

Name of the Company:	DISHMAN PHARMACEUTICALS AND CHEMICALS LTD.
Date of Annual General Meeting (AGM)	29 th September, 2015
Book Closure Date	From Saturday, 12 th September, 2015 to Tuesday, 29 th September, 2015 (both days inclusive)
Total No. of Shareholders on record Date (Book Closure Date)	35,663
No. of Shareholders present in the Meeting either in person or through Proxy:	
Promoter and Promoter Group	6 (3 in person & 3 through Proxy)
Public	59 (57 in person & 2 through Proxy)
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable

Note: No Video conferencing facility was made available.

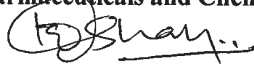
Details of Agenda: The mode of voting for all resolutions was e-voting and Poll conducted at the Annual General Meeting.

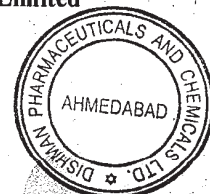
Agenda/ Item No.	Details of the Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting (Show of Hands/Poll/ Postal ballot/ E-Voting)	Remarks
1.	Adoption of Financial Statements for the year ended March 31, 2015.	Ordinary	E-voting & Poll	Passed with requisite Majority
2	Declaration of a Dividend (100%) on equity shares. i.e. Rs.2.00/- per equity share of Rs.2.00/- each	Ordinary	E-voting & Poll	Passed with requisite Majority
3	Reappointment of Mr. Arpit J. Vyas who retire by rotation.	Ordinary	E-voting & Poll	Passed with requisite Majority
4	Appointment of M/s. V. D. Shukla & Co. and M/s. Haribhakti & Co. LLP, Chartered Accountants, as Joint Statutory Auditors and fix their remuneration.	Ordinary	E-voting & Poll	Passed with requisite Majority
5	Reappointment of Mrs. Deohooti J. Vyas as Whole-time Director of the Company	Special	E-voting & Poll	Passed with requisite Majority
6	Appointment of Mr. Mark C. Griffiths as a Director of the Company.	Ordinary	E-voting & Poll	Passed with requisite Majority
7	Appointment of Mr. Subir Kumar Das as an Independent Director.	Ordinary	E-voting & Poll	Passed with requisite Majority
8	Appointment of Mr. Rajendra S. Shah as an Independent Director.	Ordinary	E-voting & Poll	Passed with requisite Majority
9	Increase in Remuneration of Ms. Aditi J. Vyas u/s 188(1) of the Companies Act, 2013	Ordinary	E-voting & Poll	Passed with requisite Majority
10	Increase in Remuneration of Ms. Mansi J. Vyas u/s 188(1) of the Companies Act, 2013	Ordinary	E-voting & Poll	Passed with requisite Majority

Note: No resolution is passed by Show of Hands/ Postal Ballot

For, Dishman Pharmaceuticals and Chemicals Limited

Date: 01/10/2015
Place: Ahmedabad


Tushar D. Shah
Company Secretary



Dishman Pharmaceuticals and Chemicals Limited

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

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

Government Recognised Export House

CIN NO L24230GJ1983PLC006329

RESOLUTION - 1



ORDINARY RESOLUTION

Adoption of Financial Statements for the year ended March 31, 2015.									
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes 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	1	2	3	4	5	6	7		
Public Institutional holders	49548449	48420949	97.72%	48420949	0	100.00%	0.00%		
Public- Others	13801068	12184330#	88.29%	12184330	0	100.00%	0.00%		
Total	17347619	29820	0.17%	29795	25	99.92%	0.08%		
# Excluding one shareholder who had partially voted for 123818 Shares and not voted for 130679 Shares.	80697136	60635099**	75.14%	60635074	25	99.99%	Negligible		

*Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.

