

RANBAXY

Trusted medicines. Healthier lives

CORPORATE OFFICE: PLOT NO. 90, SECTOR-32, GURGAON-122001 (HARYANA), INDIA
PHONE: +91-124-4135000 FAX: +91-124-4106490
E-mail: secretarial@ranbaxy.com

July 29, 2014

TO : STOCK EXCHANGES

Dear Sirs,

Re.: Voting Results at AGM held on July 28, 2014 under Clause 35A of the Listing Agreement

Please find below details of the voting results at the Annual General Meeting (AGM) of the Company held on July 28, 2014, in the prescribed format, pursuant to Clause 35A of the Listing Agreement :

Date of AGM	July 28, 2014
Total number of shareholders on Record Date (i.e. June 20, 2014 – relevant date for e-voting purpose)	1,61,188 (Total no. of issued shares – 423,805,810)
No. of shareholders present in the meeting either in person or through proxy :	
(i) Promoters and Promoter Group	1
(ii) Public	83
No. of Shareholder attended the meeting through Video Conferencing :	} Not Applicable
(i) Promoters and Promoter Group	
(ii) Public	

The mode of voting for all the resolutions was e-voting and poll conducted at the AGM. The resolution wise combined results of e-voting and poll are provided in Annexure-A.

We are also enclosing the following documents :

1. Scrutinizer's Report on e-voting
2. Scrutinizer's Report on poll conducted at the AGM

The above documents are also uploaded on the Company's website.

Thanking you,

Yours faithfully,
for RANBAXY LABORATORIES LTD.


(SUSHIL K. PATAWARI)
COMPANY SECRETARY

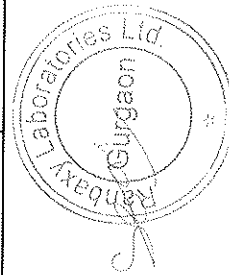
Encl. : As above.

RESOLUTION - 1 Ordinary Resolution**Adoption of Financial Statements for the 15 months period ended March 31, 2014**

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19421202	0	100.00	0.00
Public-Others	67616992	679173	1.00	678902	271	99.96	0.04
Total	423805810	288811698	68.15	288811427	271	100.00	0.00

RESOLUTION - 2 Ordinary Resolution**Re-appointment of Mr. Rakashi shoda as Director, who retires by rotation**

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19170944	250258	98.71	1.29
Public-Others	67616992	679038	1.00	666747	12291	98.19	1.81
Total	423805810	288811563	68.15	288549014	262549	99.91	0.09



RESOLUTION - 3

Ordinary Resolution

Re-appointment of M/s BSR & Co LLP, Chartered Accountants as Auditors and to fix their remuneration

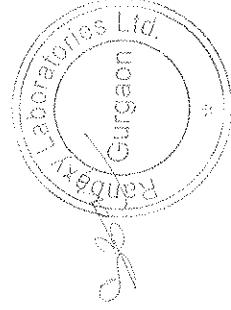
Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19355228	22.13	19335953	19275	99.90	0.10
Public-Others	67616992	678797	1.00	673476	5321	99.22	0.78
Total	423805810	288745348	68.13	288720752	24596	99.99	0.01

RESOLUTION - 4

Ordinary Resolution

Appointment of Dr. Anthony H. Wild as an Independent Director for a term upto five years

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19384185	37017	99.81	0.19
Public-Others	67616992	678874	1.00	673690	5184	99.24	0.76
Total	423805810	288811399	68.15	288769198	42201	99.99	0.01



RESOLUTION - 5

Ordinary Resolution

Appointment of Mr. Akihiro Watanabe as an Independent Director for a term upto five years

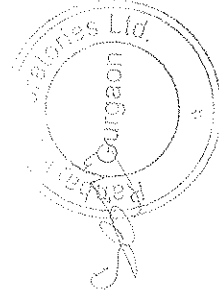
Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19335953	85249	99.56	0.44
Public-Others	67616992	677459	1.00	672256	5203	99.23	0.77
Total	423805810	288809984	68.15	288719532	90452	99.97	0.03

RESOLUTION - 6

Ordinary Resolution

Appointment of Mr. Percy K. Shroff as an Independent Director for a term upto five years

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19384185	37017	99.81	0.19
Public-Others	67616992	678709	1.00	673474	5235	99.23	0.77
Total	423805810	288811234	68.15	288768982	42252	99.99	0.01



