

31.12.2018

BSE Limited  
Department of Corporate Relationship  
1<sup>st</sup> Floor, New Trade Ring, Rotunda Building  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400001  
Scrip Code : 524742

By BSE Listing

National Stock Exchange of India Ltd.,  
Department of Corporate Services  
Exchange Plaza, 5<sup>th</sup> Floor,  
C-1, Block G, BandraKurla Complex,  
Bandra (E), Mumbai – 400 051  
Scrip Code : CAPLIPOINT.

By NEAPS

Dear Sir,

**SUB: DECLARATIONS OF RESULTS OF VOTING CONDUCTED BY POSTAL BALLOT**

Pursuant to Regulation 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, approval of the Members of the Company was sought for the following Special resolution, by means of Postal Ballot including e-voting vide Postal Ballot Notice dated November 19, 2018.

The details of the resolution are as under:

Resolution	Nature of Resolution	Mode of voting	Result
Transfer of business undertaking of the Company (Regulated Markets injectable Business, including USFDA approved injectable plant and DSIR recognised R&D units CP4 & CP5) to its Wholly Owned Subsidiary Company	Special	Postal Ballot including e-voting	The special resolution was passed with requisite Majority

The details of combined voting results (e-voting and voting through Postal Ballot Forms) and report of the Scrutiniser are enclosed as Annexures.

Kindly take the above on your records.

Thanking You,

Yours Faithfully,  
For Caplin Point Laboratories Limited

  
Company Secretary

Enclosures: As above.....

**Regd. Off. :** "NARBAVI", No. 3, Lakshmanan Street, T.Nagar, Chennai - 600 017, Tamil Nadu, India. Ph.: +91 44 28156653.  
**Unit I :** No. 85/3, Suthukeny Village, Mannadipet Commune, Puducherry - 605 502. Ph.: 95242 32888 / 95242 32006.  
**Unit II :** No. 19, Chinnapuliur Village, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Thiruvallur District - 601 201. Ph.: 9445391317.  
**Unit III :** Plot No. 44, 8th Avenue, Domestic Tariff Area, Mahindra World City, Chengalpattu Taluk, Kanchipuram District-603 004.  
**Unit IV :** Survey No. 895 & 897, Guruvarajakandigai, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Thiruvallur District - 601 201. Ph.: 9788459333 / 69333.  
**Unit V :** Ashvich Tower, 2nd Floor, No. 3, Developed Plots Industrial Estate, Perungudi, Chennai – 600 096. Ph.: +91 44 24968000.



**G RAMACHANDRAN & ASSOCIATES**  
COMPANY SECRETARIES

**REPORT OF SCRUTINIZER**

[Pursuant to rule Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman  
M/s. Caplin Point Laboratories Limited  
CIN # L24231TN1990PLC019053  
"NARBAVI", No.3, Lakshmanan Street,  
T Nagar, Chennai-600 017

Sir,

**Sub:** Postal Ballot under Section 110 of the Companies Act, 2013 and Rules made thereunder

I, G Ramachandran of M/s. G RAMACHANDRAN & ASSOCIATES, Company Secretaries, having office at F-10 Syndicate Residency, No. 3, Dr. Thomas First Street, Off South Boag, Road, T.Nagar, Chennai - 600017 was appointed as the scrutinizer by the Board of Directors of M/s. Caplin Point Laboratories Limited ("**the Company**") for the purpose of the Postal Ballot (including e-voting) which concluded at 5.00 PM on Sunday the 30<sup>th</sup> December, 2018 on the following resolution:

S. No.	Section / Listing Agreement	Resolutions	Nature of Resolution
1	Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements)	Approval for the transfer of business undertaking of the company (regulated markets injectable business, including USFDA approved injectable plant) to its wholly owned subsidiary company	Special



a.	Pursuant to Section 110 of the Companies Act, 2013 (“the Act”) and Rule 22 of the Companies (Management & Administration) Rules, 2014, the notice, ballot papers and other relevant papers including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 29 <sup>th</sup> November, 2018 and to the other shareholders by Speed Post on 30 <sup>th</sup> November, 2018 and subsequently, the Postal Ballot Notice was also placed on the website of the Company and that of the agency, i.e., National Securities Depositories Limited (NSDL). The members of the Company were given an option to vote electronically on e-voting platform, provided by the NSDL or by postal ballot.
b.	The Public Advertisement with respect to dispatch of notices and conducting of Postal Ballot including e-voting through electronic means was published in “Financial Express” an English newspaper on 1 <sup>st</sup> December, 2018 and “Maalai Sudar” a vernacular newspaper on 1 <sup>st</sup> December, 2018.
c.	The Postal Ballot / e-voting period commenced at 10.45 A.M. on 1 <sup>st</sup> December, 2018 and ended at 5.00 P.M. on 30 <sup>th</sup> December, 2018. Immediately after the cutoff time, the e-voting facility was blocked at 5.00 P.M. 171 shareholders exercised their franchise by e-voting aggregating to 6,05,11,860 Equity Shares and 117 physical postal ballots were received aggregating to 57,682 Equity Shares.
d.	The Corporate members who had participated in the e-voting had provided the scanned copy of the resolution.
e.	A register has been maintained electronically to record the assent or dissent, received, mentioning particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares.