RESOLUTION - 2

ORDINARY RESOLUTION

Declaration of a Dividend (100%) on equity shares, i.e. Rs.2.00/- per equity share of Rs.2.00/- each.									
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes 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	1	2	3	4	5	6	7		
Public Institutional holders	49548449	48420949	97.72%	48420949	0	100.00%	0.00%		
Public- Others	13801068	12315009	89.23%	12315009	0	100.00%	0.00%		
Total	17347619	29820	0.17%	29770	50	99.83%	0.17%		
Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.	80697136	60765778	75.30%	60765728	50	99.99%	Negligible		



RESOLUTION - 3



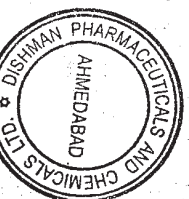
ORDINARY RESOLUTION

Reappointment of Mr. Arpit J. Vyas who retire by rotation.								ORDINARY RESOLUTION	
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes on Polled 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	1 49548449	2 48420949	3 97.72%	4 48420949	5 0	6 100.00%	7 0.00%		
Public Institutional holders	13801068	12315009	89.23%	8915132	3399877	72.39%	27.61%		
Public- Others	17347619	29820	0.17%	29795	25	99.92%	0.08%		
Total	80697136	60765778*	75.30%	57365876	3399902	94.40%	5.60%		
*Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.									

RESOLUTION - 4

ORDINARY RESOLUTION

ORDINARY RESOLUTION							
Appointment of M/s. V. D. Shukla & Co. and M/s. Haribhakti & Co. LLP, Chartered Accountants, as Joint Statutory Auditors and fix their remuneration.							
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes on Polled 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	1 49548449	2 48420949	3 97.72%	4 48420949	5 0	6 100.00%	7 0.00%
Public Institutional holders	13801068	12315009	89.23%	12315009	0	100.00%	0.00%
Public- Others	17347619	29820	0.17%	29760	60	99.80%	0.20%
Total	80697136	60765778*	75.30%	60765718	60	99.99%	Negligible
*Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.							



RESOLUTION - 5



SPECIAL RESOLUTION

Reappointment of Mrs. Dehooiti J. Vyas as Whole-time Director of the Company.									
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes 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	1	2	3	4	5	6	7		
Public Institutional holders	49548449	48420949	97.72%	48420949	0	100.00%	0.00%		
Public- Others	13801068	12315009	89.23%	12315009	0	100.00%	0.00%		
Total	17347619	29820	0.17%	29495	325	98.91%	1.09%		
	80697136	60765778*	75.30%	60765453	325	99.99%	Negligible		

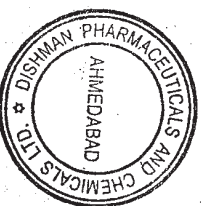
*Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.

RESOLUTION - 6

ORDINARY RESOLUTION

Appointment of Mr. Mark C. Griffiths as a Director of the Company.									
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes 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	1	2	3	4	5	6	7		
Public Institutional holders	49548449	48420949	97.72%	48420949	0	100.00%	0.00%		
Public- Others	13801068	12315009	89.23%	8915132	3399877	72.39%	27.61%		
Total	17347619	29820	0.17%	29770	50	99.83%	0.17%		
	80697136	60765778*	75.30%	57365851	3399927	94.40%	5.60%		

*Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.



RESOLUTION - 7



ORDINARY RESOLUTION

Appointment of Mr. Subir Kumar Das as an Independent Director.								
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes on Polled 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	1 49548449	2 48420949	3 97.72%	4 48420949	5 0	6 100.00%	7 0.00%	
Public Institutional holders	13801068	12315009	89.23%	12315009	0	100.00%	0.00%	
Public- Others	17347619	29820	0.17%	29795	25	99.92%	0.08%	
Total	80697136	60765778*	75.30%	60765753	25	99.99%	Negligible	

*Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.

RESOLUTION - 8

ORDINARY RESOLUTION

Appointment of Mr. Rajendra S. Shah as an Independent Director.								
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes on Polled 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	1 49548449	2 48420949	3 97.72%	4 48420949	5 0	6 100.00%	7 0.00%	
Public Institutional holders	13801068	12315009	89.23%	12315009	0	100.00%	0.00%	
Public- Others	17347619	29820	0.17%	29760	60	99.80%	0.20%	
Total	80697136	60765778*	75.30%	60765718	60	99.99%	Negligible	

*Excluding 1 Vote caste for 2 shares were invalid/voted neither in favour nor against the resolution.