RESOLUTION - 7

Ordinary Resolution

Appointment of Mr. Rajesh V. Shah as an Independent Director for a term upto five years

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	18899666	521536	97.31	2.69
Public-Others	67616992	678915	1.00	673689	5226	99.23	0.77
Total	423805810	288811440	68.15	288284678	526762	99.82	0.18

RESOLUTION - 8

Special Resolution

Remuneration to Non-Executive Directors

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19221202	21.97	19221202	0	100.00	0.00
Public-Others	67616992	678834	1.00	662303	16531	97.56	2.44
Total	423805810	288611359	68.10	288594828	16531	99.99	0.01

RESOLUTION - 9

Special Resolution

Revised remuneration to Mr. Arun Sawhney, CEO & Managing Director of the Company effective April 1, 2014

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	9186623	10234579	47.30	52.70
Public-Others	67616992	678791	1.00	655658	23133	96.59	3.41
Total	423805810	288811316	68.15	278553604	10257712	96.45	3.55

RESOLUTION - 10

Special Resolution

Nomination of Independent Directors on the Board of the major overseas subsidiaries of the Company

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19421202	0	100.00	0.00
Public-Others	67616992	678641	1.00	672433	6208	99.09	0.91
Total	423805810	288811166	68.15	288804958	6208	100.00	0.00



RESOLUTION - 11

Special Resolution

Borrowing of monies upto Rs.7500 Crores in excess of paid-up capital & free reserves

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	18388774	1032428	94.68	5.32
Public-Others	67616992	679098	1.00	666058	13040	98.08	1.92
Total	423805810	288811623	68.15	287766155	1045468	99.64	0.36

RESOLUTION - 12

Ordinary Resolution

Re-appointment of M/s R.J. Goel & Co., Cost Accountants as Cost Auditors for the year 2014-15

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19421202	0	100.00	0.00
Public-Others	67616992	678755	1.00	673929	4826	99.29	0.71
Total	423805810	288811280	68.15	288806454	4826	100.00	0.00



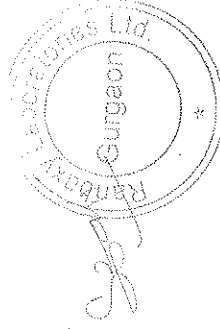
RESOLUTION - 13

Ordinary Resolution

Approve the Report of Board of Directors pursuant to the provisions of the SICA

Promoter/Public	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	268711323	268711323	100.00	268711323	0	100.00	0.00
Public - Institutional holders	87477495	19421202	22.20	19421202	0	100.00	0.00
Public-Others	67616992	679180	1.00	674752	4428	99.35	0.65
Total	423805810	288811705	68.15	288807277	4428	100.00	0.00

As per the consolidated report of e-voting and poll conducted at the AGM on Item No. 1 to 13 of the Notice to the AGM, all the resolutions were passed with requisite majority.



Report of Scrutinizer(s)

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
53rd Annual General Meeting of the Equity Shareholders
Of **Ranbaxy Laboratories Limited** to be
Held on **28th Day of July, 2014** at 10.30 A.M. at
**Auditorium of The National Institute of Pharmaceutical
Education and Research (NIPER),
Sector-67, S.A.S. Nagar (Mohali)- 160062, Punjab.**


Dear Sir,

I, Nityanand Singh, (Proprietor) of Nityanand Singh & Co., Company Secretaries having its office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as Scrutinizer of **Ranbaxy Laboratories Limited** for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority in respect of resolutions put to vote through e-voting carried out as per provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the **53rd Annual General Meeting of the Equity Shareholders of Ranbaxy Laboratories Limited**, to be held on **28th Day of July, 2014** at 10.30 A.M. at **Auditorium of The National Institute of Pharmaceutical Education and Research (NIPER), Sector-67, S.A.S. Nagar (Mohali)-160062, Punjab**. We submit our report as under:

1. The E-voting period remained open from 22nd July, 2014 (9.00 a.m.) to 24th July, 2014 (6.00 p.m.).
2. The Shareholders holding shares as on the "cut off" date i.e. 20th June 2014 were entitled to vote on the proposed resolutions (item no.1 to 13 as set out in the Notice dated 24th June 2014 of the 53rd Annual General Meeting of **Ranbaxy Laboratories Limited**.



