

**REPORT OF SCRUTINIZER (Combined)**

August 18, 2017

To:  
Shri. Prakash M. Patil, Chairman  
32<sup>nd</sup> Annual General Meeting of  
the members of Aarti Drugs Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as a Scrutinizer, for the agenda items including resolutions thereof contained in the notice convening 32<sup>nd</sup> Annual General Meeting of Aarti Drugs Limited ("the Company") to be held on the 18<sup>th</sup> day of August , 2017 at 2:30 p.m. at TIMA Hall, MIDC Tarapur, Taluka Palghar, Dist.: Thane - 401 506, Maharashtra(AGM), by:
  - (i) the Board of Directors of the Company for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules); and
  - (ii) the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through remote e- voting and poll on the resolutions contained in the Notice to the 32<sup>nd</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and also at the time of poll (through electronic means) at AGM.

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Parade*  
Authorised Signatory

3. I have issued separate Scrutinizer's Report dated August 18, 2017 on the e- voting and Scrutinizer's Report dated August 18, 2017 on the poll on the resolutions contained in the notice of 32<sup>nd</sup> the AGM of the Company. As requested by management! submit herewith my combined report on the results of e-voting together with that of Poll as under.-

Item/ Resolution No. of Notice	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos.
	Nos.	% of total number of valid votes	Nos.	% of total number of valid votes	
1	15768506	100	0	0	0
2	15768506	100	0	0	0
3	12957698	100	0	0	0
4	12317132	99.99	1353	0.01	0
5	14891473	94.44	877023	5.56	0
6	12188542	98.95	129943	1.05	0
7	12345967	98.96	129943	1.04	0
8	12827755	99.00	129943	1	0
9	14533461	99.91	129943	0.09	0
10	12389519	100	0	0	0
11	13282447	100	0	0	0
12	8010495	88.75	1015394	11.25	0
13	5109917	100	62	0	0
14	15768496	100	10	0	0
15	14891473	94.44	877033	5.56	0

4. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For SUNIL M. DEDHIA & CO.  
COMPANY SECRETARIES

*Sunil Dedhia*

SUNIL M. DEDHIA

PROPRIETOR

FCS 3483 C.P. NO. 2031

Mumbai, Dated August 18, 2017



For AARTI DRUGS LTD.

*V. S. Parade*

Authorised Signatory

**REPORT OF SCRUTINIZER (E- voting)**

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 (3)(xi) of the Companies (Management and Administration) Rules, 2014]

August 18, 2017

Shri. Prakash M. Patil, Chairman  
32<sup>nd</sup> Annual General Meeting of  
the members of Aarti Drugs Limited

Dear Sir,

1. I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the agenda items including resolutions thereof contained in the notice convening 32<sup>nd</sup> Annual General Meeting of Aarti Drugs Limited ("the Company") to be held on the 18<sup>th</sup> day of August, 2017 at 2:30 p.m. at TIMA Hall, MIDC Tarapur, Taluka Palghar, Dist.: Thane - 401 506, Maharashtra(AGM).
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice for the AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. In this regard, I submit my report as under:-
  - a. The e-voting period remained open from 14th August, 2017 (9.00 a.m.) to 17th August, 2017 (5.00 p.m.).

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Parade*  
Authorised Signatory

- b. The shareholders holding shares as on the "cut off" date i.e. 11th August, 2017 were entitled to vote on the proposed resolutions for Item Nos. 1 to 15 as set out in the Notice of the 32<sup>nd</sup> AGM of Aarti Drugs Limited.
- c. The votes were unblocked on 18<sup>th</sup> August, 2017, in the presence CS Manisha R Wakchaure and CS Pooja Bagwe at Mumbai, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name	Signature
CS Manisha Wakchaure	
CS Pooja Bagwe	

4. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "for", or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)) and based on such reports generated, the result of the e-voting is as under:

**Resolution 1:** Ordinary resolution for adoption of Financial Statements (including consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2017 including the reports of the Board of Directors' and Auditors' thereon.

- (i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
71	15751957	100

- (ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

- (iii) Invalid Votes:

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

*Sunil Dedhia*



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For AARTI DRUGS LTD.