RESOLUTION - 9
ORDINARY RESOLUTION

Increase in Remuneration of Ms. Aditi J. Vyas u/s 188(1) of the Companies Act, 2013.							
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes on outstanding shares Polled (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	1	2	3	4	5	6	7
	49548449	48420949#	97.72%	48420949#	0	100.00%	0.00%
Public Institutional holders	13801068	9900609	89.23%	9900609	0	100.00%	0.00%
Public- Others	17347619	29820	0.17%	29793	27	99.91%	0.09%
Total	80697136	9930429*	75.30%	9930402	27	99.99%	Negligible

According to the provision of Section 188 of the Companies Act, 2013 read with Companies Amendments Act, 2015, all entities / members falling under the definition of related parties shall abstain from the voting on ordinary resolution irrespective of whether the entity / member is a party to the particular transaction or not. In due compliance of this provisions, the votes cast by 7 (seven) members in Promoters and Promoter Group / Related Entities holding 48420949 Equity Shares are not taken into consideration while calculating the result of AGM.

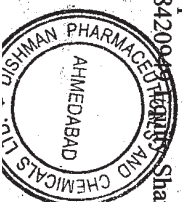
* Excluding 7 Vote caste for 2414402 shares were invalid/ abstain /voted neither in favour nor against the resolution.

RESOLUTION - 10
ORDINARY RESOLUTION

Increase in Remuneration of Ms. Mansi J. Vyas u/s 188(1) of the Companies Act, 2013.							
Promoter/Public	No. of Shares held - 1	No. of votes polled - 2	% of Votes on outstanding shares Polled (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	1	2	3	4	5	6	7
	49548449	48420949#	97.72%	48420949#	0	100.00%	0.00%
Public Institutional holders	13801068	9900609	89.23%	9900609	0	100.00%	0.00%
Public- Others	17347619	29820	0.17%	29658	162	99.46%	0.54%
Total	80697136	9930429*	75.30%	9930267	162	99.99%	Negligible

According to the provision of Section 188 of the Companies Act, 2013 read with Companies Amendments Act, 2015, all entities / members falling under the definition of related parties shall abstain from the voting on ordinary resolution irrespective of whether the entity / member is a party to the particular transaction or not. In due compliance of this provisions, the votes cast by 7 (seven) members in Promoters and Promoter Group / Related Entities holding 48420949 Equity Shares are not taken into consideration while calculating the result of AGM.

* Excluding 7 Vote caste for 2414402 shares were invalid/voted neither in favour nor against the resolution.





F- 904, Titanium City Centre, 100 ft. Anand Nagar Road,
Near Indian Oil Petrol Pump, Satellite, Ahmedabad - 380015
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E-mail : csashokppathak@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(xii) and 21(2) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015]

To,

The Chairman,
Annual General Meeting of the Equity Share Holders
of Dishman Pharmaceuticals and Chemicals Limited on
29th September, 2015 at 10.00 a.m. At
H.T. Parekh Hall, 1st Floor, Ahmedabad Management Association,
ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015
Dear Sir,

I, Ashok P. Pathak, Proprietor of M/s. Ashok P. Pathak & Co., Company Secretaries, having office at F / 904, Titanium City Centre, 100 ft Anandnagar Road, Nr. Indian Oil Petrol Pump, Satellite, Ahmedabad – 380015 have been appointed as Scrutinizer of Dishman Pharmaceuticals and Chemicals Limited ("the Company") for the purpose of scrutinizing the voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015, to conduct the remote e-voting process, and as per the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 to scrutinize the physical Ballot Forms received from the shareholders at the Annual General Meeting of the Equity Shareholders of the Company, held on Tuesday, 29th September, 2015 at 10.00 a.m. at H.T. Parekh Hall, 1st Floor, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015. I submit the report as under :

1. The voting period for remote e-voting commenced on Saturday, 26th September, 2015, 09.00 a.m and ended on Monday, 28th September, 2015, 05.00 p.m. and the CDSL e-voting platform was blocked thereafter.