The Polling pattern is here under:

Resolution	Mode	Ballots received	Total Shares
1	ELEC	171	6,05,11,860
	PHYL	117	57,682
	TOTAL	288	6,05,69,542

The details of Physical Postal ballot received are given hereunder:

Total Votes		Total Abstained Votes		Total Invalid Votes		Total Valid Votes	
Ballots	Shares	Ballots	Shares	Ballots	Shares	Ballots	Shares
117	71,931	19	13,747	3	502	95	57,682



A. The combined results in terms of number of Polls are as under:

Item No. in Notice	Category of voting	No. of Members who cast their votes by E- Voting & Postal Ballot		Total Valid Votes
		Votes in Favour	Votes Against	
Item No. 1	Electronic	152	19	171
	Physical	89	6	95
	<b>TOTAL</b>	241	25	266

B. In terms of Number of Shares:

Item No. in Notice	Category of voting	Number of Votes in Favour (in number of shares)	Number of Votes Against (in number of shares)	Total Valid Votes (in number of shares)	Assent %	Dissent %	Passed as Ordinary / Special Resolution
Item No. 1	Electronic	6,05,06,609	5,251	6,05,11,860	<del>99.99</del>	<del>0.01</del>	Passed as a Special Resolution
	Physical	56,270	1,412	57,682			
	<b>TOTAL</b>	<b>6,05,62,879</b>	<b>6,663</b>	<b>6,05,69,542</b>			

1. An analysis of Abstained / Invalid Votes is hereunder:

Resolution	Mode of voting	Reasons	No. of ballots	No. of shares
1	Physical	Abstained	19	13,747
		Invalid	3	502
	<b>Total Abstained / Invalid Votes</b>			<b>22</b>

2. Out of 22 invalid physical ballots, 3 were rejected as the shareholders opted both e-voting and postal ballot and 19 were rejected due to non-exercising of voting.

3. 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.



All other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you

Yours Faithfully  
For **G RAMACHANDRAN & ASSOCIATES**  
*Company Secretaries*



**G. RAMACHANDRAN**  
*Proprietor*  
FCS No.9687 CoP. No.3056  
*Scrutinizer*

Date: 31<sup>st</sup> December, 2018  
Place: Chennai

Name of the Company:	Caplin Point Laboratories Limited	
Cut of date for determining the eligibility of Shareholders	November 27, 2018	
No. of shareholders as on the cut of date	26414	
Special Resolution	Category	
TRANSFER OF BUSINESS UNDERTAKING OF THE COMPANY ( REGULATED MARKETS INJECTABLE BUSINESS, INCLUDING USFDA APPROVED INJECTABLE PLANT AND DSIR RECOGNISED R&D UNITS CP4 & CP5) TO ITS WHOLLY OWNED SUBSIDIARY COMPANY (UNDER INCORPORATION)	PROMOTER AND PROMOTER GROUP	
	INSTITUTION	Mode
		EVOT
		PHYSICAL
	PUBLIC	POSTAL BALLOT
		EVOT
		PHYSICAL
	Result	Resolution was passed with requisite majority

Mode	Total Shares	No. of Votes Polled	% of votes	Votes in Favour	Votes against	% of Votes in Favour	% of Votes against
EVOT	52204192	52204192	100.000	52204192	0	100.000	0.000
PHYSICAL		0	0.000	0	0	0.000	0.000
POSTAL BALLOT		0	0.000	0	0	0.000	0.000
EVOT	5400005	5175400	95.841	5175400	0	100.000	0.000
PHYSICAL		0	0.000	0	0	0.000	0.000
POSTAL BALLOT		0	0.000	0	0	0.000	0.000
EVOT	17999303	3132268	17.402	3127017	5251	99.832	0.168
PHYSICAL		0	0.000	0	0	0.000	0.000
POSTAL BALLOT		57682	0.320	56270	1412	97.552	2.448

