

March 25, 2016

The Department of Corporate Services  
BSE Limited  
25<sup>th</sup> Floor, P J Towers,  
Dalal Street,  
Mumbai – 400 001

Dear Sir

Scrip code : 533288  
Subject : Results of the Postal Ballot - Disclosure of Voting Results as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hereby inform you that the Special Resolution as stated in the Postal Ballot Notice dated February 5, 2016, have duly passed by the Member of the Company with the requisite majority.

Please find enclosed herewith the voting results (including e-voting) as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report.

Request you kindly take the same on your record.

Thanking you,  
**FOR CLARIS LIFESCIENCES LIMITED**



Kirit Kanjaria

 **SR. VP - COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: As above



**Results of the Postal Ballot - Disclosure of Voting Results as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Date of declaration of the results of Postal Ballot	Friday, March 25, 2016
Total number of shareholders as on record date (i.e. February 17, 2016)	22746
<b>Number of shareholders present in the meeting either in person or through proxy</b>	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
<b>Number of shareholders attended the meeting through Video conferencing</b>	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable

**Details of Agenda**

**Item No. 1 :** For (a) giving any loan to any person or other body corporate; (b) giving any guarantee or providing security in connection with a loan to any other body corporate or person; and (c) acquisition by way of subscription, purchase or otherwise, the securities of any other body corporate, as the Board of Directors or any Committee thereof may in its absolute discretion deem beneficial and in the interest of the Company in excess of 60% of the paid-up share capital, free reserves and securities premium of the Company or 100% of the free reserves and securities premium of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013 ('Applicable Statutory Limits'), in one or more tranches, provided that the aggregate of such Loans, Guarantees, Securities and Investments/Acquisitions made and outstanding at any point of time shall not exceed Rs. 1500 Crores (Rupees Fifteen Hundred Crores) over and above the Applicable Statutory Limits for the Company, as prevailing from time to time.

Resolution required : Special

Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	33,281,964	33,281,964	100.00	33,281,964	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		33,281,964	100.00	33,281,964	0	100.00	0.00
Public- Institutions	E-Voting	11,495,966	7,327,184	63.74	2,951,895	4,375,289	40.29	59.71
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7,327,184	63.74	2,951,895	4,375,289	40.29	59.71
Public- Non Institutions	E-Voting	9,789,835	32,556	0.33	20,725	11,831	63.66	36.34
	Postal Ballot		32,115	0.33	28,322	2,550	88.19	7.94
	Total		64,671	0.66	49,047	14,381	75.84	22.24
<b>Total</b>		<b>54,567,765</b>	<b>40,673,819</b>	<b>74.54</b>	<b>36,282,906</b>	<b>4,389,670</b>	<b>89.20</b>	<b>10.79</b>

\*0.01% of the total votes polled were found incomplete and/or abstained from voting



**Item No. 2 :** For replacing the existing Articles of Association of the Company with the new set of Articles of Association as per the Companies Act, 2013.

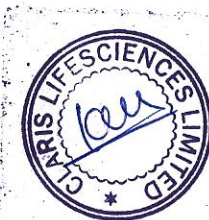
Resolution required : Special

Whether promoter/ promoter group are interested in the agenda/resolution: No

Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	33,281,964	33,281,964	100.00	33,281,964	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	<b>33,281,964</b>	<b>33,281,964</b>	<b>100.00</b>	<b>33,281,964</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	11,495,966	7,327,184	63.74	4,590,663	2,736,521	62.65	37.35
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	<b>11,495,966</b>	<b>7,327,184</b>	<b>63.74</b>	<b>4,590,663</b>	<b>2,736,521</b>	<b>62.65</b>	<b>37.35</b>
Public- Non Institutions	E-Voting	9,789,835	32,165	0.33	24,292	7,873	75.52	24.48
	Postal Ballot		32,115	0.33	15,648	1,129	48.72	3.52
	Total	<b>9,789,835</b>	<b>64,280</b>	<b>0.66</b>	<b>39,940</b>	<b>9,002</b>	<b>62.13</b>	<b>14.00</b>
<b>Total</b>		<b>54,567,765</b>	<b>40,673,428</b>	<b>74.54</b>	<b>37,912,567</b>	<b>2,745,523</b>	<b>93.21</b>	<b>6.75</b>

\*0.04% of the total votes polled were found incomplete and/or abstained from voting

Based on Consolidated report of the scrutinizer, the special resolutions as set out in postal ballot notice has been passed with requisite majority.



**SCRUTINIZER'S REPORT**

25<sup>th</sup> March, 2016

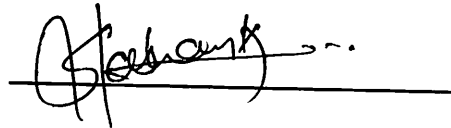
To,  
Mr. Kirit Kanjaria  
Company Secretary  
Claris Lifesciences Limited.  
Claris Corporate Headquarters,  
Nr. Parimal Crossing, Ellisbridge  
Ahmedabad - 380 006.

