

# Divi's Laboratories Limited

Date.24<sup>th</sup> August, 2019

To

The Secretary

National Stock Exchange of India Limited

Exchange Plaza,

Bandra-Kurla Complex, Bandra (East)

MUMBAI - 400 051

Stock Code: DIVISLAB

To

The Secretary

**BSE** Limited

Phiroze Jeejeebhoy Towers,

Dalal Street

MUMBAI - 400 001

Stock Code: 532488

Dear Sir/Madam,

Sub: Details of voting results of 29th Annual General Meeting of the Company held on

23<sup>rd</sup> August, 2019 at 10.00 A.M.

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

Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results of resolutions passed at the 29<sup>th</sup> Annual General Meeting (AGM) of the Company held on 23<sup>rd</sup> August, 2019 at 10.00 A.M. at Global Peace Auditorium, Brahma Kumaris, Shanti Sarovar, Academy for Better World, Gachibowli, Hyderabad – 500 032, are enclosed as per prescribed format.

As required under Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the Scrutinizer's Report on the remote e-voting and voting through poll is also enclosed herewith.

Please note that all the resolutions set out in the 29<sup>th</sup> AGM Notice were passed with requisite majority.

This is for your information and records.

Thanking You,

Yours faithfully,

For Divi's Laboratories Limited

M. Satish Choudhury

Company Secretary & Compliance Officer

"An ISO-9001, ISO-14001 and OHSAS-18001 Triple certified company"

HYGERABAD

Regd. Off.: Divi Towers, 1-72/23(P)/DIVIS/303, Cyber Hills, Gachibowli, Hyderabad - 500 032, Telangana, INDIA.

Tel: 91-40-2378 6300, Fax: 91-40-2378 6460, CIN: L24110TG1990PLC011854 E-mail: mail@divislaboratories.com, Website: www.divislaboratories.com



# Divi's Laboratories Limited

## Voting Results of 29th Annual General Meeting of Divi's Laboratories Limited

Date of the AGM: 23<sup>rd</sup> August, 2019 (Friday)

Total number of shareholders on record date: 87229 (as of – cut-off date 16<sup>th</sup> August, 2019)

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group

: 5

Public

: 584

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group

:Not arranged

Public

: Not arranged

#### Agenda-wise Result

The mode of voting for all the resolutions was E-voting and Poll conducted at the meeting.

Details of Agenda: As per attachment

For Divi's Laboratories Limited

M. Satish Choudhury

Company Secretary & Compliance Officer

E-mail: mail@divislaboratories.com, Website: www.divislaboratories.com

Resolution No. 1	Adoption of Audi	ted Financial Stater	ments (Standalone	and Consolidated)	for the year ended	l 31 March, 2019 a	long with the Repo	rts of the Board of	Directors and Auc	litors thereon.
Resolution required: (Ordinary/ Special)	ORDINARY									
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No	.,								
				% of Votes Polled			/	% of Votes		1
				on outstanding			favour on votes	against on votes		
		No. of shares held	No. of votes	shares	No. of Votes – in	No. of Votes –	polied	polled		
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		138,039,760	99.9786	138,039,760	(	100.0000	0.0000		
	Poll	120,000,200	a	0.0000	0	(	0.0000	0,0000		0
	Postal Ballot (if	138,069,360								
Promoter and Promoter Group	applicable)		0	0.0000	0		0.0000	0,0000		0
	Total		138,039,760	99.9786	138,039,760	(	100.0000	0,0000		
	E-Voting		78,055,179	83.1439	78,055,179		100.0000	0.0000		2,858,87
	Poll	7	0	0.0000	0	(	0,0000	0.0000		0
	Postal Ballot (if	93,879,592								
Public- Institutions	applicable)		0	0.0000	0		0,0000	0.0000		
	Total		78,055,179	83.1439	78,055,179	(	100.0000	0.0000		285887
	E-Voting		3,587,686	10.7032	3,587,587	99	99,9972	0.0027		21,82
	Poll	1	205,963	0.6145	205,963		100.0000	0.0000		
	Postal Ballot (if	33,519,628								
Public- Non Institutions	applicable)		0	0.0000	0		0.0000	0.0000		0
	Total		3,793,649	11.3177	3,793,550	99	99.9974	0.0026		2182
	Total	265,468,580			219,888,489	99	100.0000	0.0000		288070

