

December 2, 2019

To Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (E), MUMBAI -400 051	To The Corporate Relations Department BSE LIMITED Phiroz Jeejeebhoy Towers, 25 th floor, Dalal Street, MUMBAI -400 001
Company Code No. AUROPHARMA	Company Code No. 524804

Dear Sir / Madam,

Sub: Voting Results and Scrutinizers Report of NCLT Convened Meetings of the Equity Shareholders and Unsecured Creditors of Aurobindo Pharma Limited (the "Company")

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to the Tribunal convened meetings of Equity Shareholders and Unsecured Creditors of the Company convened on November 30, 2019, at 03:30 PM & 02:00 PM respectively, pursuant to the Order of the Hon'ble National Company Law Tribunal, Bench at Hyderabad, we submit the following:

- (a) Voting Results and Scrutinizer's Report on the meeting of the Equity Shareholders.
- (b) Scrutinizer's Report on the meeting of the Unsecured Creditors.

We further wish to inform that as per the reports of Scrutinizers, the Equity Shareholders and Unsecured Creditors of the Company, at their respective meetings held on November 30, 2019 have approved the proposed Scheme of Amalgamation with the requisite majority.

The above documents have been made available on the Company's website www.aurobindo.com.

We request you to take the same on record.

Thanking you,

Yours faithfully,
For AUROBINDO PHARMA LIMITED


B ADI REDDY
Company Secretary



Encl: As above.

AUROBINDO PHARMA LIMITED

(CIN : L24239TG1986PLC015190)

PAN No. AABCA7366H

Corp off.: The Water Mark Building, Plot No.11, Survey No.9, Hi-tech City, Kondapur, Hyderabad - 500 084 T.S., INDIA Tel : +91 40 6672 5000 / 1200 Fax : +91 40 6707 4059

Regd. Off.: Plot No. 2, Maithrivihar, Ameerpet, Hyderabad - 500 038 T.S., INDIA Tel : +91 40 2373 6370 Fax : +91 40 2374 7340, Email : info@aurobindo.com

www.aurobindo.com

Date of the Tribunal Convened Meeting of Equity Shareholders	30 th November, 2019
Total number of shareholders on record / cut-off date	2,11,523
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	5 91
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not applicable Not applicable

Agenda- wise disclosure:

Resolution No.		1						
Resolution required: Extra-ordinary Special resolution		- To approve the scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and Creditors						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes- to the extent of their shareholding						
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	30,39,25,934	28,69,41,838	94.4118	28,69,41,838	0	100.0000	0.0000
	Poll		1,69,84,096	5.5882	1,69,84,096	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,39,25,934	100.0000	30,39,25,934	0	100.0000	0.0000
Public-Institutions	E-Voting	20,11,79,699	14,81,72,799	73.6520	14,81,72,799	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		14,81,72,799	73.652	14,81,72,799	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8,08,32,976	72,06,394	8.9152	72,05,294	1,100	99.9847	0.0153
	Poll		4,10,811	0.5082	4,10,811	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		76,17,205	9.4234	76,16,105	1,100	99.9856	0.0144
Total	58,59,38,609	45,97,15,938	78.4580	45,97,14,838	1,100	99.9998	0.0002	



AUROBINDO PHARMA LIMITED

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www.aurobindo.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

To
Mr. T. Sujan Kumar Reddy,
Hon'ble NCLT appointed Chairman for the Meeting of
the Equity Shareholders of Aurobindo Pharma Limited
held on Saturday, the 30th November, 2019 at 03:30 PM
2nd Floor, Opp. Ramchandra Mission, Street No.3,
Gagan Mahal Colony, Domalguda,
Hyderabad – 500029, Telangana, India.

Dear Sir,

Sub: Consolidated Report on voting carried out through Remote e-Voting during Wednesday, the 27th November, 2019 at 10.00 A.M. to Friday, the 29th November, 2019 at 5.00 P.M. IST and through Ballot Paper at the venue of the Meeting, for the Hon'ble NCLT convened Meeting of the Equity Shareholders of Aurobindo Pharma Limited ("Transferee Company") held on Saturday, the 30th November, 2019 at 03:30 PM at KLN Prasad Auditorium, 3rd Floor, The Federation of Telangana Chambers of Commerce and Industry (FTCCI) Federation House, 11-6-841, FAPCCI Marg, Red Hills, Hyderabad- 500004, Telangana, India.