Dear Sir,

- 1) I, Ashish C. Doshi, Practicing Company Secretary being appointed as Scrutinizer by the Board of Directors of the Claris Lifesciences Limited ("the Company") at its meeting held on 05<sup>th</sup> February, 2016 for conducting the Postal Ballot process in physical as well as remote E-voting process as per the Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014.
- 2) I submit my report as under:
  - 2.1 The Company has completed on 23<sup>rd</sup> February, 2016 the dispatch of postal ballot forms along with postage prepaid business reply envelop to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on the cut off date i.e. 17<sup>th</sup> February, 2016 decided by the Board at their meeting.
  - 2.2 The voting through remote E-voting Process was kept open from 24<sup>th</sup> February, 2016 (10.00 A.M.) to 24<sup>th</sup> March, 2016 (5:00 P.M.) Whereas, in case of Physical Postal Ballot, last date for receiving ballots was 24<sup>th</sup> March, 2016 (5.00 P.M.)
  - 2.3 The votes were unblocked on 24<sup>th</sup> March, 2016 in the presence of two witnesses, Ms. Darshna Maniyar (43, Rayon Quarters, Hanuman colony, Veraval - 362265) and Mr. Shashank Dhamseiya (83, Dhanlaxmi Society, Opp. CMC, Odhav Road, Ahmedabad - 382415) who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked.



Name : Darshna Maniyar



Name : Shashank Dhamseiya



- 2.4 Thereafter, the details containing inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>) - **Annexure – A.**
- 2.5 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
- 2.6 The ballot boxes containing Postal Ballot Forms were Opened on **24<sup>th</sup> March, 2016** in my presence.
- 2.7 The postal ballot forms were duly opened in my presence and Scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company/list of beneficiaries.
- 2.8 The physical postal ballot forms received were diligently scrutinized and were reconciled with the records maintained by the Registrar and Transfer Agent / Company.
- 2.9 Particulars of the all the postal ballot forms received from the Members have been entered in a register separately electronically maintained for the purpose
- 2.10 All postal ballot forms received up to the close of working hours on **24<sup>th</sup> March, 2016 (5.00 P.M.)** the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
- 2.11 There were no envelopes containing postal ballot forms received after **24<sup>th</sup> March, 2016** till date of Scrutinizers Report as informed by the R & T Agents.
- 2.12 Envelopes containing postal ballot forms returned undelivered aggregated to **334** in nos as informed by the R & T Agents.
- 3) A Summary of postal ballot forms received as well as data downloaded from NSDL site relating to e-voting is given below:

**ITEM NO 1. :**

Special Resolution for (a) giving any loan to any person or other body corporate; (b) giving any guarantee or providing security in connection with a loan to any other body corporate or person; and (c) acquisition by way of subscription, purchase or otherwise, the securities of any other body corporate, as the Board of Directors or any Committee thereof may in its absolute discretion deem beneficial and in the interest of the Company in excess of 60% of the paid-up share capital, free reserves and securities premium of the Company or 100% of the free reserves and securities premium of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013 (Applicable Statutory Limits), in one or more tranches, provided that the aggregate of such Loans, Guarantees, Securities and Investments/Acquisitions made and outstanding at any point of time shall not exceed Rs. 1500 Crores (Rupees Fifteen Hundred Crores) over and above the Applicable Statutory Limits for the Company, as prevailing from time to time.





**Total Voting (combined details of Remote E-voting and Postal ballots)**

Promoter /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 favour 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	33281964	33281964	100.00	33281964	0	100.00	0.00
Public – Institutional holders	11495966	7327184	63.74	2951895	4375289	40.29	59.71
Public- Others	9789835	64671	0.66	49047	14381	75.84	22.24
<b>Total</b>	<b>54567765</b>	<b>40673819</b>	<b>74.54</b>	<b>36282906</b>	<b>4389670</b>	<b>89.20</b>	<b>10.79</b>

The details of voting through Remote E- voting and Physical Postal Ballot is given separately as under:

**Mode of Voting: Remote E- Voting**

Promoter /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 favour 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	33281964	33281964	100.00	33281964	0	100.00	0.00
Public – Institutional holders	11495966	7327184	63.74	2951895	4375289	40.29	59.71
Public- Others	9789835	32556	0.33	20725	11831	63.66	36.34
<b>Total</b>	<b>54567765</b>	<b>40641704</b>	<b>74.48</b>	<b>36254584</b>	<b>4387120</b>	<b>89.21</b>	<b>10.79</b>

• Out of Remote E- voting , Two shareholders holding 754 Equity shares abstained from voting.

**Ashish C. Doshi**  
Company Secretary

Mode of Voting: Physical Postal Ballot

Promoter /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 favour 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	33281964	0	0.00	0	0.00	0	0.00
Public – Institutional holders	11495966	0	0.00	0	0.00	0	0.00
Public- Others	9789835	32115	0.33	28322	2550	88.19	7.94
Total	54567765	32115	0.06	28322	2550	88.19	7.94

- Out of Physical Ballot , Two Shareholders holding 34 Equity Shares abstained from voting and Ten ballot papers for 1209 Equity Shares which were incomplete and/or which were otherwise found defective.

