



Details of Results

DISCLOSURES REGARDING VOTING RESULTS OF 51st ANNUAL GENERAL MEETING OF THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Date of AGM/EGM	12th July, 2014, Saturday at 3.00 p.m.
Book Closure Date	07th July, 2014 to 12th July, 2014
Total number of shareholders as on date of the book closure	19969
No of Shareholders present in the meeting either in person or through proxy:	168
Promoter and promoter group :	1
Public	167
No of shareholders attended the meeting through Video Conferencing	Not arranged
Promoter and promoter group :	
Public	

Agendawise details

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

Resolution No. 1. Adoption of the Financial Statements for the Year Ended March 31, 2014.

Resolution required :(Ordinary)

Mode of Voting (E-voting)

Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7356047	7356047	100	7356047	0	100	0
Public	413899	413899	100	413899	0	100	0
Total (A)	53280496	53280496	100	53280496	0	100	0

Mode of Voting (Poll)

Promoter and Promoter Group	0	0	0.00	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	51066	47379	92.78	47379	0	100.00	0
Total (B)	5275101	5265874	99.83	5265874	0	100.00	0

Result (A+B)	58555597	58546370	99.98	58546370	0	100.00	0
---------------------	----------	----------	-------	----------	---	--------	---

Resolution No. 2. To declare final dividend for 2014 and confirm the interim dividend already paid during the year 2014.

Resolution required :(Ordinary)

Mode of Voting (E-voting)

Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7356047	7356047	100	7356047	0	100	0
Public	413899	413899	100	413899	0	100	0
Total (A)	53280496	53280496	100	53280496	0	100	0

Mode of Voting (Poll)

Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	47996	47864	99.72	47864	0	100	0
Total (B)	5272031	5266359	99.89	5266359	0	100	0

Result (A+B)	58552527	58546855	99.99	58546855	0	100	0
---------------------	----------	----------	-------	----------	---	-----	---





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
Resolution No. 3. Re-appointment of Dr. Prakash A. Mody who retires by rotation							
Resolution required :(Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7356047	7356047	100	7356047	0	100	0
Public	413899	413899	100	413899	0	100	0
Total (A)	53280496	53280496	100	53280496	0	100	0
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	51076	50944	99.74	50944	0	100	0
Total (B)	5275111	5269439	99.89	5269439	0	100	0
Result (A+B)	58555607	58549935	99.99	58549935	0	100	0
Resolution No. 4. Appointment of B.D.Jokhakar & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.							
Resolution required :(Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7326047	7326047	100	7326047	0	100	0
Public	413899	413899	100	413899	0	100	0
Total (A)	53250496	53250496	100	53250496	0	100	0
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	50791	50659	99.74	50634	25	99.95	0.05
Total (B)	5274826	5269154	99.89	5269129	25	99.99953	0.00047
Result (A+B)	58525322	58519650	99.99	58519625	25	99.99996	0.00047
Resolution No. 5. Appointment of Mr. Ramdas Gandhi as an Independent Director.							
Resolution required :(Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7326047	7326047	100	6412178	913869	87.53	12.47
Public	413899	413899	100	413899	0	100	0
Total (A)	53250496	53250496	100	52336627	913869	98.28	1.72
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	51051	50919	99.74	50919	0	100	0
Total (B)	5275086	5269414	99.89	5269414	0	100	0
Result (A+B)	58525582	58519910	99.99	57606041	913869	98.44	1.56



