



Natco Pharma Limited

Regd. Off. : 'NATCO HOUSE', Road No. 2, Banjara Hills, Hyderabad - 500034.
Telangana, INDIA. Tel : +91 40 23547532, Fax : +91 40 23548243
CIN : L24230TG1981PLC003201, www.natcopharma.co.in

29th June, 2015

Corporate Relationship Department
The Bombay Stock Exchange Limited
Dalal Sreet, Fort
Mumbai 400 001

Manager – Listing
M/s. National Stock Exchange of India Ltd
“Exchange Plaza”, Bandra – Kurla Complex
Bandra (E) Mumbai 400 051

Scrip Code: 524816

Scrip Code: NATCOPHARM

Dear Sir / Madam

Sub:- Details of the voting results at the EGM as per Clause 35A & 35B of Listing Agreement

In terms of clause 35A of the Listing Agreement, we furnish below the details of voting results of the Extraordinary General Meeting:

- | | | |
|---|---|-----------------------------|
| 1. Date of the EGM | : | 27 TH June, 2015 |
| 2. Total number of Shareholders on cut off date | : | 31305 (19/06/2015) |
| 3. Number of Shareholders present in the Meeting
Either In person or through proxy / Authorised
Representative: | | |
| Promoter and promoter group | : | 01 |
| Public | : | 95 |
| 4. Number of Shareholders attend the meeting
Though Conference | : | Not Applicable |

In terms of Clause 35B of the Listing Agreement entered into with the Stock Exchanges read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended the company provided e-voting facility to the shareholders of the Company from 24th June 2015 (9.00 a.m.) to 26th June, 2015 (5.00 p.m.) to exercise their votes using e-voting platform provided by M/s. Central Depository Services India Limited for the purpose. The company also conducted poll at the EGM. The Scrutinizers Report together with consolidated results of e-voting and poll are enclosed herewith.

As per the consolidated results of e-voting and poll all the resolutions have been passed by overwhelming majority.

Thanking you

Yours faithfully

For NATCO Pharma Limited

M Adinarayana
Company Secretary &
Vice President (Legal & Corp Affairs)

Encl: as above:

Report of Scrutinizer

Pursuant to section 108 of the Companies Act, 2013 Rule 20 of Companies
(Management and Administration) Rules, 2014

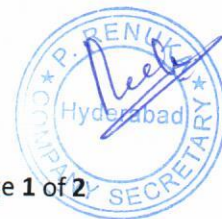
To,
Sri V C Nannapaneni
Chairman
M/s. Natco Pharma Limited
Natco House, Road # 2
Banjara Hills, Hyderabad 500 034

Dear Sir,

I, P. Renuka, Practicing Company Secretary, appointed as a Scrutinizer for the purpose of e-Voting to scrutinize and verify both physical and electronic ballots received and unblock the votes in favour or against, if any, and to report forthwith to the Chairman, on the resolution(s) annexed herewith, at the Extraordinary General Meeting of the Equity Shareholders of M/s. Natco Pharma Limited (NPL) held on 27th June 2015, at 10.30 a.m. at Jubilee Hills International Centre, Road No.14, Jubilee Hills, Hyderabad 500033 do hereby submit my report pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and clause 35B of the listing agreement entered into with the stock exchanges as under:

NPL through Venture Capital and Corporate Investments Pvt. Ltd. (RTA) uploaded the resolutions together with the explanatory statement on which e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider Central Depository Services Ltd (CDSL). The Register of Members was made up, for the purpose of dispatch of EGM Notice to the shareholders as of 19th June 2015..

1. All e-voting received up to 26th June 2015 till 05.00 P.M, being the last date and time fixed by the Company for receipt of e-voting, and all ballot forms received at EGM were considered for my scrutiny.
2. The locked E-votes on the website of CDSL has been unblocked by me in the presence of two witnesses namely Mr.D.V.S.N Krishna Murthy and Mr. E V S K Prasad who are not employees of NPL. The e-votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company.



Page 1 of 2

OFFICE :

Plot No. 143, Flat No. 301, SV's Kausalya Complex, Rajeev Nagar, Hyderabad - 45.

