



Claris

February 17, 2017

The Department of Corporate Services
BSE Limited
25th 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 December 15, 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

Chandrasingh Purohit
WHOLE TIME DIRECTOR & CFO



Encl: As above

Claris Lifesciences Limited

Claris Corporate Headquarters, Nr. Parimal Rly. Crossing,
Ellisbridge, Ahmedabad 380 006, India.
Tel: +91-79-26563331, 66309339 Fax: +91-79-26408053
www.clarislifesciences.com

(Corporate Identity Number: L85110GJ1994PLC022543)

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, February 17, 2017
Total number of shareholders as on record date (i.e. January 11, 2017)	20087
Number of shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
Number of shareholders attended the meeting through Video conferencing	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable

Details of Agenda

Item No. 1 : Special Resolution pursuant to section 180(1)(a) and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013 and rules there under, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 24 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and any other applicable law for the time being in force, for the approving the transfer of the 'Injectables Business' carried on by the Company in India and overseas, through its subsidiary Claris Injectables Limited and other identified indirect subsidiaries of the Company (viz. Claris Lifesciences Inc., Claris Lifesciences (UK) Limited, Claris Lifesciences (Aust) Pty. Limited Claris Lifesciences Philippines Inc, Claris Pharmservices and Elda International DMCC), through one or more transactions involving the transfer of ownership of the subsidiary(ies) to the Baxter Group (including by way of sale of all existing equity shares beneficially held by the Company in, and subscription to new equity shares of, Claris Injectables Limited) at an aggregate enterprise value of approximately USD 625,000,000 (United States Dollars Six Hundred and Twenty-Five Million Only) for the said transaction relating to the sale of injectables business, subject to agreed adjustments, permitted under applicable law, including for repayment of lenders debt, certain inter-group transactions, and other closing adjustments, which may be substantial.

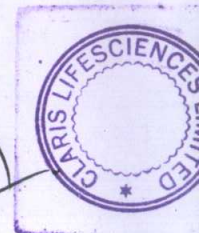
Resolution required : Special

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

Category	Mode of Voting	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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	27,355,964	27,355,964	100.0000	27,355,964	0	100.0000	0.0000	0
	Postal Ballot		0.0000	0.0000	0	0	0.0000	0.0000	0
	Total	27,355,964	27,355,964	100.0000	27,355,964	0	100.0000	0.0000	0
Public- Institutions	E-Voting	15,248,879	12,687,195	83.2008	10,994,062	1,693,133	86.6548	13.3452	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total	15,248,879	12,687,195	83.2008	10,994,062	1,693,133	86.6548	13.3452	0
Public- Non Institutions	E-Voting	11,962,922	746,098	6.2368	745,942	156	99.9791	0.0209	0
	Postal Ballot		63,103	0.5275	60,070	383	95.1936	0.6069	2,650
	Total	11,962,922	809,201	6.7642	806,012	539	99.6059	0.0666	2,650
Total		54,567,765	40,852,360	74.8654	39,156,038	1,693,672	95.8477	4.1458	2,650

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

[Handwritten Signature]



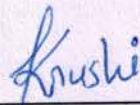
SCRUTINIZER'S REPORT

17TH February, 2017

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 **15th December, 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 the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force).
- 2) I submit my report as under:
 - 2.1 The Company has completed the dispatch of postal ballot notice alongwith the postal ballot form by email to all the Members whose email-IDs are registered with the Company/ Depository Participant(s) has been completed on **17th January, 2017**. Further in respect of the Members whose email-IDs are not registered with the Company/Depository Participant(s), the dispatch of physical copy of the postal ballot notice alongwith postal ballot form and self addressed business reply envelope at their registered address by the prescribed mode has been completed on **17th January, 2017**, to the Members whose name(s) appeared on the Register of Members/list of beneficiaries as on the cut-off date i.e. **11th January, 2017** decided by the Board at their meeting.
 - 2.2 The voting through remote E-voting Process was kept open from **18th January, 2017 (10.00 A.M.) to 16th February, 2017 (5:00 P.M.)** Whereas, in case of Physical Postal Ballot, last date for receiving ballots was **16th February, 2017 (5.00 P.M.)**
 - 2.3 The votes were unblocked on **16th February, 2017** in the presence of two witnesses, Ms. Krushi Shah (2636/1, Laher Bhuvan, Devsano Pado, Swaminarayan Mandir Road, Kalupur, Ahmedabad - 380001) 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 : Krushi Shah