Ref: Please refer to my respective reports on:

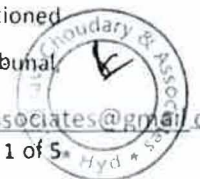
- i. Voting carried out through Remote e-Voting Wednesday, the 27th November, 2019 at 10.00 A.M. to Friday, the 29th November, 2019 at 5.00 P.M. IST for the Hon'ble NCLT convened Meeting of the Equity Shareholders of Aurobindo Pharma Limited ("Transferee Company") held on Saturday, the 30th November, 2019 at 03:30 PM, dated 30.11.2019.
- ii. Voting carried out through Ballot Paper at the Hon'ble NCLT convened Meeting of the Equity Shareholders of Aurobindo Pharma Limited ("Transferee Company") held on Saturday, the 30th November, 2019 at 03:30 PM, dated 30.11.2019.

With reference to the above subject, I, Raavi Madhavi Choudary, Practising Company Secretary (ICSI CP No. 16540, M No. F5614), state that I was appointed as a Scrutinizer for the aforementioned Meeting of the Equity Shareholders ("Meeting") by the Hon'ble National Company Law Tribunal.

Address: 8-7-114, R R Nagar, Secunderabad – 500011, Email: madhav_choudary_andassociates@gmail.com

Mobile : 9848055862 / 8309440297

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Bench at Hyderabad, vide its order dated 30th September, 2019 ("Order") in CA (CAA) 201/230/HDB/2019, to scrutinize the voting through Remote e-Voting process and voting at the venue of the Meeting in a fair and transparent manner, on the resolution, *inter-alia* seeking approval of Equity Shareholders of the Transferee Company, to the Scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and Creditors ("Scheme of Amalgamation") in terms of the Notice dated 18th October, 2019.

I report as follows:

1. The Transferee Company has availed the services of Karvy Fintech Private Limited ("Service Provider") to offer the e-voting facility to its Shareholders and the said facility was provided on portal <https://evoting.karvy.com>. The Remote e-Voting facility was offered and kept open for the period commencing from Wednesday, the 27th November, 2019 at 10.00 A.M. to Friday, the 29th November, 2019 at 5.00 P.M. IST ("e-Voting period"), to those Equity Shareholders whose name appeared in the Register of Members / List of Beneficial Owners received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on 23rd November, 2019 ("Cut-off date"). On 30th November, 2019 at 04:10 PM upon counting the votes cast at the Meeting by way of Ballot Papers, the votes cast through Remote e-Voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of two witnesses: namely Mr. PSR CH Murthy (residing at Saroornagar, Hyderabad) and Mr. d. Rafee (residing at Shamshabad, Hyderabad), who are not in the employment of the Transferee Company. For further details kindly refer to my Scrutinizer's Report on Remote e-Voting dated 30.11.2019, attached herewith.
2. On 30th November, 2019, at the said Meeting, facility for voting through Ballot Paper was provided to those Equity Shareholders of the Transferee Company who have not cast vote or participate in remote e-voting. For further details kindly refer to my Scrutinizer's Report - On Voting at Meeting through Ballot Paper dated 30.11.2019, attached herewith.





3. The result of the Voting through Remote e-Voting and at the Meeting through Ballot Paper is as under:

Item No. 1:

To consider and if thought fit, approve of the Scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and Creditors ("Scheme of Amalgamation") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with rules made thereunder.