*V.S. Parase*

Authorised Signatory

**Resolution 2: Ordinary resolution for declaration of dividend on Equity Shares.**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
71	15751957	100

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

(iii) Invalid Votes:

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

**Resolution 3: Ordinary resolution for appointment of Shri Harshit M. Savla, Director retiring by rotation.**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
63	12941149	100

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

(iii) Invalid Votes:

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

**Resolution 4: Ordinary resolution for appointment of Shri Prakash M. Patil, Director retiring by rotation.**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
59	12300583	99.99

*Sunil Dedhia*

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For AARTI DRUGS LTD.

*V. S. Ranade*  
Authorized Signatory

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	1353	0.01

(iii) Invalid Votes:

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

**Resolution 5: Ordinary resolution appointment of Auditors and fixing their remuneration.**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
69	14874924	94.43

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	877023	5.57

(iii) Invalid Votes:

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

**Resolution 6: Special resolution for approval of re-appointment and terms thereof of Shri Prakash M. Patil as the Managing Director of the Company.**

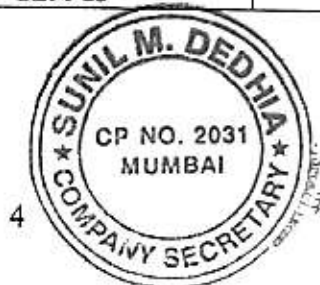
(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
59	12171993	98.94

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	129943	1.06

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Parade*  
 Authorised Signatory

## (iii) Invalid Votes:

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

**Resolution 7:** Ordinary resolution for approval of re-appointment and terms thereof of Shri Rashesh C. Gogri as the Managing Director of the Company.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
53	12329418	98.96

## (ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	129943	1.04

## (iii) Invalid Votes:

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

**Resolution 8:** Ordinary resolution for approval of re-appointment and terms thereof of Shri Harshit M. Savla as the Managing Director of the Company (designated as Joint Managing Director).

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
62	12811206	99

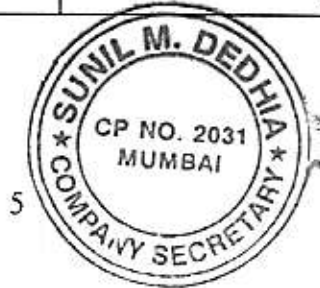
## (ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	129943	1

## (iii) Invalid Votes:

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

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Ramade*

Authorised Signatory

**Resolution 9:** Ordinary resolution for approval of re-appointment and terms thereof of Shri Harit P. Shah as the Whole-time Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
68	14516912	99.11

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	129943	0.89

(iii) Invalid Votes:

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

**Resolution 10:** Ordinary resolution for approval of Shri Adhish P. Patil, to hold and continue to hold office of profit as Chief Financial Officer (CFO) of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
63	12372970	100

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

(iii) Invalid Votes:

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

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V.S. Rawade*  
Authorised Signatory



**Resolution 11:** Ordinary resolution for approval of Shri Vishwa H. Savla, to hold and continue to hold office of profit as Vice - President, Formulations of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
65	13265898	100

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
Nil	Nil	Not applicable

(iii) Invalid Votes:

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

**Resolution 12:** Special resolution for alteration of Articles of Association.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
38	7993946	88.73

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
5	1015394	11.27

(iii) Invalid Votes:

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

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V.S. Parade*  
Authorised Signatory

**Resolution 13 :** Ordinary resolution for revision in the rate of aggregate commission payable to Shri Prakash M. Patil, Chairman, Managing Director & CEO, Shri Rashesh C. Gogri, Managing Director, Shri Harshit M. Savla, Jt. Managing Director, Shri Harit P. Shah, Whole-time Director of the Company effective from 1st April, 2017.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
31	5093368	100

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	62	0

(iii) Invalid Votes:

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

**Resolution 14 :** Ordinary resolution for ratification of the Remuneration of the Cost Auditors for the Financial Year ending March 31, 2018.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
70	15751947	100

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
1	10	0

(iii) Invalid Votes:

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

*Sunil M. Dedhia*



For AARTI DRUGS LTD.

*J. S. Panade*  
Authorised Signatory

**Resolution 15 :** Ordinary resolution for consent for charging fee from members upon request for delivery of document by a specific mode.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
69	14874924	94.43

(ii) Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	877033	5.57

(iii) Invalid Votes:

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

5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,  
For SUNIL M. DEDHIA & CO.  
COMPANY SECRETARIES

*Sunil Dedhia*

SUNIL M. DEDHIA  
PROPRIETOR  
FCS 3483 C.P. NO. 2031  
Mumbai, Dated August 18, 2017



For AARTI DRUGS LTD.

