

21st April, 2016

<p>To, The Manager, Listing Department, National Stock Exchange of India Ltd. "Exchange Plaza", C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.</p> <p>Ref. : (i) Symbol – DISHMAN (ii) Series – EQ</p>	<p>To, Department of Corporate Services Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.</p> <p>Ref. : Scrip Code No. : 532526</p>
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Sub.: (i) Result of Postal Ballot & Voting Results in line with Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015
(ii) Scrutinizer's Report

Dear Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we furnish herewith the result of Voting conducted through Postal Ballot (including e-voting) on the basis of the report dated 21st April, 2016 submitted by the Scrutinizer M/s. Ashok P. Pathak & Co., Company Secretaries, Ahmedabad (Copy enclosed) in respect of Resolutions mentioned in the notice of Postal Ballot dated 10th March, 2016 under Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Postal Ballot Notice Date	10 th March, 2016
Mode of Passing of Resolutions	Through Postal Ballot
Mode of Voting	Postal Ballot (Physical) & E-voting
Cut-off Date for reckoning Voting Rights	11 th March, 2016
Date of Completion of Dispatch of Notice	19 th March, 2016
Total No. of Shareholders on Cut off Date	38350
No. of Shareholders present in the Meeting either in person or through Proxy:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable

Dishman Pharmaceuticals and Chemicals Limited

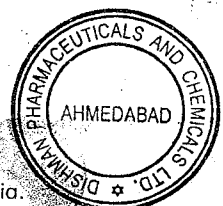
Registered Office: Bhadr-Raj Chambers, Swastik Cross Roads, Navrangpura, Ahmedabad – 380 009 India.

Tel: +91 (0) 79 26443053 / 26445807 Fax: +91 (0) 79 26420198

Email: dishman@dishmangroup.com Web: www.dishmangroup.com

Government Recognised Export House

CIN NO L24230GJ1983PLC006329





Details of Voting Results of Postal Ballot & E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Agenda/ Item No.	Details of the Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting (Show of Hands/Poll/ Postal ballot/ E-Voting)	Remarks
1.	Increase in Authorized Share Capital	Ordinary	Postal Ballot & E-voting	Passed with requisite Majority
2.	Alteration of Capital Clause of Memorandum of Association	Special	Postal Ballot & E-voting	Passed with requisite Majority
3.	Approval for the issue of Bonus Shares	Special	Postal Ballot & E-voting	Passed with requisite Majority

The agenda wise voting result in respect of Resolutions mentioned in the Notice of Postal Ballot dated 10th March, 2016 are enclosed herewith.

Kindly take this on your record.

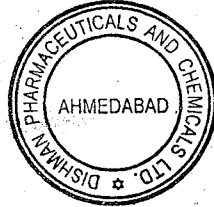
Thanking you.

Yours faithfully,

For, Dishman Pharmaceuticals and Chemicals Limited


Pinaz Pithadia
Compliance Officer

Encl.: As above



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RESOLUTION - 1
ORDINARY RESOLUTION

Increase in Authorized Share Capital							
Promoter/Public	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
	1	2	3	4	5	6	7
Promoter and Promoter Group	49548449	48714949	98.32%	48714949	0	100.00%	0.00%
Public Institutional holders	22020530	14705391#	66.78%	14688968	16423	99.89%	0.11%
Public- Others	9128157	24735*	0.27%	24735	0	100.00%	0.00%
Total	80697136	63445075	78.62%	63428652	16423	99.97%	0.03%

Excluding 20210 shares. Out of which one Shareholder who had partially voted for 865000 shares and not voted for 20200 shares and one Shareholder holding 10 Shares who had not provided Board Resolution for voting through Physical Ballot.

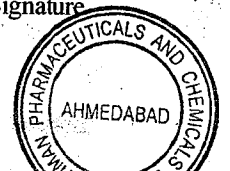
* Excluding 7805 shares as the Votes caste for 7805 shares were invalid [On account of both options (for/against) selected, no option selected and Signature Mismatch]

RESOLUTION - 2
SPECIAL RESOLUTION

Alteration of Capital Clause of Memorandum of Association							
Promoter/Public	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
	1	2	3	4	5	6	7
Promoter and Promoter Group	49548449	48714949	98.32%	48714949	0	100.00%	0.00%
Public Institutional holders	22020530	14705391#	66.78%	14705391	0	100.00%	0.00%
Public- Others	9128157	24735*	0.27%	24663	72	99.71%	0.29%
Total	80697136	63445075	78.62%	63445003	72	99.99%	Negligible

Excluding 20210 shares. Out of which one Shareholder who had partially voted for 865000 shares and not voted for 20200 shares and one Shareholder holding 10 Shares who had not provided Board Resolution for voting through Physical Ballot.