"RESOLVED THAT pursuant to the provisions of Section 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, read with the National Company Law Tribunal Rules, 2016, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 including any statutory modifications, amendments, re-enactments thereof for the time being in force, the applicable provisions of the Memorandum and Articles of Association of the Company and subject to the requisite approvals, sanctions, consents, observations, no objections, confirmations, permissions from the Hon'ble National Company Law Tribunal, Bench at Hyderabad or such other competent authority as may be applicable, and the confirmation, permission, sanction and approval of the other statutory / regulatory authorities, if any, in this regard and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any such authorities, from time to time, while granting such approvals, sanctions, consents, observations, no objections, confirmations, permissions and which may be agreed by the Board of Directors of the Company, the draft "Scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and



Creditors" ("Scheme"), providing for amalgamation of the Transferor Companies 1 to 6 with the Transferee Company on a going concern basis with effect from 01.04.2019 (First Day of April, Two Thousand and Nineteen) being the appointed date, as placed before the meeting and initialed by the chairman for the purpose of identification, be and is hereby approved".

"RESOLVED FURTHER THAT the Board be and is hereby authorized, empowered and directed to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to aforesaid resolution and to effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, while sanctioning the amalgamation embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as may be deemed fit and proper".

I. Voted in favour of the Resolution

Mode of Voting	Number of Equity Shareholders who voted in favour	Number of votes cast / shares in favour	% of total no of valid votes cast / shares
Remote e-Voting	524	442319931	96.21592
Voting through Ballot Paper at the venue of the Meeting	72	17394907	3.78388
Total	596	459714838	99.9997

II. Voted against of the Resolution

Mode of Voting	Number of Equity Shareholders who voted in against	Number of votes cast / shares against	% of total no of valid votes cast / shares
Remote e-Voting	6	1100	0.0003


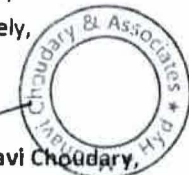
Voting through Ballot Paper at the venue of the Meeting	0	0	0
Total	6	1100	0.0003

III. Invalid / Abstain Votes

Mode of Voting	Number of Equity Shareholders who voted	Number of votes cast / shares
Remote e-Voting	4	276000
Voting through Ballot Paper at the venue of the Meeting	10	5146
Total	14	281146

4. Based on the foregoing, the Resolution as set out in the Notice of the Meeting dated 18th October, 2019, stands passed with requisite majority under Remote e-voting and voting through Ballot Paper at the venue of the Meeting.

Thanking You,
Yours Sincerely,

Raavi Madhavi Choudary,
Practising Company Secretary,
CP No: 16540; M No: F5614
Hon'ble NCLT appointed Scrutinizer for the Meeting of
the Equity Shareholders of Aurobindo Pharma Limited

Date: 30.11.2019
Place: Hyderabad

CHERUKURI SRINIVASA RAO
ADVOCATE

Flat No. 321FLAT NO:302

ROAD NO 12, BANJARA HILLS
HYDERABAD – 500034
(M) 9885611466

FORM NO MGT-13

Scrutinizer's Report

**On Voting at Tribunal Convened Meeting of the Unsecured Creditors of Aurobindo Pharma Limited
through Ballot Paper**

*[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management
and Administration) Rules, 2014]*

To

Mr. Naresh Kumar Sangam

**Hon'ble NCLT appointed Chairman for the Meeting of
the Unsecured Creditors of Aurobindo Pharma Limited**

held on Saturday, the 30th November, 2019 at 02:00 PM

12-10-586/3/A, Medibavi, Seethaphalmandi,

Secunderabad, Telangana, India.

Dear Sir,

Sub: Report on voting carried out through Ballot Paper at the Hon'ble NCLT convened Meeting of the Unsecured Creditors of Aurobindo Pharma Limited ("**Transferee Company**") held on Saturday, the 30th November, 2019 at 02:00 PM at KLN Prasad Auditorium, 3rd Floor, The Federation of Telangana Chambers of Commerce and Industry (FTCCI) Federation House, 11-6-841, FAPCCI Marg, Red Hills, Hyderabad- 500004, Telangana, India.

