



UNICHEM
LABORATORIES LTD.

Fax No : 91 (22) 2678 4391 / 5198

Tel. No. : 91 (22) 66888333

Website : <http://www.unichemlabs.com>

CIN : L99999MH1962PLC012451.

Registered & Corporate Office : Unichem Bhavan, Prabhat Estate, S. V. Road, Jogeshwari (West), Mumbai-400102, INDIA.

23rd July, 2016

BSE LIMITED
PhirozeJeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India,
Exchange Plaza, 5th Floor, Plot no. C/1, G Block,
BandraKurla Complex, Bandra (East),
Mumbai - 400 051

Sub.: Outcome of 53rd Annual General Meeting
Ref: BSE Scrip Code: 506690 : NSE Symbol - UNICHEMLAB

Dear Sir/Madam,

This is to inform you that the 53rd Annual General Meeting (AGM) of the company was held on Saturday July 23, 2016 at 3.00 p.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the following:

- a. Details of voting results through remote e-voting and ballot forms at the AGM on each of the resolutions set out in the notice;
- b. Consolidated Scrutinizer's Report dated 23rd July, 2016 on remote e-voting and voting through Ballot forms at the AGM.

The above results will be uploaded on the website of the company at www.unichemlabs.com.

This is for your information and records.

Thanking You,

Yours faithfully,

Neema Thakore
Head - Legal & Company Secretary

Encl.: a/a

Unichem Laboratories Limited

Details of Voting Results

| | |
|--|---------------|
| Date of AGM | July 23, 2016 |
| Total number of shareholders as record date | 22672 |
| No of Shareholders present in the meeting either in person or through proxy: | 84 |
| Promoter and promoter group : | 1 |
| Public | 83 |
| No of shareholders attended the meeting through Video Conferencing | Not arranged |
| Promoter and promoter group : | |
| Public | |

| Resolution Required : (Ordinary) | | 1 - Consider and adopt: | | | | | | |
|---|----------------|---|-------------------------|---|------------------------------|---------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | (a) Audited Financial Statements and Reports thereon for the year ended March 31, 2016. | | | | | | |
| 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 | 45510550 | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 |
| Public Institutions | E-Voting | 16355091 | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 |
| Public Non Institutions | E-Voting | 28992559 | 441431 | 1.52 | 441431 | 0 | 100.00 | 0.00 |
| | Poll | | 130425 | 0.45 | 130425 | 0 | 100.00 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 571856 | 1.97 | 571856 | 0 | 100.00 | 0.00 |
| Total | | 90858200 | 61036110 | 67.18 | 61036110 | 0 | 100.00 | 0.00 |



Dr. A. S. Shinde

| Unichem Laboratories Limited | | | | | | | | | |
|---|----------------|---|-------------------------|--|-----------------------------|---------------------------|---|---|--|
| Resolution Required : (Ordinary) | | 2 - Confirmation of Interim Dividend as Final Dividend for the financial year ended March 31, 2016. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]}\times 100$ | No. of Votes –in favour [4] | No. of Votes –Against [5] | % of Votes in favour on votes polled [6]= $\frac{[4]}{[2]}\times 100$ | % of Votes against on votes polled [7]= $\frac{[5]}{[2]}\times 100$ | |
| Promoter and Promoter Group | E-Voting | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | 45510550 | 0 | 0.00 | 0 | | | | |
| | Total | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| Public Institutions | E-Voting | | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | 16355091 | 0 | 0.00 | 0 | | | | |
| | Total | | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 | |
| Public Non Institutions | E-Voting | | 441431 | 1.52 | 440531 | 900 | 99.80 | 0.20 | |
| | Poll | | 130425 | 0.45 | 130425 | 0 | 100.00 | 0.00 | |
| | Postal Ballot | 28992559 | 0 | 0.00 | 0 | | | | |
| | Total | | 571856 | 1.97 | 570956 | 900 | 99.84 | 0.16 | |
| Total | | 90858200 | 61036110 | 67.18 | 61035210 | 900 | 100.00 | 0.00 | |