Resolution No. 2	Declaration of di	Declaration of dividend on Equity Shares for the Financial year ended 31 March, 2019.								
Resolution required: (Ordinary/ Special)	ORDINARY	ORDINARY								
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No							r		-
				% of Votes Polled			% of Votes in	% of Votes		
				on outstanding			favour on votes	against on votes		
		No. of shares held	No. of votes		No. of Votes – in	No. of Votes –	polled	polled		
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Category	E-Voting	1(1)	138,039,760				100.0000		C	C
	Poll	1	0	0,0000	0		0.0000	0.0000	C	(
	Postal Ballot (if	138,069,360								
Promoter and Promoter Group	applicable)		l o	0.0000	0	(	0,0000	0.0000	C	
	Total		138,039,760	99.9786	138,039,760	(	100,0000	0.0000		0
	E-Voting		80,614,339	85.8699	80,614,339		100.0000	0.0000		299,712
	Poll	02.070.502	0	0.0000			0.0000	0.0000		
	Postal Ballot (if	93,879,592		0.0000			0.0000	0.0000		
Public- Institutions	applicable)		00.614.330				100.0000			299712
	Total	<del></del>	80,614,339		80,614,339		100.0000			255712
	E-Voting	-	3,609,515		3,609,515		100.0000			
	Poll	33,519,628	205,963	0.6145	205,963		100.0000	0.0000		
Public- Non Institutions	Postal Ballot (if applicable)			0.0000	0		0.0000	0.0000		
, care training manager	Total		3,815,478				100.0000	0.0000		0
	Total	265,468,580					t			299712



