

2<sup>nd</sup> August, 2017

<b>BSE Limited</b> Corporate Relations Department P J Towers, Dalal Street, Mumbai - 400 001  <b><u>Scrip Code: 532300</u></b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051  <b><u>NSE Symbol: WOCKPHARMA</u></b>
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Dear Sir/ Madam,

**Sub: Proceeding of the 18<sup>th</sup> Annual General Meeting**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations') read with Para A of Part A of Schedule III of the Listing Regulations, we wish to enclose herewith gist of proceedings of the 18<sup>th</sup> Annual General Meeting of the Company held today.

Kindly take the same on your record.

Thanking you,

For **Wockhardt Limited**



**Narendra Singh**  
**Company Secretary**

Encl.: As above



## Gist of Proceedings of the 18<sup>th</sup> Annual General Meeting of Wockhardt Limited

### **A. Day, Date, Time and Venue of the Annual General Meeting:**

The 18<sup>th</sup> Annual General Meeting ('AGM') of the shareholders of Wockhardt Limited was held on Wednesday, 2<sup>nd</sup> August, 2017 at 12.00 noon at The Benchmark, Nakshatrawadi, Paithan Road, Aurangabad – 431 005.

### **B. Proceedings in brief:**

- 1) The AGM was attended by all the Directors, Chief Financial Officer, Company Secretary, Representatives of Statutory Auditors and the Secretarial Auditor / Scrutinizer of the Company.
- 2) Dr. H. F. Khorakiwala, Chairman, chaired the proceedings of the AGM.
- 3) The requisite quorum being present, the Chairman called the AGM to order.
- 4) Total 64 shareholders (including proxies) attended the AGM as per the records of Attendance Register.
- 5) With the consent of the shareholders present, the Notice convening the 18<sup>th</sup> AGM including the Explanatory Statement under Section 102 of the Companies Act, 2013 ('Act'), having been circulated to all the shareholders, was taken as read.
- 6) The Chairman thereafter introduced all the Directors present on the Dias.
- 7) The Independent Auditor's Reports does not contain any qualification. However, emphasis on matter in the Report on the Consolidated Ind AS Financial Statements was read at the Meeting by the Chairman.
- 8) Dr. H. F Khorakiwala, Chairman, thereafter, delivered the Speech.
- 9) The Chairman stated that pursuant to the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, an e-voting facility has been provided to all the shareholders of the Company through e-voting platform of National Securities Depository Limited and the same has been completed. He further stated that shareholders who were unable to cast their votes electronically may vote through Ballot Paper at the AGM.
- 10) The Chairman informed the shareholders present to seek clarifications and/ or offer comments on items of businesses, if any.
- 11) The Chairman then took up the items one by one in accordance with the Notice of AGM except item no. 4 relating to re-appointment of Dr. Murtaza Khorakiwala, Director, who was retiring by rotation and offered himself for re-appointment. The Chairman being an interested director in the said item, with the consent of the shareholders present, requested Mr. Shekhar Datta to take the Chair. Mr. Datta took the Chair and conducted the proceedings for Item no. 4 of the Notice of AGM.



The following items of business as set out in Notice convening the 18<sup>th</sup> AGM were commenced for shareholder's consideration and approval. All the resolutions required to be passed were proposed and seconded at the AGM.

**Ordinary Business:**

1. Adoption of:
  - a. the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon; and
  - b. the Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2017 and the Report of Auditors thereon.

On the invitation of the Chairman, several shareholders gave their suggestions and sought clarifications. Queries from the shareholders were responded by the Chairman.

2. Declaration of dividend on Preference Shares at the rate of 0.01%, absorbing a sum of Rs. 2,98,557.
3. Confirmation of payment of interim dividend aggregating Rs. 10 (i.e. 200%) per Equity Share of Rs. 5 each paid for the financial year 2016-17.
4. Re-appointment of Dr. Murtaza Khorakiwala (DIN: 00102650), a Director retiring by rotation.
5. Ratification of appointment of Haribhakti & Co. LLP, Chartered Accountants (Firm Registration No. 103523W), as the Statutory Auditors of the Company.

**Special Business:**

6. Appointment of Mr. Vinesh Kumar Jairath (DIN: 00391684) as an Independent Director of the Company.
7. Ratification of remuneration payable to M/s. Kirit Mehta & Co., Cost Accountants (Firm Registration No. 000353) as Cost Auditors of the Company for the financial year ending 31<sup>st</sup> March, 2018.
8. Approval for issuance of Non-Convertible Debentures ('NCDs') upto Rs.1200 crore on private placement basis, in one or more tranches.



### C. Voting by Shareholders:

- 1) The Company had provided remote e-voting facility to its shareholders to cast votes electronically, for all the items of businesses set out in the Notice of AGM.
- 2) The Chairman once again requested shareholders who did not cast their vote through e-voting but present at the AGM to vote through Ballot Paper at the AGM.
- 3) The shareholders were also informed that the combined results of e-voting and voting through Ballot Paper along with the Scrutinizer's Report shall be declared to the Stock Exchanges and the same shall be placed on the websites of the Company and National Securities Depository Limited (<https://www.evoting.nsdl.com/>).
- 4) All the resolutions set out in the Notice calling AGM were passed with requisite majority.
- 5) The Meeting concluded at 1.10 p.m.

*Advent*