3. The votes were unblocked on 24th July, 2014 around 6.30 p.m. in the presence of two witnesses, Ms. Shitu Gupta R/o. 519C/8, Jacob Pura, Guragon-122001 and Mr. Pawan Barodiya R/o. 22/35, West Patel Nagar, New Delhi, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



 Shitu Gupta



 Pawan Barodiya

4. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>)(Annexure-I)
5. The result of the E-voting is as under:

1) Resolution 1– Adoption of Financial Statements for the 15 months period ended March 31, 2014.

- (i) Voted in favour of the resolution:

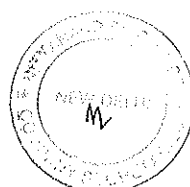
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
435	282659056	99.9999

- (ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
6	271	0.0001

- (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA



2) Resolution 2 – Re-Appointment of Mr. Takashi Shoda, as Director, who retires by Rotation.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
402	282396643	99.9071

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
38	262549	0.0929

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

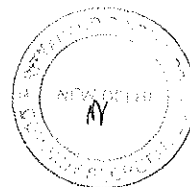
3) Resolution 3 (Ordinary Resolution) – Re-Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No.: 101248W), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of its Sixth Annual General Meeting and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
404	282568381	99.9913

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
29	24596	0.0087



(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

4) Resolution 4 (Ordinary Resolution) – Appointment of Dr. Anthony H. Wild (holding DIN 02454431), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
409	282616827	99.9851

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
28	42201	0.0149

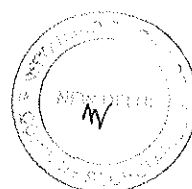
(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

5) Resolution 5 (Ordinary Resolution) – Appointment of Mr. Akihiro Watanabe (holding DIN 02439360), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting	Number of votes cast in favour of the	% of total number
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system	resolution	of valid votes cast
404	282567161	99.9680

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
30	90452	0.0320

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

6) Resolution 6 (Ordinary Resolution) – Appointment of Mr. Percy K. Shroff (holding DIN 02143003), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

(i) Voted in favour of the resolution:

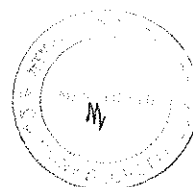
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
402	282616611	99.9851

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
30	42252	0.0149

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA



7) Resolution 7 (Ordinary Resolution) – Appointment of Mr. Rajesh V. Shah (holding DIN 00033371), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
407	282132307	99.8136

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
29	526762	0.1864

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

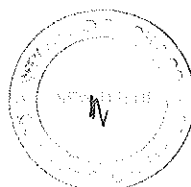
8) Resolution 8 (Special Resolution) – Payment of remuneration to the Non-Executive Directors of the Company.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
360	282442457	99.9941

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
72	16531	0.0059



(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

9) Resolution 9 (Special Resolution) –Payment of revised remuneration to Mr. Arun Sawhney (DIN-01929668), CEO & Managing Director of the Company effective from April 1, 2014, for the remaining tenure of his Appointment i.e. upto December 31, 2016.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
258	272401233	96.3710

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
178	10257712	3.6290

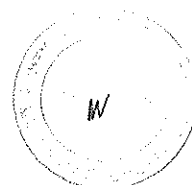
(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

10) Resolution 10 (Special Resolution) – Nomination of Independent Directors of the Company as a Director on the Board of major overseas Subsidiaries of the Company and to receive remuneration from respective Subsidiary Company by way of profit related commission.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast	% of total number
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through electronic voting system	in favour of the resolution	of valid votes cast
412	282652587	99.9978

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
22	6208	0.0022

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

11) Resolution 11 (Special Resolution) – Borrowing money up to Rs. 7,500 Crores in excess of the aggregate of Paid-up Capital & Free Reserves [section 180(1) (c) of Companies Act, 2013].

(i) Voted in favour of the resolution:

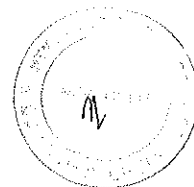
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
359	281613784	99.6301

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
81	1045468	0.3699

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA



12) Resolution 12 (Ordinary Resolution) – Re-Appointment of M/s R.J. Goel & Co., Cost Accountants as Cost Auditors of the Company, For the year 2014-15 at a remuneration of Rs. 12 lacs.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
411	282654083	99.9983

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
21	4826	0.0017

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

13) Resolution 13 (Special Resolution) – Approve the report of Board of Directors pursuant to the provisions of the Section 23 of Sick Industrial Companies (Special Provision) Act, 1985.