With reference to the above subject, I, Cherukuri Srinivasa Rao, Advocate, state that I was appointed as a Scrutinizer for the aforementioned Meeting of the Unsecured Creditors ("**Meeting**") by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, vide its order dated 30th September, 2019 ("**Order**") in CA (CAA) 201/230/HDB/2019, to scrutinize the voting at the venue of the Meeting in a fair and transparent manner, on the resolution, *inter-alia* seeking approval of the Unsecured Creditors of the Transferee Company, to the Scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life

C.H.S. Rao

Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and Creditors ("Scheme of Amalgamation") in terms of the Notice dated 18th October, 2019, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll / ballot papers were diligently scrutinized. The Ballot Papers were reconciled with the records maintained by the Company, the Certificate given by the Chartered Accountant certifying the list of Unsecured Creditors as on 31.05.2019, as had been filed by the Transferee Company with the Hon'ble National Company Law Tribunal, Bench at Hyderabad, in Company Application No. CA (CAA) 201/230/HDB/2019 and the authorizations/ proxies lodged with the Transferee Company.
3. No Ballot (Poll) Papers were incomplete or were otherwise found defective.
4. The result of the Voting at Meeting through Ballot Paper is as under:

Item No. 1:

To consider and if thought fit, approve the Scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and Creditors ("Scheme of Amalgamation") under Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder.

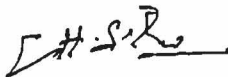
Ch. S. Rao

CHERUKURI SRINIVASA RAO
ADVOCATE

FLAT NO:302
SARADA RESIDENCY
ROAD NO 12, BANJARA HILLS
HYDERABAD – 500034
(M) 9885611466

“RESOLVED THAT pursuant to the provisions of Section 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, read with the National Company Law Tribunal Rules, 2016, the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 including any statutory modifications, amendments, re-enactments thereof for the time being in force, the applicable provisions of the Memorandum and Articles of Association of the Company and subject to the requisite approvals, sanctions, consents, observations, no objections, confirmations, permissions from the Hon’ble National Company Law Tribunal, Bench at Hyderabad or such other competent authority as may be applicable, and the confirmation, permission, sanction and approval of the other statutory / regulatory authorities, if any, in this regard and subject to such other conditions or guidelines, if any, as may be prescribed or stipulated by any such authorities, from time to time, while granting such approvals, sanctions, consents, observations, no objections, confirmations, permissions and which may be agreed by the Board of Directors of the Company, the draft “Scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and Creditors” (“Scheme”), providing for amalgamation of the Transferor Companies 1 to 6 with the Transferee Company on a going concern basis with effect from 01.04.2019 (First Day of April, Two Thousand and Nineteen) being the appointed date, as placed before the meeting and initialed by the chairman for the purpose of identification, be and is hereby approved”.

“RESOLVED FURTHER THAT the Board be and is hereby authorized, empowered and directed to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to aforesaid resolution and to effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon’ble National Company Law



Tribunal, Bench at Hyderabad, while sanctioning the amalgamation embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as may be deemed fit and proper”.

I. Voted in favour of the Resolution:

No. of Unsecured Creditors present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
87	1,713,146,964	100%

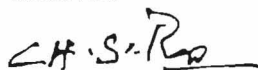
II. Voted against of the Resolution:

No. of Unsecured Creditors present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	NA	NA

III. Invalid Votes:

Total no. of Unsecured Creditors (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	NA

5. A list of Unsecured Creditors who voted in favour of the resolution is herewith enclosed as *Annexure - 1*.
6. I have handed over the Ballot Papers and other related papers / registers and records for safe custody to Mr. Naresh Kumar Sangam, Hon'ble NCLT appointed Chairman for the Meeting of the Unsecured Creditors of Aurobindo Pharma Limited held on Saturday, the 30th November, 2019 at 02:00 PM.

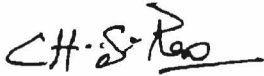


CHERUKURI SRINIVASA RAO
ADVOCATE

FLAT NO:302
SARADA RESIDENCY
ROAD NO 12, BANJARA HILLS
HYDERABAD – 500034
(M) 9885611466

7. The above mentioned resolution has been passed unanimously by the unsecured creditors.

Thanking You,
Yours Sincerely,



Cherukuri Srinivasa Rao,
Advocate,

Hon'ble NCLT appointed Scrutinizer for the Meeting of
the Unsecured Creditors of Aurobindo Pharma Limited

Date: 30.11.2019

Place: Hyderabad