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
Resolution No. 6. Appointment of Mr. Nasser Munjee as an Independent Director.							
Resolution required :(Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7326047	7326047	100	5202254	2123793	71.01	28.99
Public	413899	413899	100	413899	0	100	0
Total (A)	53250496	53250496	100	51126703	2123793	96.01	3.99
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	4599491	619004	88.14	11.86
Public	50976	50819	99.69	50819	0	100	0
Total (B)	5275011	5269314	99.89	4650310	619004	88.25	11.75
Result (A+B)	58525507	58519810	99.99	55777013	2742797	95.31	4.69
Resolution No. 7. Appointment of Mr.Prafull Anubhai as an Independent Director.							
Resolution required : (Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7326047	7326047	100	6412178	913869	87.53	12.47
Public	413899	413899	100	413899	0	100	0
Total (A)	53250496	53250496	100	52336627	913869	98.28	1.72
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	51076	50944	99.74	50944	0	100	0
Total (B)	5275111	5269439	99.89	5269439	0	100	0
Result (A+B)	58525607	58519935	99.99	57606066	913869	98.44	1.56
Resolution No. 8. Appointment of Mr. Prafull Sheth as an Independent Director							
Resolution required :(Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7326047	7326047	100	6405718	920329	87.44	12.56
Public	413899	413899	100	413899	0	100	0
Total (A)	53250496	53250496	100	52330167	920329	98.27	1.73
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	50976	50844	99.74	50844	0	100	0
Total (B)	5275011	5269339	99.89	5269339	0	100	0
Result (A+B)	58525507	58519835	99.99	57599506	920329	98.43	1.57



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
Resolution No. 9. Appointment of Mr. Anand Mahajan as an Independent Director.							
Resolution required :(Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7326047	7326047	100	5202254	2123793	71.0	29.0
Public	413899	413899	100	413899	0	100	0
Total (A)	53250496	53250496	100	51126703	2123793	96.01	3.99
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	#DIV/0!	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	4599491	619004	88.1	11.86
Public	51076	50944	99.74	50944	0	100	0.00
Total (B)	5275111	5269439	99.89	4650435	619004	88.25	11.75
Result (A+B)	58525607	58519935	99.99	55777138	2742797	95.31	4.69
Resolution No. 10. Adoption of new Articles of Association of the Company.							
Resolution required :(Special)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	6455205	6455205	100	6435718	19487	99.70	0.30
Public	413899	413899	100	413899	0	100	0
Total (A)	52379654	52379654	100	52360167	19487	99.96	0.04
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	51041	50909	99.74	50909	0	100	0
Total (B)	5275076	5269404	99.89	5269404	0	100	0
Result (A+B)	57654730	57649058	99.99	57629571	19487	99.97	0.04
Resolution No. 11. Ratification of the Appointment and Remuneration of the Cost Auditors.							
Resolution required :(Ordinary)							
Mode of Voting (E-voting)							
Promoter and Promoter Group	45510550	45510550	100	45510550	0	100	0
Public - Institutional holders	7356047	7356047	100	7356047	0	100	0
Public	413899	413899	100	413899	0	100	0
Total (A)	53280496	53280496	100	53280496	0	100	0
Mode of Voting (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders	5224035	5218495	99.89	5218495	0	100	0
Public	48911	48744	99.66	48694	50	99.90	0.10
Total (B)	5272946	5267239	99.89	5267189	50	100.00	0.00
Result (A+B)	58553442	58547735	99.99	58547685	50	100.00	0.00

Partners
Mrs. Ragini Chokshi
Mr. Girish M. Desai
Mr. Makarand Patwardhan



Ragini Chokshi & Co.
Company Secretaries

Tel.: 02222831120
02222831134

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai 400001
Email: ragini.c@rediffmail.com, mail@csraginichokshi.com

Date: 9/7/2014

Scrutinizer Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman,

51st Annual General Meeting (AGM) of the Equity Shareholders of Unichem Laboratories Limited, held on 12th day of July, 2014. at 3.00 p.m at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai-400 018.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co. a Company Secretary Firm having its registered office at 34, Kamer Bldg 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as a Scrutinizer of Unichem Laboratories Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned Resolutions, for the 51st Annual General Meeting of the Equity Shareholders of Unichem Laboratories Limited to be held on 12th day of July, 2014. at 3.00 p.m at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai-400 018. We submit our report as under:

1. The e-voting period remained open from Saturday, 05th July, 2014 at 10.00 a.m to Monday, 07th July, 2014 at 6 p.m.

2. The Shareholders holding shares as on "Cut off" date i.e. on 30th May, 2014 were entitled to vote on the proposed resolutions (item no. 1 to 11 as set out in the Notice of the 51st AGM of Unichem Laboratories Limited.)
3. The votes were unblocked on 7th July, 2014 around 6.05 p.m. in the presence of two witnesses, Ms. Bhagyashree S. Bhavsar (Residing at 87/2, Dattar Niwas Perin Nariman Street, 2nd Floor Room No13 Fort Mumbai-400 001) and Mr. Rohan V. Purecha (Gita Grah 4th Floor Room No111, Kalbadevi Mumbai-400020) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

B.S.B.

