

31<sup>st</sup> August, 2018

(1) BSE Ltd  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

(2) National Stock Exchange of India Ltd  
Listing Department  
Exchange Plaza, 5<sup>th</sup> floor,  
Plot no. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

**Scrip Code: 500087**

**Scrip Code: CIPLA EQ**

(3) SOCIETE DE LA BOURSE DE  
LUXEMBERG  
Societe Anonyme  
35A Boulevard Joseph II,  
L-1840 Luxembourg

**Sub: Summary of proceedings of Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

The 82<sup>nd</sup> Annual General Meeting (AGM) of the Company was held on Thursday, 30<sup>th</sup> August 2018 at 3.00 p.m. (IST) at Nehru Centre Auditorium, Discovery of India Building, Dr. Annie Besant Road Worli, Mumbai – 400 018.

**Directors Present:**

- 1) Dr. Y. K. Hamied – Chairman
- 2) Mr. M. K. Hamied – Vice-Chairman and Chairman – Stakeholders Relationship Committee
- 3) Ms. Samina Vaziralli – Executive Vice-Chairperson
- 4) Mr. Umang Vohra – Managing Director and Global Chief Executive Officer
- 5) Mr. S. Radhakrishnan – Non-Executive Director
- 6) Mr. Adil Zainulbhai – Lead Independent Director and representing Ms. Punita Lal, Chairperson – Nomination and Remuneration Committee
- 7) Mr. Ashok Sinha – Independent Director and Chairman – Audit Committee
- 8) Dr. Peter Mugenyi – Independent Director

Ms. Punita Lal, Ms. Naina Lal Kidwai, Ms. Ireena Vittal and Mr. Peter Lankau were not able to attend the AGM due to prior commitments.

**In Attendance:**

- 1) Mr. Kedar Upadhye – Global Chief Financial Officer
- 2) Mr. Rajendra Chopra – Company Secretary
- 3) Mr. Ashish Gupta – Representative of Walker Chandiook & Co LLP, Chartered Accountants, Statutory Auditor
- 4) Mr. B. Narasimhan – Practising Company Secretary, representative of BNP & Associates, Secretarial Auditor and the scrutinizer for the purpose of remote e-voting and voting at the AGM
- 5) Mr. D.H. Zaveri – Cost Auditor

**Members present in person or through proxy:**

- 1) Promoter and Promoter Group - 8
- 2) Public - 242

Dr. Y. K. Hamied, Chairman took the Chair and welcomed the members. Requisite Quorum was present. The Chairman called the meeting to order. He introduced the Directors, the Global Chief Financial Officer and the Company Secretary on the dais and the auditors present at the AGM.

The Chairman then requested Mr. Rajendra Chopra, Company Secretary to make the statutory announcements. The Company Secretary *inter-alia* informed the members that (i) the remote e-voting facility commenced at 9.00 a.m. (IST) on Monday, 27<sup>th</sup> August 2018 and ended at 5.00 p.m. (IST) on Wednesday, 29<sup>th</sup> August 2018. (ii) electronic voting facility at the venue of the AGM (InstaPoll) was made available for members who had not exercised their vote through remote e-voting facility.

The Company Secretary thereafter requested the Chairman to conduct the proceedings of the meeting. The Chairman briefed the members on the last year's performance and research & innovation, etc.

Thereafter, all resolutions as mentioned in the Notice of the AGM dated 22<sup>nd</sup> May, 2018 were proposed and seconded. Dr. Y. K. Hamied, Chairman being interested in Resolution nos. 4, 9, 10 and 12 of the AGM Notice dated 22<sup>nd</sup> May 2018, the proceedings of the meeting were conducted by Mr. Adil Zainulbhai (for resolution nos. 4, 9 and 10) and by Mr. Umang Vohra (for resolution no. 12).

The Chairman then invited queries from the members. Some members raised queries, which were suitably replied to by Mr. Umang Vohra, Managing Director and Global Chief Executive Officer.

The brief summary of the resolutions put up for members' approval were as under:

**Ordinary Business(es):**

1. Receive, consider and adopt the standalone financial statement of the Company for the financial year ended 31<sup>st</sup> March, 2018 and the reports of the Board of Directors and the Auditors thereon.
2. Receive, consider and adopt the consolidated financial statement of the Company for the financial year ended 31<sup>st</sup> March, 2018 and the report of the Auditors thereon.
3. Declaration of dividend of Rs.3/- per equity shares
4. Re-appointment of Ms. Samina Vaziralli as director liable to retire by rotation

**Special Business(es):**

5. Alteration of Memorandum of Association
6. Adoption of new Articles of Association
7. Authorisation for issuance of equity shares / other securities convertible into equity shares upto Rs.2000 crore
8. Authorisation for issuance of debt securities upto Rs.2000 crore
9. Continuation of Dr. Y.K. Hamied as director not liable to retire by rotation pursuant to regulation 17 of SEBI Listing Regulations

: 3 :

10. Continuation of Mr. M.K. Hamied as director liable to retire by rotation pursuant to regulation 17 of SEBI Listing Regulations
11. Ratification of remuneration of the cost auditors for the financial year 2018-19
12. Payment of commission to non-executive directors

The Chairman informed the members that the combined voting results shall be (i) disseminated to the stock exchanges, (ii) placed on the notice board at the registered office of the Company and; (iii) on the website of the Company and Karvy Computershare Private Limited.

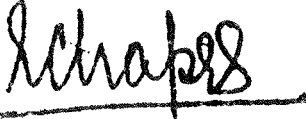
The Chairman thanked the members for attending the AGM.

#### **Voting Results:**

Based on the Scrutinizer's Report, all the resolutions as set out in the Notice of the AGM dated 22<sup>nd</sup> May, 2018 were passed with overwhelming requisite majority.

Thank you,

Yours faithfully,  
For Cipla Limited



Rajendra Chopra  
Company Secretary

Prepared by: Ashish Chauhan