Resolution required: (Ordinary/ Special)	ORDINARY									
Vhether promoter/ promoter group are										
nterested in the agenda/resolution?	No									,
Category	Mode of Voting	No. of shares held	No. of votes	% 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	Votes Invalid	Votes Abstaine
Category	E-Voting	1(1)	84,039,760		84,039,760					54,000,00
	Poll	4 1	0		0					34,000,00
	Postal Ballot (if	138,069,360	9	0.0000	-	0	0,0000	0.0000		
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	0.0000		
Promoter and Promoter Group	Total		84,039,760							540000
			78,276,946		77,419,516					2,637,10
	E-Voting Poll	-	78,276,946		77,419,310					2,037,10
		93,879,592	U	0.0000	ļ -	0	0.0000	0.0000		4
	Postal Ballot (if						0.000	0.000		
Public- Institutions	applicable)		0	1.1111	0		0.0000			0 262746
	Total		78,276,946		77,419,516		98.9046			263710
	E-Voting	4	3,609,515							
	Poll	33,519,628	205,963	0,6145	205,963	0	100.0000	0.0000		0
	Postal Ballot (if									
Public- Non Institutions	applicable)		0	0,000,0		0	0.0000			0
	Total		3,815,478							0
	Total	265,468,580	166,132,184	62.5807	165,274,649	857,535	99.4838	0.5162		5663710
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category										
	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		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	Votes Invalid	Votes Abstained
	Mode of Voting			on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100		
		(1)	polled (2) 84,039,760	on outstanding shares (3)=[(2)/(1)]* 100 60.8678	favour (4) 84,039,760	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000		
	E-Voting		polled (2) 84,039,760	on outstanding shares (3)=[(2)/(1)]* 100 60.8678	favour (4) 84,039,760	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000		54,000,00
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if	(1)	polled (2) 84,039,760	on outstanding shares (3)=[(2)/(1)]* 100 60.8678	favour (4) 84,039,760 0 0	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.00000	)	54,000,00
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable)	(1)	polled (2) 84,039,760 0	on outstanding shares (3)=[(2)/(1)]* 100 60.8678 0.0000	favour (4) 8 84,039,760 0 0	against (5) 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.00000 0.00000		0
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	(1)	polled (2) 84,039,760	on outstanding shares (3)=[(2)/(1)]* 100 60.8678 0.0000 0.0000 60.8678	favour (4) 84,039,760 0 0 0 8 84,039,760	against (5) 0 0	favour on votes polled (6)={(4)/(2)}*100 100.0000 0.0000 0.0000 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.00000 0.00000	) )	0 54,000,00 0 0 5400000
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting	138,069,360	polled (2) 84,039,760 0 84,039,760 78,276,946	on outstanding shares (3)=((2)/(1)]* 100 60.8678 0.0000 0.0000 60.8678 83.3802	favour (4) 84,039,760 0 0 84,039,760 77,419,516	against (5) 0 0 0 0 0 857,430	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000 98.9046	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 1.0953		0 54,000,00 0 0 5400000
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	(1)	polled (2) 84,039,760 0 84,039,760 78,276,946	on outstanding shares (3)=((2)/(1)]* 100 60.8678 0.0000 0.0000 60.8678 83.3802	favour (4) 84,039,760 0 0 84,039,760 77,419,516	against (5) 0 0 0 0 857,430	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000 98.9046	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 1.0953		0 54,000,00 0 0 5400000 0 2,637,10
	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	138,069,360	polled (2) 84,039,760 0 84,039,760 78,276,946	on outstanding shares (3)=[(2)/(1)]* 100 60.8678 0.0000 0.0000 60.8678 83.3802 0.0000	favour (4) 84,039,760 0 0 0 84,039,760 84,039,760 77,419,516	against (5) 0 0 0 0 857,430	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 98.9046 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 1.0953 0.00000		0 54,000,00 0 0 540000 0 2,637,1
	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	138,069,360	polled (2) 84,039,760 0 0 84,039,760 78,276,946	on outstanding shares (3)=[(2)/(1)]* 100 60.8678 0.0000 0.0000 60.8678 6 83.3802 0.0000 0.0000	favour (4) 84,039,760 0 0 0 8 84,039,760 2 77,419,516 0 0 0	against (5)  0  0  0  0  857,430	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 98.9046 0.0000	against on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 1.0953 0 0.0000 0 0.0000		54,000,00 0 0 0 0 540000 0 0 2,637,10
	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	138,069,360	polled (2) 84,039,760 0 0 84,039,760 78,276,946 0 0 78,276,946	on outstanding shares (3)=[(2)/(1)]* 100	favour (4) 84,039,760 0 0 884,039,760 277,419,516 0 0 0 77,419,516	against (5)  0  0  0  857,430  0  857,430	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.00000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.00000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.00000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.000	against on votes polled (7)=((5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		0 54,000,00 0 540000 0 2,637,10 0 26371
	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting	138,069,360	polled (2) 84,039,760 0 84,039,760 78,276,946 0 78,276,946 3,609,515	on outstanding shares (3)=[(2)/(1)]* 100	favour (4) 84,039,760 0 0 884,039,760 77,419,516 0 0 77,419,516 77,419,516	against (5)  0  0  0  857,430  0  857,430	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		0 54,000,00 0 540000 0 2,637,10 0 263710
	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total E-Voting Poll	138,069,360	polled (2) 84,039,760 0 84,039,760 78,276,946 0 78,276,946 3,609,515 205,963	on outstanding shares (3)=[(2)/(1)]* 100	favour (4)  84,039,760  0  0  8 84,039,760  77,419,516  0  77,419,516  77,419,516  3,609,507	against (5)  0  0  0  857,430  0  857,430	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		0 54,000,0 0 540000 0 2,637,1 0 26371
Public- Institutions	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	138,069,360 138,069,360 93,879,592	polled (2) 84,039,760 0 84,039,760 78,276,946 0 78,276,946 3,609,515 205,963	on outstanding shares (3)=[(2)/(1)]* 100 60.8678 0.0000 0.0000 60.8678 83.3802 0.0000 0.0000 60.8678 610.7684 6	favour (4)  84,039,760  0  84,039,760  8 84,039,760  77,419,516  0  0  77,419,516  3,609,507  205,963	against (5)  0  0  0  0  857,430  0  857,430  0  0  0  0  0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		0 54,000,00 0 540000 0 540000 0 2,637,10 0 263710 0 26371
Public- Institutions	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	138,069,360 138,069,360 93,879,592	polled (2) 84,039,760 0 84,039,760 78,276,946 0 78,276,946 3,609,515 205,963	on outstanding shares [3]=[(2)/(1)]* 100	favour (4)  84,039,760  0  84,039,760  84,039,760  77,419,516  77,419,516  3,609,507  205,963	against (5)  0  0  0  0  857,430  857,430  8 0  0  0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100  100.0000  0.0000  100.0000  98.9046  0.0000  98.9046  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000		0 54,000,00 0 540000 0 2,637,10 0 263710 0 263710
Promoter and Promoter Group  Public- Institutions  Public- Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	138,069,360 138,069,360 93,879,592	polled (2)  84,039,760  0  84,039,760  78,276,946  3,609,515  205,963  0  3,815,478	on outstanding shares (3)=[(2)/(1)]* 100	favour (4) 8	against (5)  0  0  0  0  857,430  857,430  8  0  857,430	favour on votes polled (6)=[(4)/(2)]*100  100.0000  0.0000  100.0000  98.9046  0.0000  98.9046  99.9997  100.0000  0.0000  0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.00000 0.00000 0.00000 0.00000		0 54,000,00 0 5400000 0 5400000 0 2,637,10 0 263710

Appointment of Mr. Kiran S. Divi (DIN: 00006503) as director, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution No. 3