* Excluding 7805 shares as the Votes caste for 7805 shares were invalid [On account of both options (for/against) selected, no option selected and Signature Mismatch]



RESOLUTION -3

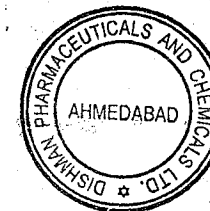


SPECIAL RESOLUTION

Promoter/Public	No. of Shares held - 1	Approval for the issue of Bonus Shares					
		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
	1	2	3	4	5	6	7
Promoter and Promoter Group	49548449	48714949	98.32%	48714949	0	100.00%	0.00%
Public Institutional holders	22020530	14705391#	66.78%	14705391	0	100.00%	0.00%
Public- Others	9128157	24760*	0.27%	24760	0	100.00%	0.00%
Total	80697136	63445100	78.62%	63445100	0	100.00%	0.00%

Excluding 20210 shares. Out of which one Shareholder who had partially voted for 865000 shares and not voted for 20200 shares and one Shareholder holding 10 Shares who had not provided Board Resolution for voting through Physical Ballot.

* Excluding 7780 shares as the Votes caste for 7780 shares were invalid [On account of both options (for/against) selected, no option selected and Signature Mismatch]





SCRUTINIZER'S REPORT ON POSTAL BALLOT AND E-VOTING

[Pursuant to Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014]

To,

**The Managing Director and Chief Financial Officer,
Dishman Pharmaceuticals and Chemicals Limited,
Ahmedabad.**

RE : REPORT OF RESOLUTIONS THROUGH POSTAL BALLOT AND E-VOTING

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of **Dishman Pharmaceuticals and Chemicals Limited** (hereinafter referred to as "the Company") on 10th March, 2016, we have been appointed as a scrutinizer to receive, process and scrutinize the postal ballot papers in respect of the resolutions as circulated in the Postal Ballot Notice dated 10th March, 2016.

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder vide the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations"), listed companies, are required to provide e-voting facility to their shareholders on all shareholder resolutions to be passed at the general meetings or through Postal Ballot. Since the company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Listing Regulations, e-voting which has been made applicable, the company has provided for the same.

The Company accordingly has made arrangements with the system provider Central Depository Services Limited (CDSL) for providing a system of recording votes of the shareholders electronically through e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, Link Intime India Private Limited (herein after referred as "RTA") to set up the e-voting facility on the CDSL e-voting Website : <https://www.evotingindia.com> .





The Company through RTA has also uploaded the resolutions together with the explanatory statement in which e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by CDSL, the system provider, has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated 10th March, 2016 sent to the shareholders by courier and by way of email. The Register of Members was made up for the purpose of dispatch of postal ballot to the shareholders as of 11th March, 2016.

We report that the Postal Ballot Notice dated 10th March, 2016, under section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration), Rules, 2014, were dispatched to all the shareholders by courier aggregating to 10930 numbers along with the Self-Addressed prepaid Business Reply Envelope by 19th March, 2016. Postal Ballot Notice and Forms were also sent electronically on 16th March, 2016 to 27420 members whose email IDs are registered with the Company / Depository Participants.

An advertisement in English language and in Vernacular language was published by the company on 22nd March, 2016 in "The Indian Express", English Newspaper and in "The Financial Express" vernacular newspaper, informing about the completion of dispatch of the Postal Ballot Notices, by courier and by email, to the shareholders along with other related matters mentioned therein.

We report that we have received the Postal Ballot Forms during the period starting from 21st March, 2016 till 19th April, 2016. All the Postal Ballot forms together with all the votes cast by e-voting through CDSL received up to 5.00 PM on 19th April, 2016, being the last date fixed by the Company for Receipt of the ballot forms/ e-voting, were considered for our scrutiny.

The Postal Ballot forms received in the name of the Scrutinizer were opened and then taken up for the Scrutiny by us. During the course of scrutiny of Postal Ballot Forms, we have not come across any mutilated Postal Ballot Form.

Since e-voting facility was provided by CDSL, the details of the e-voting exercised by the shareholders received from CDSL and the votes exercised through Postal Ballots, which were duly scrutinized and processed and were duly compiled by us. While the details of the e-voting was provided by the system provider namely CDSL, the compilation of the register, in respect of Postal Ballot number, number of shares held, number of votes exercised, votes in favour, votes against and those votes which were rejected were generated by us, which have been duly scrutinized.