Contd....2





// 2 //

2. The shareholders holding shares as on the "cut-off" date i.e. 22nd September, 2015 were entitled to vote on the proposed resolution (as set out in the Notice of the AGM of the Company)
3. After the time fixed for closing of the poll by the Chairman, 1(One) ballot/ polling box kept for polling was locked/sealed in the presence of members and proxies with due identification marks placed by me.
4. The locked/sealed ballot box was subsequently opened in my 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.
5. Details of Name and Folio No. / DP ID Client ID of the Shareholders who had participated in remote e-voting through CDSL were obtained in advance and blocked for the purpose of issuing Poll Papers. Poll Papers were issued to those members present at the Annual General Meeting who had not voted through e-voting.
6. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
7. The votes cast through remote e-voting were unblocked after counting of votes cast by poll at the AGM on 29th September, 2015 in the presence of two witnesses CS Margi Hindia and Mr. Niranjan Dubal who are not in the employment of the company, and who have signed below in confirmation of the votes being unblocked in their presence.

CS Margi Hindia

Niranjan Dubal

8. There were no cases where the Shareholders, who have voted through remote e-voting as well as in poll taken at AGM.



Contd...3



// 3 //

9. Thereafter, the details containing, inter-alia, Total No. of Folios, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Systems Limited (<http://evotingindia.co.in>).
10. The consolidated results of poll and remote e-voting, for the Resolution mentioned in the Notice of Annual General Meeting, is as under :
1. **To receive, consider, approve and adopt the Audited Financial Statements for the Financial Year ended on 31st March 2015, the Statement of Profit and Loss Account and Cash Flow Statement for the year ended on that date alongwith necessary annexures and the reports of the Directors and Auditors thereon.**

Total No. of Shareholders	108		
Total No. of Shares	60765780*		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60534172
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60635101
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60635099

*One Shareholder had partially voted for 123818 and not voted for 130679 shares.

Contd...4





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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
106	60635074	99.99

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
1	25	Negligible

(iii) **Invalid Votes (IV)** :

Total number of members whose votes were declared IV	Total number of votes
1	2

Contd...5





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// 5 //

2. To declare a dividend on equity shares.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60765778

Contd...6





// 6 //

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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
105	60765728	99.99

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
2	50	Negligible

(iii) **Invalid Votes (IV)** :

Total number of members whose votes were declared IV	Total number of votes
1	2

Contd...7





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3. To appoint a director in Place of Mr. Arpit J. Vyas (DIN : 01540057) who retires by rotation and being eligible, offers himself for reappointment.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60765778

Contd...8





// 8 //

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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
97	57365876	94.40

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
10	3399902	5.60

(iii) **Invalid Votes (IV)** :

Total number of members whose votes were declared IV	Total number of votes
1	2

Contd...9





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4. To appoint the Joint Statutory Auditors of the company and to fix their remuneration.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60765778

Contd...10





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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
104	60765718	99.99

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
3	60	Negligible

(iii) **Invalid Votes (IV):**

Total number of members whose votes were declared IV	Total number of votes
1	2

Contd...11





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5. Re-appointment of Mrs. Deohooti J. Vyas (DIN 00004876), as a Whole Time Director of the company.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60765778

Contd...12





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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
105	60765453	99.99

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
2	325	Negligible

(iii) **Invalid Votes (IV)** :

Total number of members whose votes were declared IV	Total number of votes
1	2

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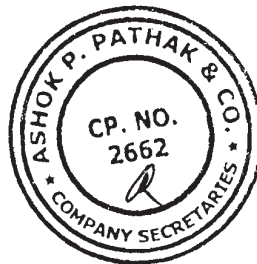


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6. Appointment of Mr. Mark C. Griffiths (DIN - 06981744) as Director of the Company.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60765778