Name: Bhagyashree S. Bhavsar

Rohan

Name: Rohan V. Purecha

4. Thereafter, details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited".
5. Details of e-voting as under:-

Resolution No.1: Ordinary Resolution: To receive consider and adopt the audited financial statements of the Company for the year ended 31st March, 2014 and the Reports of the Directors and the Auditors thereon.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
49	53280496	100



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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.2: Ordinary Resolution: To declare a Final dividend of Rs. 4/- (200 %) per equity share having a face value of Rs. 2/- each and confirm interim dividend of Rs.4/- (200%) per equity share already paid during the year ended March 31, 2014

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
49	53280496	100

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.3: Ordinary Resolution: To appoint a Director in place of Dr. Prakash A. Mody who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
49	53280496	100

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Resolution No.4: Ordinary Resolution: To appoint M/S. B. D. Jokhakar & Co., Chartered Accountants [Registration No.104345W] as the Auditors of the Company to hold office from the conclusion of the 51st Annual general meeting until the conclusion of the fourth consecutive Annual General Meeting (Subject to ratification of the appointment by members at every AGM held after this AGM) of the Company on a remuneration as may be decided by the Board of Director in consultation with the auditors.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
48	53250496	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Resolution No.5: Ordinary Resolution: To appoint Mr. Ramdas Gandhi Director of the Company whose retires by rotation at this Annual General Meeting, as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
44	52336627	98.28

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
4	913869	1.72

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.6: Ordinary Resolution: To appoint Mr. Naseer Munjee Director of the Company whose retires by rotation at this Annual General Meeting, as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.



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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
37	51126703	96.01

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
11	2123793	3.99

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.7: Ordinary Resolution: To appoint Mr.Prafull Anubhai, Director of the Company whose period of office was liable to determination by retirement of directors as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
44	52336627	98.28



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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
4	913869	1.72

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.8: Ordinary Resolution: To appoint Mr. Prafull Sheth Director of the Company whose period of office was liable to determination by retirement of directors as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
43	52330167	98.27

(i) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
5	920329	1.73



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.9: Ordinary Resolution: To appoint Mr. Anand Mahajan Director of the Company whose period of office was liable to determination by retirement of directors as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
37	51126703	96.01

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
11	2123793	3.99

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Resolution No.10: Special Resolution: To adopt New Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
44	52360167	99.96

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
1	19487	0.04

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Resolution No.11: Ordinary Resolution : Ratification of appointment and remuneration of Cost Auditor Mr. Y.R. Doshi, (Membership No 3286) Cost Auditors of the Company for the financial year ending 31st March 2015 on a remuneration of Rs. 5 lacs plus service tax and out of pocket expenses at actuals.



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

Number of members voted through electronic voting system	Number of votes cast in favour of Resolution	% of total number of valid votes cast
49	53280496	100

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution, is enclosed



7. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,
For Ragini Chokshi & Co.