*V. S. Ranade*  
Authorised Signatory

FORM No. MGT-13

Report of Scrutinizer(s) - on POLL

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

August 18, 2017

Shri. Prakash M. Patil, Chairman  
32<sup>nd</sup> Annual General Meeting of  
the members of Aarti Drugs Limited

Dear Sir,

I, CS Sunil M. Dedhia of Sunil M. Dedhia & Co., Company Secretaries, having office at 101, Kulkarni Heights, K. W. Chitale Marg, Opp. Vartak Hall, Behind Portugese Church, Dadar(W), Mumbai - 400028, appointed as Scrutinizer, inter alia, for the purpose of the poll taken on the below mentioned resolution(s), at 32<sup>nd</sup> Annual General Meeting of Aarti Drugs Limited ("the Company") held on the 18<sup>th</sup> day of August, 2017 at 2:30 p.m. at TIMA Hall, MIDC Tarapur, Taluka Palghar, Dist.: Thane - 401 506, Maharashtra(AGM), submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our 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.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

OR

I/We did not find any poll papers invalid.

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V.S. Parande*  
Authorised Signatory

## 4. The result of the Poll is as under:

Item / Resolution No. 1: Ordinary resolution for adoption of Financial Statements (including consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2017 including the reports of the Board of Directors' and Auditors' thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

## (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

## (iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item / Resolution No. 2: Ordinary resolution for declaration of dividend on Equity Shares.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

## (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

## (iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



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For AAKTI DRUGS LTD.

*V. S. Parade*  
Authorised Signatory

**Item / Resolution No. 3: Ordinary resolution for appointment of Shri Harshit M. Savla, Director retiring by rotation.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Item / Resolution No. 4: Ordinary resolution for appointment of Shri Prakash M. Patil, Director retiring by rotation.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Barade*  
Authorised Signatory

Item / Resolution No. 5: Ordinary resolution appointment of Auditors and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item /Resolution 6: Special resolution for approval of re-appointment and terms thereof of Shri Prakash M. Patil as the Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Ranade*  
Authorised Signatory

Item / Resolution 7: Ordinary resolution for approval of re-appointment and terms thereof of Shri Rashesh C. Gogri as the Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item / Resolution 8: Ordinary resolution for approval of re-appointment and terms thereof of Shri Harshit M. Savla as the Managing Director of the Company (designated as Joint Managing Director).

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



For AAKH DRUGS LTD.

*V. S. Parvate*  
Authorised Signatory



**Item /Resolution 9:** Ordinary resolution for approval of re-appointment and terms thereof of Shri Harit P. Shah as the Whole-time Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Item / Resolution 10:** Ordinary resolution for approval of Shri Adhish P. Patil, to hold and continue to hold office of profit as Chief Financial Officer (CFO) of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Banode*  
Authorized Signatory

**Item / Resolution 11:** Ordinary resolution for approval of Shri Vishwa H. Savla, to hold and continue to hold office of profit as Vice - President, Formulations of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Item / Resolution 12:** Special resolution for alteration of Articles of Association.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



For AARTI DRUGS LTD.

*V. S. Parande*  
Authorised Signatory

**Item / Resolution 13 :** Ordinary resolution for revision in the rate of aggregate commission payable to Shri Prakash M. Patil, Chairman, Managing Director & CEO, Shri Rashesh C. Gogri, Managing Director, Shri Harshit M. Savla, Jt. Managing Director, Shri Harit P. Shah, Whole-time Director of the Company effective from 1st April, 2017.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Item / Resolution 14 :** Ordinary resolution for ratification of the Remuneration of the Cost Auditors for the Financial Year ending March 31, 2018.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

*Sunil Dedhia*



For AARTHRUS LTD.

*V. S. Parade*  
Authorised Signatory

**Item / Resolution 15 :** Ordinary resolution for consent for charging fee from members upon request for delivery of document by a specific mode.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	16549	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution are enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,  
For SUNIL M. DEDHIA & CO.  
COMPANY SECRETARIES

*Sunil Dedhia*  
SUNIL M. DEDHIA  
PROPRIETOR  
FCS 3483 C.P. NO. 2031  
Mumbai, Dated August 18, 2017



For AARTI DRUGS LTD.  
*V. S. Ranade*  
Authorised Signatory

Encl: Annexure