**ITEM NO 2. :**

Special Resolution for replacing the existing Articles of Association of the Company with the new set of Articles of Association as per the Companies Act, 2013.

Total Voting (combined details of Remote E-voting and Postal ballots)

Promoter /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 favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*10 0	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	33281964	33281964	100.00	33281964	0	100.00	0.00
Public – Institutional holders	11495966	7327184	63.74	4590663	2736521	62.65	37.35
Public- Others	9789835	64280	0.66	39940	9002	62.13	14.00
Total	54567765	40673428	74.54	37912567	2745523	93.21	6.75

Tf/1, Anison Complex, 3<sup>rd</sup> Floor, SBI Lane, Swastik Soc., Nr. Stadium Six Roads, C. G. Road, Navrangpura, Ahmedabad-380 009 e-mail: [csdoshiac@gmail.com](mailto:csdoshiac@gmail.com) M : 098250 64740



**Ashish C. Doshi**  
Company Secretary

The details of voting through Remote E- voting and Physical Postal Ballot is given separately as under:

**Mode of Voting: Remote E- Voting**

Promoter /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 favour 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	33281964	33281964	100.00	33281964	0	100.00	0.00
Public – Institutional holders	11495966	7327184	63.74	4590663	2736521	62.65	37.35
Public- Others	9789835	32165	0.33	24292	7873	75.52	24.48
<b>Total</b>	<b>54567765</b>	<b>40641313</b>	<b>74.48</b>	<b>37896919</b>	<b>2744394</b>	<b>93.25</b>	<b>6.75</b>

- Out of Remote E- voting , Three shareholders holding 1145 Equity shares abstained from voting

**Mode of Voting: Physical Postal Ballot**

Promoter /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 favour 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	33281964	0	0.00	0	0	0.00	0.00
Public – Institutional holders	11495966	0	0.00	0	0	0.00	0.00
Public- Others	9789835	32115	0.33	15648	1129	48.72	3.52
<b>Total</b>	<b>54567765</b>	<b>32115</b>	<b>0.06</b>	<b>15648</b>	<b>1129</b>	<b>48.72</b>	<b>3.52</b>

- Out of Physical Ballot , Thirty One Shareholders holding 14129 Equity Shares abstained from voting and Ten ballot papers for 1209 Equity Shares which were incomplete and/or which were otherwise found defective.

Tf/1, Anison Complex, 3<sup>rd</sup> Floor, SBI Lane, Swastik Soc., Nr. Stadium Six Roads, C. G. Road,  
Navrangpura, Ahmedabad-380 009 e-mail: [csdoshiac@gmail.com](mailto:csdoshiac@gmail.com) M : 098250 64740





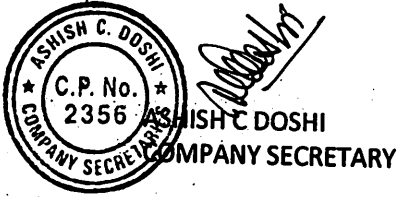
**Ashish C. Doshi**

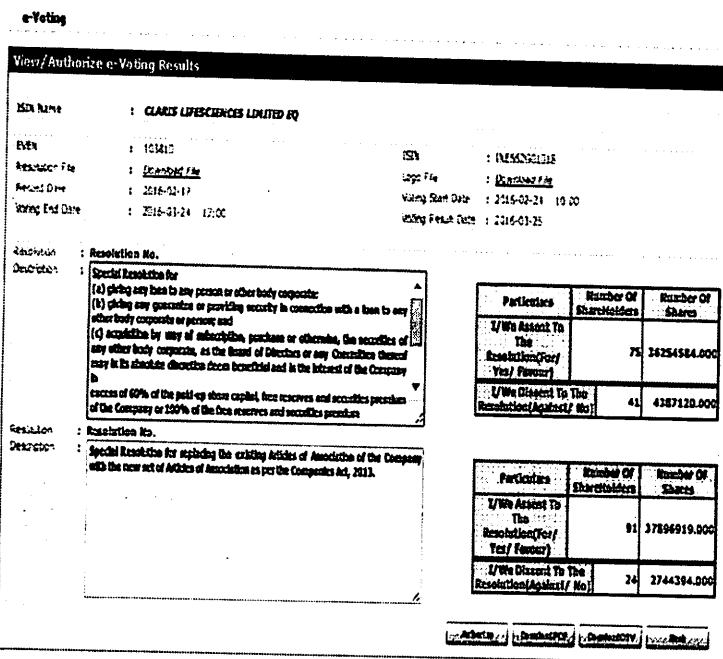
**Company Secretary**

- 4) I have handed over the postal ballot forms and other related papers/ Registers and records for safe custody to Mr. Kirit Kanjaria, Company Secretary authorized by the Board to supervise the postal ballot Process.
- 5) You may accordingly declare the result of the voting to BSE Limited.

Thanking You,

Yours faithfully





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S4 UpcM Data, 1P-23-2016