Contd...14





//14 //

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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
96	57365851	94.40

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
11	3399927	5.60

(iii) **Invalid Votes (IV)** :

Total number of members whose votes were declared IV	Total number of votes
1	2

Contd...15





// 15 //

7. Appointment of Mr. Subir Kumar Das (DIN - 02237356) as an Independent Director of the Company.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60765778

Contd...16





//16 //

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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
106	60765753	99.99

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
1	25	Negligible

(iii) **Invalid Votes (IV) :**

Total number of members whose votes were declared IV	Total number of votes
1	2

Contd...17





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Near Indian Oil Petrol Pump, Satellite, Ahmedabad - 380015
(O) 079-26934123 Mobile : 09327002122
E-mail : csashokppathak@gmail.com

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8. Appointment of Mr. Rajendra S. Shah (DIN - 00061922) as an Independent Director of the Company.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid e- voting/ Ballot Forms (On account of both for/against option indicated)	D	1	2
Net e-voting/ Ballot Forms in favour or against (C-D)	E	107	60765778

Contd...18





//18 //

(iv) Voted **in favour** of the Resolution :

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
104	60765718	99.99

(v) Voted **against** the Resolution :

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
3	60	Negligible

(vi) **Invalid Votes (IV)** :

Total number of members whose votes were declared IV	Total number of votes
1	2



Contd...19

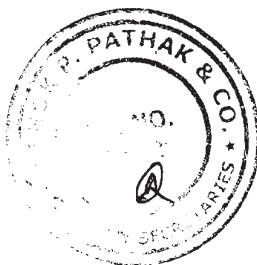


// 19 //

9. Increase in Remuneration of Ms. Aditi J. Vyas, Management Representative (Technical Services) of the Company.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid /Not voted /Abstain e- voting/ Ballot Forms (On account of both for/against option indicated)	D	14	50835351*
Net e-voting/ Ballot Forms in favour or against (C-D)	E	94	9930429

* According to the provision of Section 188 of the Companies Act, 2013 read with Companies Amendment Act, 2015, all entities / members falling under the definition of related parties shall abstain from voting on ordinary resolution irrespective of whether the entity / member is a party to the particular transaction or not. In due compliance of this provisions, the vote cast by 6 (six) members (7 Folios) in Promoters and Promoters Group / Related Entities holding 48420949 Equity Shares are not taken into consideration while calculating the result of AGM



Contd...20



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//20 //

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

Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
92	9930402	99.99

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
2	27	Negligible

(iii) **Invalid Votes (IV)/ Not Voted (NV)/ Abstain:**

Total number of members whose votes were declared IV/NV/Abstain	Total number of votes
14	50835351



Contd...21



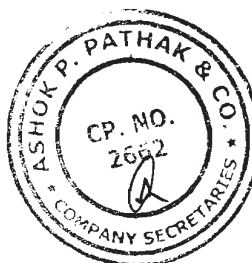
// 21 //

10. Increase in Remuneration of Ms. Mansi J. Vyas, Management Representative (Finance) of the Company.

Total No. of Shareholders	108		
Total No. of Shares	60765780		
Receipt of Ballot Forms	29		
		Number Votes/Folio	of Number of shares
Total votes cast through e- voting	A	79	60664851
Total Votes cast through Ballot forms received	B	29	100929
Grand Total of e- voting/ Ballot Form (A+B)	C	108	60765780
Less: Invalid/ Not Voted /Abstain e- voting/ Ballot Forms (On account of both for/against option indicated)	D	14	50835351*
Net e-voting/ Ballot Forms in favour or against (C-D)	E	94	9930429

* According to the provision of Section 188 of the Companies Act, 2013 read with Companies Amendment Act, 2015, all entities / members falling under the definition of related parties shall abstain from voting on ordinary resolutions irrespective of whether the entity / member is a party to the particular transaction or not. In due compliance of this provisions, the vote cast by 6 (six) members (7 Folios) in Promoters and Promoters Group / Related Entities holding 48420949 Equity Shares are not taken into consideration while calculating the result of AGM