Resolution No. 5	Appointment of	Appointment of Prof. Sunaina Singh, (DIN: 08397250) as an Independent Director.								
Resolution required: (Ordinary/ Special)	ORDINARY									
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No									
				% of Votes Polled			% of Votes in	% of Votes		
				on outstanding			favour on votes	against on votes		
		No. of shares held			No. of Votes – in	No. of Votes –	polled	polled		
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		138,039,760				100.0000			0
	Poll	1		0.0000		0	0.0000	0.0000		0
	Postal Ballot (if	138,069,360								
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000		0
	Total		138,039,760	99.9786	138,039,760	0	100.0000	0.0000		0
	E-Voting		77,404,039	82,4503	77,381,677	22,362	99.9711	0.0288		0 3,510,013
	Poll	00.070.500	0	0.0000	0	0	0.0000	0.0000		0 (
	Postal Ballot (if	93,879,592								
Public- Institutions	applicable)		0	0,0000	0	0	0.0000	0.0000		0 (
	Total		77,404,039	82,4503	77,381,677	22,362	99.9711	0.0289		0 351001
	E-Voting		3,609,515	10.7684	3,609,410	105	99.9970	0.0029		0 (
	Poll	22 510 620	205,963	0.6145	205,963	0	100.0000	0.0000		0 0
	Postal Ballot (if	33,519,628								
Public- Non Institutions	applicable)		o	0.0000	0	0	0.0000	0.0000		0 (
	Total		3,815,478	11,3829	3,815,373	105	99.9972	0.0028		0
	Total	265,468,580	219,259,277	82,5933	219,236,810	22,467	99.9898	0.0102		0 351001

Note: All the aforesaid resolutions were passed with requisite majority

M. Lutinel





6-2-1085/B, Flat No. 103, Badam Sohana Apartments. Beside Dega Tower, Raj Bhavan Road, Somajiguda, Hyderabad - 500 082.

Office: 93923 69579 Mobile: 93923 99570

E-mail: bhaskararaoandco@gmail.com

#### COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL

To
Dr.Murali K. Divi
Chairman & Managing Director
Divi's Laboratories Limited
CIN: L24110TG1990PLC011854
1-72/23(P)/DIVIS/303,Divi Towers,
Cyber Hills, Gachibowli,
Hyderabad-500032.

29<sup>th</sup> Annual General Meeting of the Equity Shareholders of Divi's Laboratories Limited having its Registered Office at1-72/23(P)/DIVIS/303,Divi Towers, Cyber Hills, Gachibowli, Hyderabad-500032, Telangana, held on Friday the 23<sup>rd</sup> day of August, 2019 at 10.00 A.M. at Global Peace Auditorium, Brahma Kumaris, Shanti Sarovar, Academy for Better World, Gachibowli, Hyderabad-500032.

Dear Sir,

- I, V. Bhaskara Rao, Proprietor of M/s. V.Bhaskara Rao & Co., a Company Secretaries in Practice having office at 6-2-1085/B, Flat No.105, Badam Sohana Apartments, Rajbhavan Road, Somajiguda, Hyderabad 500 082, appointed as Scrutinizer for the purpose of scrutinizing the evoting process (remote e-voting) under the provisions of Section 108 of Companies Act, 2013 (The Act) read with Rule 20 of the Companies (Management and Administration) rules, 2015 and the Poll Process under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) rules, 2014 read with Regulation of SEBI (Listing Obligations And Disclosure requirements) Regulations, 2015 and the Secretarial Standard on General Meetings, on the below mentioned resolution(s), at the 29<sup>th</sup>Annual General Meeting of the Equity Shareholders of Divi's Laboratories Limited, held on Friday the 23<sup>rd</sup> day of August, 2019 at 10.00 A.M. at Global Peace Auditorium, Brahma Kumaris, Shanti Sarovar, Academy for Better World, Gachibowli, Hyderabad-500032. I submit my report as under:
  - After the time fixed for closing of the poll by the Chairman, Divi's Laboratories Limited, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
  - The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