(i) Voted in favour of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
427	282654906	99.9984

(ii) Voted against the resolution:

Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
11	4428	0.0016



(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NA	NA

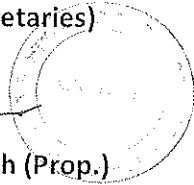
6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of Ranbaxy Laboratories Limited for safe keeping.

Thanking you,

Yours faithfully,

**For Nityanand Singh & Co.
(Company Secretaries)**

Nityanand Singh



Nityanand Singh (Prop.)

C.P. No.: 2388

Membership No.: 2668

Place: New Delhi

Dated: 25th July, 2014

MGT-13

Report of Scrutinizer(s)

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

To,
The Chairman
53rd Annual General Meeting of the Equity Shareholders
of **Ranbaxy Laboratories Limited**
Held on **28th Day of July, 2014** at Auditorium of The National
Institute of Pharmaceutical Education and Research (NIPER),
Sector-67, S.A.S. Nagar (Mohali)- 160062, Punjab.

Dear Sir,

I, Nityanand Singh, (Proprietor) of Nityanand Singh & Co., a Company Secretary Firm having its office at 14, II Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 53rd Annual General Meeting of the Equity Shareholders of **Ranbaxy Laboratories Limited**, held on **28th day of July, 2014 at 10.30 A.M.** at Auditorium of The National Institute of Pharmaceutical Education and Research (NIPER), Sector-67, S.A.S. Nagar (Mohali)-160062, Punjab, 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 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.
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:



1) Resolution 1- Adoption of Financial Statements for the 15 months period 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 by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

2) Resolution 2 – Re-Appointment of Mr. Takashi Shoda, as Director, who retires by Rotation.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A



(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

3) Resolution 3 (Ordinary Resolution) – Re-Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No.: 101248W), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of its Sixth Annual General Meeting and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A



- 4) Resolution 4 (Ordinary Resolution) – Appointment of Dr. Anthony H. Wild (holding DIN 02454431), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

- (ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

- (iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

- 5) Resolution 5 (Ordinary Resolution) – Appointment of Mr. Akihiro Watanabe (holding DIN 02439360), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

- (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100



(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

6) Resolution 6 (Ordinary Resolution) – Appointment of Mr. Percy K. Shroff (holding DIN 02143003), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A



(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

7) Resolution 7 (Ordinary Resolution) – Appointment of Mr. Rajesh V. Shah (holding DIN 00033371), as an Independent Director of the Company to hold office for a term upto five consecutive years commencing from April 1, 2014, Not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A



8) Resolution 8 (Special Resolution) – Payment of remuneration to the Non-Executive Directors of the Company.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

9) Resolution 9 (Special Resolution) –Payment of revised remuneration to Mr. Arun Sawhney (DIN-01929668), CEO & Managing Director of the Company effective from April 1, 2014, for the remaining tenure of his Appointment i.e. upto December 31, 2016.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100



(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

10) Resolution 10 (Special Resolution) – Nomination of Independent Directors of the Company as a Director on the Board of major overseas Subsidiaries of the Company and to receive remuneration from respective Subsidiary Company by way of profit related commission.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A



11) Resolution 11 (Special Resolution) – Borrowing money up to Rs. 7,500 Crores in excess of the aggregate of Paid-up Capital & Free Reserves [section 180(1) (c) of 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 by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

12) Resolution 12 (Ordinary Resolution) – Re-Appointment of M/s R.J. Goel & Co., Cost Accountants as Cost Auditors of the Company, For the year 2014-15 at a remuneration of Rs. 12 lacs.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100



(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A

13) Resolution 13 (Special Resolution) – Approve the report of Board of Directors pursuant to the provisions of the Section 23 of Sick Industrial Companies (Special Provision) Act, 1985.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	6152371	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	N/A	N/A

(iii) Invalid votes :

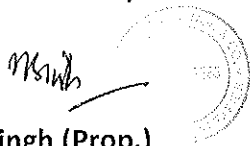
Total Number of Members whose votes were declared invalid	Total number of votes cast by them
NIL	N/A



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 papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

**For Nityanand Singh & Co.
(Company Secretaries)**

A handwritten signature in black ink, appearing to read 'N. Singh', is written over a circular, embossed or stamped seal. The seal is partially obscured by the signature and has some illegible text around its perimeter.

**Nityanand Singh (Prop.)
C.P. No.: 2388
Membership No.: 2668**

Place: Mohali
Dated:28.07.2014