Contd...22





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

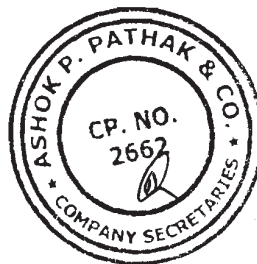
Number of members voted through electronic voting system and Poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
89	9930267	99.99

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

Number of members voted through electronic voting system and Poll	Number of votes cast in against of resolution	% of total number of valid votes cast
5	162	Negligible

(iii) **Invalid** Votes (IV)/ **Not** Voted (NV) /Abstain:

Total number of members whose votes were declared IV/NV/Abstain	Total number of votes
14	50835351



Contd...23



// 23 //

Details of the Agenda: The mode of voting for all resolutions was e-voting or Poll conducted at the 32nd Annual General Meeting.

Item No.	Details of the Agenda	Resolution required (Ordinary / Special)	Mode of voting: (Poll/E-voting)	Remarks
1	To receive, consider, approve and adopt the Audited Financial Statements for the Financial Year ended on 31 st March 2015, the Statement of Profit and Loss Account and Cash Flow Statement for the year ended on that date alongwith necessary annexures and the reports of the Directors and Auditors thereon.	Ordinary	E-Voting and Poll	Passed with Requisite Majority
2	To declare a dividend on equity shares.	Ordinary	E-Voting and Poll	Passed with Requisite Majority
3	To appoint a director in Place of Mr. Arpit J. Vyas (DIN : 01540057) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	E-Voting and Poll	Passed with Requisite Majority
4	To appoint the Joint Statutory Auditors of the company and to fix their remuneration.	Ordinary	E-Voting and Poll	Passed with Requisite Majority

Contd...24

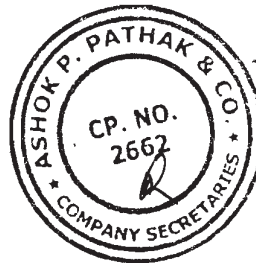




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5	Re-appointment of Mrs. Deohooti J. Vyas (DIN 00004876), as a Whole Time Director of the company.	Special	E-Voting and Poll	Passed with Requisite Majority
6	Appointment of Mr. Mark C. Griffiths (DIN - 06981744) as Director of the Company.	Ordinary	E-Voting and Poll	Passed with Requisite Majority
7	Appointment of Mr. Subir Kumar Das (DIN - 02237356) as an Independent Director of the Company.	Ordinary	E-Voting and Poll	Passed with Requisite Majority
8	Appointment of Mr. Rajendra S. Shah (DIN - 00061922) as an Independent Director of the Company.	Ordinary	E-Voting and Poll	Passed with Requisite Majority
9	Increase in Remuneration of Ms. Aditi J. Vyas, Management Representative (Technical Services) of the Company.	Ordinary	E-Voting and Poll	Passed with Requisite Majority
10	Increase in Remuneration of Ms. Mansi J. Vyas, Management Representative (Finance) of the Company.	Ordinary	E-Voting and Poll	Passed with Requisite Majority

Contd...25



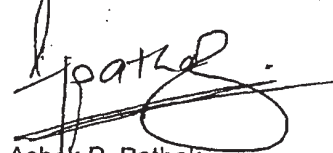


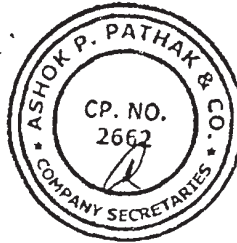
// 25 //

11. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
12. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

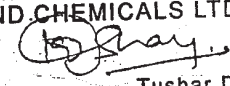
Yours faithfully,
For, Ashok P. Pathak & Co.
Company Secretaries


Ashok P. Pathak
Proprietor
ACS 9939 CP 2662



Counter Signed By

For dishman PHARMACEUTICALS
AND CHEMICALS LTD.


Tushar D. Shah
Company Secretary

Place : Ahmedabad
Date : 01/10/2015