY SECRETARY

Annexure-B
Disclosure of voting results to determine compliance with the requirements of Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (i.e Voting Results of the Equity Shareholders, excluding related parties)

Name of the Company	Sun Pharma Advanced Research Company Limited
Date of the AGM/EGM	June 2, 2017
Total number of shareholders on record date	85409
No. of shareholders present in the meeting either in person or through proxy:	18
Promoters and Promoter Group:	46
Public:	
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public:	NIL

Resolution Required (Ordinary/Special)	Whether promoter/ promoter group are interested in the agenda /resolution?	Mode of Voting	No of Shares held	No of Votes Polled	No of Votes - In Favour	No of Votes Against	Issue of Warrants convertible into equity shares of the Company on Preferential basis to certain Promoter / Non-Promoter Group Entities.	% of Votes polled on Outstanding shares	% of Votes In favour on Votes polled	% of Votes Against on Votes polled
Promoter and Promoter Group	Yes	E-Voting	165,255,715	5,043,048	5,043,048	-	100.0000	-	-	-
		Poll	-	-	-	-	-	-	-	-
		Total	165,255,715	5,043,048	5,043,048	-	100.0000	-	-	-
Public - Institutions	Yes	E-Voting	21,956,633	20,355,797	20,355,431	366	99.9982	0.0018	-	-
		Poll	-	-	-	-	-	-	-	-
		Total	21,956,633	20,355,797	20,355,431	366	99.9982	0.0018	-	-
Public - Non Institutions	Yes	E-Voting	59,683,629	17,411,194	17,411,135	59	99.9997	0.0003	1.6359	0.0152
		Poll	-	159,363	156,756	2,607	98.3641	99.9848	0.0152	0.0071
		Total	59,683,629	17,570,557	17,567,891	2,666	99.9848	0.0152	0.0071	0.0071
Total			246,895,977	42,969,402	42,966,370	3,032				



FOR SUN PHARMA ADVANCED RESEARCH COMPANY LIMITED
DEEPA SINGH DEY
COMPANY SECRETARY

CONSOLIDATED SCRUTINIZERS' REPORT

To,
The Chairman of Extraordinary General Meeting ("EGM") of the members of Sun Pharma Advanced Research Company Limited ("Company") held on June 2, 2017 at Sir Sayajirao Nagargruh, Akota, Vadodara - 390 020, Gujarat.

Sub.: Consolidated Scrutinizer's Report

Dear Sir,

At the EGM of the Company held on June 2, 2017, the Chairman of the meeting had called for a Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process, the Chairman had appointed:

(1) Undersigned, Mr. Jatin N. Thakkar, Partner, M/s. Bathiya & Associates LLP, Chartered Accountants; and

(2) Mr. Samir Vinaykant Parikh, Client ID No. IN30075711315548, having residential address at 13 Vasundhara Park Society, Opposite Delux Colony, Nizampura, Vadodara 390002, member of the Company, as the Scrutinizers for the poll as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014 conducted at the EGM held on Friday, June 2, 2017, at Vadodara. A separate Scrutinizers' report dated June 3, 2017 on results of voting through poll at EGM has been issued.

The Company had appointed M/s. Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility of remote e-voting (remote e-voting) to the Shareholders of the Company held between Tuesday, May 30, 2017 at 09:00 hours (IST) to Thursday, June 1, 2017 at 17.00 hours (IST). The Company had appointed undersigned, Mr. Jatin N. Thakkar, Partner, M/s. Bathiya & Associates LLP, Chartered Accountants, as the Scrutinizer for the remote e-voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. A separate Scrutinizer's report dated June 3, 2017 on results of voting through remote e-voting has been issued.

We submit herewith Consolidated Scrutinizer's report on

- (i) the results of voting through remote e-voting together with that of the Poll of Equity Shareholders of the Company as **Annexure-1**; and
- (ii) the results of voting through remote e-voting together with that of the Poll of Equity Shareholders, excluding votes of related parties (as provided to us by the Company) pursuant to Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-2**

Accordingly, the resolution with regard to Item No. 1 as set out in the Notice of EGM is passed with requisite majority.

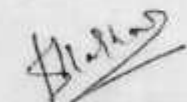


A handwritten signature in black ink, appearing to read "Samir".

All relevant records of remote e-voting and poll at the EGM will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the said EGM and the same shall be handed over to the Company Secretary for safe keeping, after chairman signs the Minutes of the Meeting.

Thanking you.

Yours faithfully,



Jatin N. Thakkar
Membership No.145084



Partner
Bathiya & Associates LLP
Chartered Accountants
(Firm's Registration No. 101046W / W-100063)

Place: Vadodara

Date: June 3, 2017



Samir Vinaykant Parikh
Client Id - IN30075711315548



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

Results of voting through remote e-voting together with that of the Poll of Equity Shareholders of the Company

Item No. 1: -

Special Resolution for Issue of Warrants convertible into equity shares of the Company on Preferential basis to certain Promoter / Non-Promoter Group Entities.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
182	21,02,66,657	99.9986%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
6	3,032	0.0014%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	515



Bathiya

Results of voting through remote e-voting together with that of the Poll of Equity Shareholders, excluding votes of related parties (as provided to us by the Company) pursuant to Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Item No. 1: -

Special Resolution for Issue of Warrants convertible into equity shares of the Company on Preferential basis to certain Promoter / Non-Promoter Group Entities.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
150	4,29,66,370	99.9929%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
6	3,032	0.0071%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	515



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