u. a. shankar

| Unichem Laboratories Limited | | | | | | | | | |
|---|----------------|--|----------------------------|--|---------------------------------|------------------------------|---|---|--|
| Resolution Required : (Ordinary) | | 3 - Ratification of appointment of B.D.Jokhakar & Co., Chartered Accountants as Statutory Auditors and to fix their remuneration | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | | |
| 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 | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | 45510550 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| Public Institutions | E-Voting | | 14953704 | 91.43 | 14932629 | 21075 | 99.86 | 0.14 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | 16355091 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 14953704 | 91.43 | 14932629 | 21075 | 99.86 | 0.14 | |
| Public Non Institutions | E-Voting | | 441431 | 1.52 | 441431 | 0 | 100.00 | 0.00 | |
| | Poll | | 130425 | 0.45 | 130425 | 0 | 100.00 | 0.00 | |
| | Postal Ballot | 28992559 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 571856 | 1.97 | 571856 | 0 | 100.00 | 0.00 | |
| Total | | 90858200 | 61036110 | 67.18 | 61015035 | 21075 | 99.97 | 0.03 | |



a.u. Shukla



Dr. A. S. Chakrabarti

| Unichem Laboratories Limited | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|------------------------------|---------------------------|--|--|--|
| Resolution Required : (Special) Ordinary | | | | | | | | | |
| 4 - Re-appointment of Dr. Prakash A. Mody, who retires by rotation. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | |
| No | | | | | | | | | |
| 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 | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | 45510550 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| Public Institutions | E-Voting | | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | 16355091 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 | |
| Public Non Institutions | E-Voting | | 441431 | 1.52 | 441431 | 0 | 100.00 | 0.00 | |
| | Poll | | 130425 | 0.45 | 130425 | 0 | 100.00 | 0.00 | |
| | Postal Ballot | 28992559 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 571856 | 1.97 | 571856 | 0 | 100.00 | 0.00 | |
| Total | | 90858200 | 61036110 | 67.18 | 61036110 | 0 | 100.00 | 0.00 | |



a.u. Sharf

| Unichem Laboratories Limited | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|------------------------------|---------------------------|--|--|--|
| 5 - Ratification of remuneration payable to the Cost Auditors | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | |
| 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 | 45510550 | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 45510550 | 100.00 | 45510550 | 0 | 100.00 | 0.00 | |
| Public Institutions | E-Voting | 16355091 | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 14953704 | 91.43 | 14953704 | 0 | 100.00 | 0.00 | |
| Public Non Institutions | E-Voting | 28992559 | 441431 | 1.52 | 441431 | 0 | 100.00 | 0.00 | |
| | Poll | | 130425 | 0.45 | 130425 | 0 | 100.00 | 0.00 | |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Total | | 571856 | 1.97 | 571856 | 0 | 100.00 | 0.00 | |
| Total | | 90858200 | 61036110 | 67.18 | 61036110 | 0 | 100.00 | 0.00 | |



Ragini Chokshi & Co.

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Tel.: 022-2283 1120
022-2283 1134

Date : 23/7/2016

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 53rd Annual General Meeting (AGM) of the Equity Shareholders of Unichem Laboratories Limited held on Saturday, 23rd day of July, 2016 at 3.00 p.m at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai-400018.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Bldg, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as a Scrutinizer by the Board of Directors of Unichem Laboratories Limited (the Company) for the purpose of:

- (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice of the 53rd AGM of the Equity Shareholders of the Company held on Saturday, 23rd day of July, 2016 at 3.00 p.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai-400018.

The Notice dated 20th May, 2016 convening the AGM along with the statement setting out material facts under Section 102 of the 2013 Act were sent to the shareholders in respect of the below mentioned resolutions to be passed at the 53rd AGM of the Equity Shareholders of the Company.



The Company had availed the remote e - voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting by the Shareholders of the Company. The Company also provided voting by physical ballot at the venue of the AGM to those members who attended the AGM and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 16th July, 2016 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for remote e-voting commenced on Tuesday, 19th July, 2016 at 10.00 a.m. (IST) and ended on Friday, 22nd July, 2016 at 5.00 p.m. (IST).

On 22nd July, 2016, after the end of the Remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.

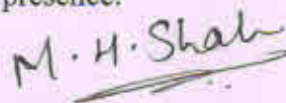
Further, the Chairman announced the poll at the AGM for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, Ms. Harshili Chogle (Residing at D/305 Gods Gift Buld. N.M. Joshi Marg, Lower Parel, Mumbai-400030) and Ms. Miti Shah (Residing at A/3, Saibaba Enclave Towers, C.D.Baug, S.V.Road, Goregaon (West), Mumbai-400104.) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



Name: Harshili Chogle



Name: Miti Shah

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/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.

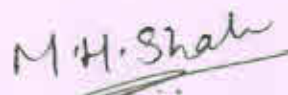
The votes cast through e-voting were unblocked after the AGM in the presence of two witnesses, Ms. Harshili Chogle (Residing at D/305 Gods Gift Buld. N.M. Joshi Marg, Lower Parel, Mumbai-400030) and Ms. Miti Shah (Residing at A/3, Saibaba Enclave Towers,



C.D.Baug,S.V.Road, Goregaon (West), Mumbai-400104). They have signed below in confirmation of the votes being unblocked in their presence.