R. K. Chokshi

Mrs. Ragini Chokshi
Partner
Membership No. 2390
C.P. No. 1436



[Handwritten Signature]
CHAIRMAN



UNICHEM LABORATORIES LIMITED

Partners
Mrs. Ragini Chokshi
Mr. Girish M. Desai
Mr. Makarand Patwardhan



Ragini Chokshi & Co.
Company Secretaries

Tel.: 02222831120
02222831134

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai 400001
Email: ragini.c@rediffmail.com, mail@csraginichokshi.com

Date: 12/07/2014

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To
The Chairman,

**51st Annual General Meeting (AGM) of the Equity Shareholders of Unichem
Laboratories Limited held on 12th day of July, 2014 at 3.00 p.m at Hall of
Culture, Nehru Centre, Dr Annie Besant Road Worli Mumbai 400018**

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co. a Company Secretaries Firm having its registered office at 34, Kamer Bldg 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at 51st Annual General Meeting of the Equity Shareholders of Unichem laboratories Limited, held on 12th day of July, 2014 at 3.00 p.m at Hall of Culture, Nehru Centre, Dr Annie Besant Road Worli Mumbai 400016, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s Link Intime India Pvt. Ltd., Registrar and Transfer Agents of the Company and the authorization/proxies lodged with Company.
3. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

Resolution No.1: Ordinary Resolution : To receive consider and adopt the audited financial statements of the Company for the year ended 31st March, 2014 and the Reports of the Directors and the Auditors thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
62	5265874	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036



Resolution No.2: Ordinary Resolution: To declare a Final dividend of Rs. 4/- (200 %) per equity share having a face value of Rs. 2/- each and confirm interim dividend of Rs.4/- (200%) per equity share already paid during the year ended March 31, 2014.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
63	5266359	100

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

Resolution No.3: Ordinary Resolution: To appoint a Director in place of Dr. Prakash A. Mody who retires by rotation and being eligible offers himself for re-appointment.



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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
66	5269439	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

Resolution No.4: Ordinary Resolution: To appoint M/S. B. D. Jokhakar & Co., Chartered Accountants [Registration No.104345W] as the Auditors of the Company to hold office from the conclusion of the 51st Annual general meeting until the conclusion of the fourth consecutive Annual General Meeting (Subject to ratification of the appointment by members at every AGM held after this AGM) of the Company on a remuneration as may be decided by the Board of Director in consultation with the auditors.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
60	5269129	99.99



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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
1	25	0.01

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

Resolution No.5: Ordinary Resolution : To appoint Mr. Ramdas Gandhi Director of the Company whose retires by rotation at this Annual General Meeting, as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
65	5269414	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

Resolution No.6: Ordinary Resolution: To appoint Mr. Naseer Munjee Director of the Company whose retires by rotation at this Annual General Meeting, as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
57	4650310	88.25

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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
7	619004	11.75

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036



Resolution No.7: Ordinary Resolution: To appoint **Mr.Prafull Anubhai, Director of the Company** whose period of office was liable to determination by retirement of directors as an Independent Director of the Company to hold office for a term of five consecutive year's upto March 31, 2019.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
66	5269439	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

Resolution No.8:Ordinary Resolution: To appoint **Mr. Prafull Sheth Director of the Company** whose period of office was liable to determination by retirement of directors as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.



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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
65	5269339	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

Resolution No.9: Ordinary Resolution: To appoint Mr. Anand Mahajan Director of the Company whose period of office was liable to determination by retirement of directors as an Independent Director of the Company to hold office for a term of five consecutive years upto March 31, 2019.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
59	4650435	88.25



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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
7	619004	11.75

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

Resolution No.10: Special Resolution: To adopt New Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
64	5269404	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast against Resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036



Resolution No.11: Ordinary Resolution : Ratification of appointment and remuneration of Cost Auditor Mr. Y.R. Doshi, (Membership No 3286) Cost Auditors of the Company for the financial year ending 31st March 2015 on a remuneration of Rs. 5 lacs plus service tax and out of pocket expenses at actuals.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of Resolution	% of total number of valid votes cast
57	5267189	99.99

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

Number of members voted through electronic voting system	Number of votes cast against Resolution	% of total number of valid votes cast
2	50	0.01

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	67036

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The poll paper and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping

Thanking You,

Place: Mumbai

Date: 12/07/2014



CHAIRMAN AND MANAGING DIRECTOR
UNICHEM LABORATORIES LTD



Yours faithfully,
FOR RAGINI CHOKSHI & CO.



MRS. RAGINI CHOKSHI
(Partner)
C.P. Number :1436
Membership number:2390