On scrutiny, we report that out of 202 shareholders, 159 shareholders have exercised their votes through e-voting and 43 shareholders have exercised their votes through Postal Ballot Forms, as received.





The Details of the Results of Postal Ballot including e-voting are as given below :

**RESOLUTION NO.1 : ORDINARY RESOLUTION : INCREASE AUTHORIZED SHARE
CAPITAL OF THE COMPANY.**

Total No. of Shareholders	202		
Total No. of Shares	63473090		
Receipt of postal Ballot Forms	43		
		Number of Votes/Folio	Number of shares
Total votes cast through e- voting	A	159	63085235
Total Votes cast through Postal Ballot forms received	B	43	387855
Grand Total of e-voting/Postal Ballot Form (A+B)	C	202	63473090
Less: Invalid e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated/Board Resolution not attached/Abstain)	D	6	28015*
E-Voting / Postal Ballot Forms in Favour	E	195	63428652
E-Voting / Postal Ballot Forms in Against	F	1	16423

*One Shareholder holding 885200 shares who voted by e-voting have not voted for 20200 shares.





**RESOLUTION NO 2. : SPECIAL RESOLUTION : ALTERATION OF CAPITAL CLAUSE OF
MEMORANDUM OF ASSOCIATION**

Total No. of Shareholders	202		
Total No. of Shares	63473090		
Receipt of postal Ballot Forms	43		
		Number of Votes/Folio	Number of shares
Total votes cast through e- voting	A	159	63085235
Total Votes cast through Postal Ballot forms received	B	43	387855
Grand Total of e- voting/Postal Ballot Form (A+B)	C	202	63473090
Less: Invalid e- voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated/Board Resolution not attached/Abstain)	D	6	28015*
E-Voting / Postal Ballot Forms in Favour	E	193	63445003
E-Voting / Postal Ballot Forms in Against	F	3	72

*One Shareholder holding 885200 shares who voted by e-voting have not voted for 20200 shares.





RESOLUTION NO. 3 : SPECIAL RESOLUTION : APPROVAL FOR THE ISSUE OF BONUS SHARES

Total No. of Shareholders	202		
Total No. of Shares	63473090		
Receipt of postal Ballot Forms	43		
		Number of Votes/Folio	Number of shares
Total votes cast through e- voting	A	159	63085235
Total Votes cast through Postal Ballot forms received	B	43	387855
Grand Total of e- voting/Postal Ballot Form (A+B)	C	202	63473090
Less: Invalid e- voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated/Board Resolution not attached/Abstain)	D	5	27990*
E-Voting / Postal Ballot Forms in Favour	E	197	63445100
E-Voting / Postal Ballot Forms in Against	F	NIL	NIL

*One Shareholder holding 885200 shares who voted by e-voting have not voted for 20200 shares.





NOTES:

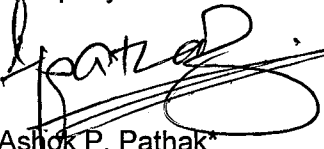
- i. Invalid Postal Ballot was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Postal Ballot or the number of shares mentioned in the Postal ballot whichever is less.
- iii. There is no case where the shareholder has voted both through Postal Ballot and through e-voting.

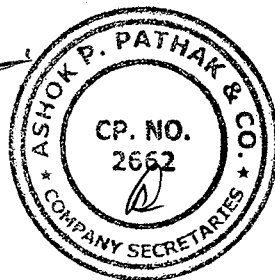
We further report that as per the Companies (Management and Administration) Rules, 2014 and the amendment thereto, the records maintained by us including the data as obtained from CDSL, the system provider for the e-voting facility extended by them as also a register recording the consent or otherwise received from the shareholders, voting through postal ballot, which includes all the particulars of the shareholders such as the name, Folio number/DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in our safe custody which will be handed over to the Managing Director / Compliance Officer of the Company after the Chairman approves and signs the Minutes of the Meeting.

We thank you for the opportunity given to us to act as a Scrutinizer for the above Postal Ballot Event.


Thanking you,

Yours faithfully,
For, Ashok P. Pathak & Co.
Company Secretaries


Ashok P. Pathak*
Proprietor
ACS 9939 CP 2662



Counter Signed By


Arpit Vyas
Managing Director & CFO
DIN : 01540057

Place : Ahmedabad
Date : 21/04/2016

*Associate Member of the Institute of Company Secretaries of India, ICSI House, 22 Institutional Area, Lodhi Road, New Delhi-110003. website : www.icsi.edu