Name: Ms. Harshili Chogle



Name: Ms. Miti Shah

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the AGM.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

Resolution No.1: Ordinary: Consider and adopt: (a) Audited Financial Statements and Reports thereon for the year ended March 31, 2016. (b) Audited Consolidated Financial Statements for the year ended March 31, 2016.

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

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 118 | 60905685 | 100.00 |
| Physical Ballot | 35 | 130425 | 100 |
| Total | 153 | 61036110 | 100 |

(ii) Voted **against** the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | NIL | NIL | 0.00 |
| Physical Ballot | NIL | NIL | 0.00 |
| Total | NIL | NIL | 0.00 |



(iii) **Invalid votes:**

| Particulars | Total number of members voted. | Total number of votes cast by them |
|-----------------|--------------------------------|------------------------------------|
| Remote e-voting | NIL | NIL |
| Physical Ballot | 3 | 3537 |

Resolution No.2: Ordinary: Confirmation of Interim Dividend as Final Dividend for the financial year ended March 31, 2016.

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

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 117 | 60904785 | 99.99 |
| Physical Ballot | 35 | 130425 | 100.00 |
| Total | 152 | 61035210 | 99.99 |

(ii) **Voted against** the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 1 | 900 | 0.01 |
| Physical Ballot | NIL | NIL | 0.00 |
| Total | 1 | 900 | 0.01 |

(iii) **Invalid votes:**

| Particulars | Total number of members voted. | Total number of votes cast by them |
|-----------------|--------------------------------|------------------------------------|
| Remote e-voting | NIL | NIL |
| Physical Ballot | 3 | 3537 |



Resolution No.3:Ordinary:Ratification of appointment of B. D. Jokhakar & Co., Chartered Accountants as Statutory Auditors and to fix their remuneration.

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

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 116 | 60884610 | 99.97 |
| Physical Ballot | 35 | 130425 | 100.00 |
| Total | 151 | 61015035 | 99.96 |

(ii) Voted **against** the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 2 | 21075 | 0.03 |
| Physical Ballot | NIL | NIL | 0.00 |
| Total | 2 | 21075 | 0.04 |

(iii) **Invalid** votes:

| Particulars | Total number of members voted. | Total number of votes cast by them |
|-----------------|--------------------------------|------------------------------------|
| Remote e-voting | NIL | NIL |
| Physical Ballot | 3 | 3537 |

Resolution No.4: Ordinary: Re-appointment of Dr. Prakash A. Mody who retires by rotation.

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

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 118 | 60905685 | 100.00 |
| Physical Ballot | 35 | 130425 | 100.00 |



| | | | |
|-------|-----|----------|--------|
| Total | 153 | 61036110 | 100.00 |
|-------|-----|----------|--------|

(ii) Voted **against** the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | NIL | NIL | 0 |
| Physical Ballot | NIL | NIL | 0 |
| Total | NIL | NIL | 0 |

(iii) **Invalid** votes:

| Particulars | Total number of members voted. | Total number of votes cast by them |
|-----------------|--------------------------------|------------------------------------|
| Remote e-voting | NIL | NIL |
| Physical Ballot | 3 | 3537 |

Resolution No.5: Ordinary: Ratification of remuneration payable to the Cost Auditors.

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

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 118 | 60905685 | 100.00 |
| Physical Ballot | 35 | 130425 | 100.00 |
| Total | 153 | 61036110 | 100.00 |

(ii) Voted **against** the resolution:

| Type of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | NIL | NIL | 0.00 |
| Physical Ballot | NIL | NIL | 0.00 |
| Total | NIL | NIL | 0.00 |

(iii) **Invalid** votes:



| Particulars | Total number of members voted. | Total number of votes cast by them |
|-----------------|--------------------------------|------------------------------------|
| Remote e-voting | NIL | NIL |
| Physical Ballot | 3 | 3537 |

All the Resolutions at item nos. 1 to 5 have been passed with requisite majority.

The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,
Yours faithfully,

Place: Mumbai

Date: July 23, 2016

FOR RAGINI CHOKSHI & CO.

R. K. Chokshi

MRS. RAGINI CHOKSHI

(Partner)

C.P. Number : 1436

Membership number:2390



Counter Signed by

FOR UNICHEM LABORATORIES LIMITED

Neema Thakore

Neema Thakore

Head – Legal & Company Secretary