Name: Shashank Dhamseiya



Ashish C. Doshi
Company Secretary

- 2.4 Thereafter, the details containing inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of Central Depository Services (India) Limited ("CDSL") (<https://www.evotingindia.com/>) - **Annexure – A.**
 - 2.5 The postal ballot forms were kept under my safe custody in ballot boxes before commencing the scrutiny of such postal ballot forms.
 - 2.6 The ballot boxes containing postal ballot forms were opened on **16th February, 2017** 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 /list of beneficiaries of the Company.
 - 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 **16th February, 2017 (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 **16th February, 2017** till date of Scrutinizers Report as informed by the R & T Agents.
 - 2.12 Envelopes containing postal ballot forms returned undelivered aggregated to **313** in nos. as informed by the R & T Agents.
- 3) A Summary of postal ballot forms received as well as data downloaded from CDSL site relating to e-voting is given below:

ITEM NO 1. :

Special Resolution pursuant to section 180(1)(a) and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013 and rules there under, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 24 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and any other applicable law for the time being in force, for the approving the transfer of the 'Injectables Business' carried on by the Company in India and overseas, through its subsidiary Claris Injectables Limited and other identified indirect subsidiaries of the Company (viz. Claris Lifesciences Inc., Claris Lifesciences (UK) Limited, Claris Lifesciences (Aust) Pty. Limited and Claris Lifesciences Philippines Inc; Claris Pharmservices and Elda International DMCC), through one or more transactions involving the transfer of ownership of the subsidiary(ies) to Baxter Group (including by way of sale of all existing equity shares beneficially held by the Company in, and subscription to new equity shares of, Claris Injectables Limited) at an aggregate enterprise value of approximately USD 625,000,000 (United States Dollars Six Hundred and Twenty Five Million Only) for the said transaction relating to the sale of injectables business, subject to agreed adjustments, permitted under applicable law, including for repayment of lenders debt, certain inter-group transactions, and other closing adjustments, which may be substantial.

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



Ashish C. Doshi
Company Secretary

Total Voting (Remote E-voting and Postal ballots)

Category	Mode of Voting	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	Invalid Votes
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100	(8)
Promoter and Promoter Group	E-Voting	27,355,964	27,355,964	100.0000	27,355,964	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total	27,355,964	27,355,964	100.0000	27,355,964	0	100.0000	0.0000	0
Public-Institutions	E-Voting	15,248,879	12,687,195	83.2008	10,994,062	1,693,133	86.6548	13.3452	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total	15,248,879	12,687,195	83.2008	10,994,062	1,693,133	86.6548	13.3452	0
Public- Non Institutions	E-Voting	11,962,922	746,098	6.2368	745,942	156	99.9791	0.0209	0
	Postal Ballot		63,103	0.5275	60,070	383	95.1936	0.6069	2,650
	Total	11,962,922	809,201	6.7642	806,012	539	99.6059	0.0666	2,650
Total		54,567,765	40,852,360	74.8654	39,156,038	1,693,672	95.8477	4.1458	2,650

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	Invalid Votes
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100	(8)
Promoter and Promoter Group	27,355,964	27,355,964	100.0000	27,355,964	0	100.0000	0.0000	0
Public – Institutional holders	15,248,879	12,687,195	83.2008	10,994,062	1,693,133	86.6548	13.3452	0
Public- Non Institutions	11,962,922	746,098	6.2368	745,942	156	99.9791	0.0209	0
Total	54,567,765	40,789,257	74.7497	39,095,968	1,693,289	95.8487	4.1513	0



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	Invalid Votes
	(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)]* 100	(8)
Promoter and Promoter Group	27,355,964	0	0.0000	0	0	0.0000	0.0000	0
Public – Institutional holders	15,248,879	0	0.0000	0	0	0.0000	0.0000	0
Public- Non Institutions	11,962,922	63,103	0.5275	60,070	383	95.1936	0.6069	2,650
Total	54,567,765	63,103	0.5275	60,070	383	95.1936	0.6069	2,650

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

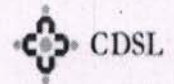
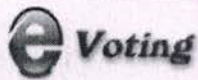
Thanking You,

Yours faithfully



ASHISH C DOSHI
COMPANY SECRETARY

"Annexure - A"



- Manage Users
- Associate Functional Users
- EVSN
- Entry
- Upload
- Check File Status
- Ballot Details
- Finalize Voting
- Report
- Report - Disapprove Voting
- Report - Final Voting Setup
- Report - Final Voting Download
- Vote Verification
- Change Password

You will be redirected to a new page after 1800 seconds of inactivity. Welcome admin [Logout](#)

Ballot Details

Voting Result as of today.

EVSN 161223002 for CLARIS LIFESCIENCES LIMITED
 ISIN INE562G01018:CLARIS LIFESCIENCES LIMITED
 Nominal Value 10
 Voting Rights 1
 Total Folios Voted 90

Res. No.			Total
1	39095968 (71.65%)	1693289 (3.10%)	40789257