3. The results of the e-votes item wise are as per annexure. While 269 members participated in the e-voting during the period consisting of 21334791 shares and 68 members consisting of 415353 shares cast their votes at the EGM held on 27th June 2015. Out of these 2 members consisting of 610 share were not valid and thus 335 members in all consisting of 21749534 valid votes exercised their voting rights for the resolutions mentioned in the EGM Notice.
4. The register and all other papers relating to electronic voting shall remain in my safe custody until the chairman considers, approves and signs the minutes and thereafter, I will return the register and other related papers to the company.
5. All other relevant records were sealed and handed over to the Chairman as authorized by the Board for safe keeping.
6. The Chairman declared the results of the Extraordinary General Meeting accordingly.

Thanking you,
Yours' faithfully,


P. RENUKA
M.Com., ACS
ACS : 11963 CP: 3460
Plot No. 143, Flat No. 301,
Sv's Kausalya Complex,
Rajeev Nagar Hyderabad-45.
P. Renuka
Practicing Company Secretary
Scrutinizer

Place : Hyderabad
Date : 29th June 2015.



Details regarding Voting results: Clause 35A: Votes by E-Voting and Poll:

Agenda Item No.1 of the EGM Notice (SPECIAL RESOLUTION)

Approval of increase of equity investment percentage in the company to 49% to Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) etc

Promoters /Public	No of Shares held	No of Votes Polled	% of votes polled on Outstanding shares	No. of Votes in Favour	No of Votes - Against	% of Votes in favou on Votes Polled	% of Votes against on Votes Polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	17860864	15182671	85.01	15182671	0	100.00	0.00
Public- Institutional Holders	5191977	3641051	70.13	3641051	0	100.00	0.00
Public - Others	10182008	2925812	28.74	2925741	71	100.00	0.00
Total	33234849	21749534	65.44	21749463	71	100.00	0.00

Agenda Item No.2 of the EGM Notice (SPECIAL RESOLUTION)

Approval of further issue of shares or convertible securities to foreign institutional investors (FIIs)/ qualified institutional buyers (QIBs) etc.

Promoters /Public	No of Shares held	No of Votes Polled	% of votes polled on Outstanding shares	No. of Votes in Favour	No of Votes - Against	% of Votes in favou on Votes Polled	% of Votes against on Votes Polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	17860864	15182671	85.01	15182671	0	100.00	0.00
Public- Institutional Holders	5191977	3641051	70.13	3641051	0	100.00	0.00
Public - Others	10182008	2925812	28.74	2925741	71	100.00	0.00
Total	33234849	21749534	65.44	21749463	71	100.00	0.00

Agenda Item No.3 of the EGM Notice (SPECIAL RESOLUTION)

Approval of Merger of Natco Organics Limited (100% subsidiary) into the Company

Promoters /Public	No of Shares held	No of Votes Polled	% of votes polled on Outstanding shares	No. of Votes in Favour	No of Votes - Against	% of Votes in favou on Votes Polled	% of Votes against on Votes Polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	17860864	15182671	85.01	15182671	0	100.00	0.00
Public- Institutional Holders	5191977	3641051	70.13	3641051	0	100.00	0.00
Public - Others	10182008	2925812	28.74	2925790	22	100.00	0.00
Total	33234849	21749534	65.44	21749512	22	100.00	0.00

Agenda Item No.4 of the EGM Notice (SPECIAL RESOLUTION)

Approval of ESOP scheme under SEBI (Share Based Employee Benefits) Regulations, 2014

Promoters /Public	No of Shares held	No of Votes Polled	% of votes polled on Outstanding shares	No. of Votes in Favour	No of Votes - Against	% of Votes in favou on Votes Polled	% of Votes against on Votes Polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	17860864	15182671	85.01	15182671	0	100.00	0.00
Public- Institutional Holders	5191977	3641051	70.13	2017654	1623397	55.41	44.59
Public - Others	10182008	2925812	28.74	2064877	860935	70.57	29.43
Total	33234849	21749534	65.44	19265202	2484332	88.58	11.42