- The poll papers, which were incomplete and/or which were otherwise found defective have been treated as Invalid and kept separately.
- The shareholders holding shares as on the "cut off' date i.e. 16<sup>th</sup> August, 2019 were entitled to vote on the proposed resolutions (Item Nos.1 to 5 as set out in the Notice of the 29<sup>th</sup> AGM of Divi's Laboratories Limited).
- 5. The Company had appointed Karvy Fintech Private Limitedas the service provider, for executing the facility of Remote E-voting to the shareholders of the Company. The Remote E-voting period for the business transacted at the AGM commenced from 19<sup>th</sup>August, 2019, 9.00AM (IST) and ended on 22<sup>nd</sup> August, 2019, 5.00 PM (IST). The results of the Remote E-voting were unblocked by me on 22<sup>nd</sup> August, 2019 at 5.00 PM (IST).
- In respect of Remote E-Voting, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of Karvy (https://www.evoting.karvy.com)
- 7. The Register, all other papers and relevant records relating to Electronic Voting, Poll Papers at the meeting shall remain in our safe custody until Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe custody.
- I have completed the formalities of voting by Electronic and Polling Paper at the AGM. I
  hereby submit my report (Annexed) and you may accordingly declare the results of the
  voting.

All the resolutions stands passed with requisite majority on combined result (Remote e-voting and Poll Paper).

Thanking You,

For V. Bhaskara Rao & Co. Company Secretaries

Witness:

K Nagarjuna

V.Bhaskara Rao

Proprietor

C.P.No: 4182, FCS No.5939

A Haisia Vardii

Place: Hyderabad Date: 24.08.2019 Resolution 1:Adoption of Audited Financial Statements (Standalone and Consolidated) for the year ended 31 March, 2019 along with the Reports of the Board of Directors and Auditors thereon.

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

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast	
Remote E-voting	629	219682526	99.91	
Poll at the Venue	69	205963	00.09	
Total	698	219888489	100.00	

## (ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	99	0.00
Poll at the Venue	Nil	- Nil	Nil
Total	2	99	0.00

#### (iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	Nil	Nil
Total	Nil	Nil

#### (iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	21	2880701
Poll at the Venue	Nil	Nil
Total	21	2880701

#### (v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	13	502267
Poll at the Venue	Nil	Nil
Total	13	500267

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# Resolution 2:Declaration of dividend on Equity Shares for the Financial year ended 31 March, 2019.

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

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	647	222263614	99.91
Poll at the Venue	69	205963	00.09
Total	716	222469577	100.00

## (ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	Nil	Nil	Nil
Poll at the Venue	Nil	Nil	Nil
Total	Nil	Nil	Nil

## (iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	Nil	Nil
Total	Nil	Nil

## (iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	5	299712
Poll at the Venue	Nil	Nil
Total	5	299712

#### (v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	13	502267
Poll at the Venue	Nil	Nil
Total	13	502267



Resolution 3:Appointment of Mr. Kiran S. Divi (DIN: 00006503) as director, who retires by rotation and being eligible, offers himself for re-appointment.

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

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	635	165068686	99.36
Poll at the Venue	69	205963	00.12
Total	704	165274649	99.48

## (ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	10	857535	0.52
Poll at the Venue	Nil	Nil	Nil
Total	10	857535	0.52

## (iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	Nil	Nil
Total	Nil	Nil

#### (iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	7	56637105
Poll at the Venue	Nil	Nil
Total	7	56637105

## (v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	13	502267
Poll at the Venue	Nil	Nil
Total	13	502267

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Resolution 4:Appointment of Ms. Nilima Motaparti (DIN: 06388001) as director, who retires by rotation and being eligible, offers herself for re-appointment.

# (i) Voted in favour of the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	636	165068783	99.36
Poll at the Venue	69	205963	00.12
Total	705	165274746	99.48

# (ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	857438	00.52
Poll at the Venue	Nil	Nil	Nil
Total	9	857438	00.52

#### (iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	Nil	Nil
Total	Nil	Nil

#### (iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	7	56637105
Poll at the Venue	Nil	Nil
Total	7	56637105

#### (v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	13	502267
Poll at the Venue	Nil	Nil
Total	13	502267



# Resolution 5: Appointment of Prof. Sunaina Singh, (DIN: 08397250) as an Independent Director.

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

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	637	219030847	99.90
Poll at the Venue	69	205963	00.09
Total	706	219236810	99.99

## (ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	5	22467	00.01
Poll at the Venue	Nil	Nil	Nil
Total	5	22467	00.01

#### (iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	Nil	Nil
Total	Nil	Nil

## (iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	10	3510012
Poll at the Venue	Nil	Nil
Total	10	3510012

## (v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	13	502267
Poll at the Venue	Nil	Nil
Total	13	502267



Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared Invalid for each resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

Thanking you

Yours faithfully

For V. Bhaskara Rao & Co. Company Secretaries Witness:

K Nagarjuna

V.Bhaskara Rao

Proprietor

C.P.No: 4182, FCS No.5939

K Harsha Vardhini

Place: Hyderabad Date: 24.08.2019