



Divi's Laboratories Limited

Date.11th September 2018

To
The Secretary
National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex, Bandra (East)
MUMBAI - 400 051

To
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI - 400 001

Stock Code: DIVISLAB

Stock Code: 532488

Dear Sir/Madam,

Sub: Details of voting results of 28th Annual General Meeting of the company held on 10th September, 2018 at 10.00 A.M.

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results of 28th Annual General Meeting (AGM) of the Company held on 10th September 2018 at 10.00 A.M. at Global Peace Auditorium, Brahma Kumaris, Shanti Sarovar, Academy for Better World, Gachibowli, Hyderabad - 500 032, are enclosed as per prescribed format.

As required under Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the Scrutinizer's Report on the remote e-voting and voting through poll is also enclosed herewith.

This is for your information and records.

Thanking You,

Yours faithfully,
For **Divi's Laboratories Limited**


P V Lakshmi Rajani
Company Secretary



“An ISO-9001, ISO-14001 and OHSAS-18001 Triple certified company”

Regd. Off. : Divi Towers, 1-72/23(P)/DIVIS/303, Cyber Hills, Gachibowli, Hyderabad - 500 032, Telangana, INDIA.

Tel : 91-40-2378 6300, Fax : 91-40-2378 6460, CIN : L24110TG1990PLC011854

E-mail : mail@divislaboratories.com, Website : www.divislaboratories.com



Divi's Laboratories Limited

Voting results of 28th Annual General Meeting

Date of the AGM: 10th September, 2018 (Monday)

Total number of shareholders on record date: 77767
(as of - cut-off date 3rd September, 2018)

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 3
Public: 692

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Not arranged
Public: Not arranged

Agenda-wise Result

The mode of voting for all the resolutions was E-voting and Poll conducted at the meeting.

Details of Agenda: As per attachment



“An ISO-9001, ISO-14001 and OHSAS-18001 Triple certified company”

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Tel : 91-40-2378 6300, Fax : 91-40-2378 6460, CIN : L24110TG1990PLC011854

E-mail : mail@divislaboratories.com, Website : www.divislaboratories.com

Resolution No. 1		Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31st March, 2018						
Resolution required: (Ordinary/ Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	138106078	138076478	99.9786	138076478	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		138076478	99.9786	138076478	0	100.0000	0.0000
Public- Institutions	E-Voting	92094363	76343793	82.8974	76343793	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		76343793	82.8974	76343793	0	100.0000	0.0000
Public- Non Institutions	E-Voting	35268139	4835997	13.7121	4835997	0	100.0000	0.0000
	Poll		832284	2.3599	832284	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5668281	16.072	5668281	0	100.0000	0.0000
Total		265468580	220088552	82.9057	220088552	0	100.0000	0.0000

Resolution No. 2		Declaration of dividend on Equity Shares for the financial year ended 31st March, 2018						
Resolution required: (Ordinary/ Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	138106078	138076478	99.9786	138076478	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		138076478	99.9786	138076478	0	100.0000	0.0000
Public- Institutions	E-Voting	92094363	76400267	82.9587	76400267	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		76400267	82.9587	76400267	0	100.0000	0.0000
Public- Non Institutions	E-Voting	35268139	4846883	13.7430	4846883	0	100.0000	0.0000
	Poll		832284	2.3599	832284	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5679167	16.1029	5679167	0	100.0000	0.0000
Total		265468580	220155912	82.9311	220155912	0	100.0000	0.0000



Resolution No. 3		Re-appointment of Mr. N.V. Ramana (DIN: 00005031), who retires by rotation and being eligible, offers himself for re-appointment						
Resolution required: (Ordinary/ Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	138106078	138076478	99.9786	138076478	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		138076478	99.9786	138076478	0	100.0000	0.0000
Public- Institutions	E-Voting	92094363	76398637	82.9569	74961293	1437344	98.1186	1.8813
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		76398637	82.9569	74961293	1437344	98.1186	1.8814
Public- Non Institutions	E-Voting	35268139	4846863	13.7429	4846405	458	99.9905	0.0094
	Poll		832284	2.3599	832284	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5679147	16.1028	5678689	458	99.9919	0.0081
Total		265468580	220154262	82.9304	218716460	1437802	99.3469	0.6531

Resolution No. 4		Re-appointment of Mr. Madhusudana Rao Divi (DIN: 00063843), who retires by rotation and being eligible, offers himself for re-appointment						
Resolution required: (Ordinary/ Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	138106078	137567000	99.6097	137567000	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		137567000	99.6097	137567000	0	100.0000	0.0000
Public- Institutions	E-Voting	92094363	76398637	82.9569	74961293	1437344	98.1186	1.8813
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		76398637	82.9569	74961293	1437344	98.1186	1.8814
Public- Non Institutions	E-Voting	35268139	4846863	13.7429	4846863	0	100.0000	0.0000
	Poll		832284	2.3599	832284	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5679147	16.1028	5679147	0	100.0000	0.0000
Total		265468580	219644784	82.7385	218207440	1437344	99.3456	0.6544



COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL

To
Dr.Murali K. Divi
Chairman & Managing Director
Divi's Laboratories Limited
1-72/23(P)/DIVIS/303, Divi Towers,
Cyber Hills, Gachibowli,
Hyderabad-500032.

28th Annual General Meeting of the Equity Shareholders of **Divi's Laboratories Limited** having its Registered Office at 1-72/23(P)/DIVIS/303, Divi Towers, Cyber Hills, Gachibowli, Hyderabad-500032, Telangana, held on Monday the **10th day of September, 2018** at 10.00 A.M. at Global Peace Auditorium, Brahma Kumaris, Shanti Sarovar, Academy for Better World, Gachibowli, Hyderabad-500032.

Dear Sir,


I V. Bhaskara Rao, a Company Secretary in practice having office at 6-2-1085/B, Flat No.103, Badam Sohana Apartments, Rajbhavan Road, Somajiguda, Hyderabad - 500 082, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of Companies Act, 2013 (The Act) read with Rule 20 of the Companies (Management and Administration) rules, 2015 and the Poll Process under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) rules, 2014, on the below mentioned resolution(s), at the 28th Annual General Meeting of the Equity Shareholders of Divi's Laboratories Limited, held on Monday the 10th day of September, 2018 at 10.00 A.M. at Global Peace Auditorium, Brahma Kumaris, Shanti Sarovar, Academy for Better World, Gachibowli, Hyderabad-500032. I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Divi's Laboratories Limited, Two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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 shareholders holding shares as on the "cut off" date i.e. 3rd September, 2018 were entitled to vote on the proposed resolutions (Item Nos.1 to 4 as set out in the Notice of the 28th AGM of Divi's Laboratories Limited).
5. The Company had appointed Karvy Computershare Private Limited as the service provider, for executing the facility of Remote E-voting to the shareholders of the Company. The Remote E-voting period for the business transacted at the AGM commenced from 6th September, 2018, 9.00AM (IST) and ended on 9th September, 2018, 5.00 PM (IST). The results of the Remote E-voting were unblocked by me on 9th September, 2018 at 5.00 PM (IST).
6. In respect of Remote E-Voting, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of Karvy ([https:// www.evoting.karvy.com](https://www.evoting.karvy.com))
7. The Register, all other papers and relevant records relating to Electronic Voting, Poll Papers at the meeting shall remain in our safe custody until Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.
8. I have completed the formalities of voting by Electronic and Polling Paper at the AGM. I hereby submit my report (**Annexed**) and you may accordingly declare the results of the voting. All the resolutions stand passed on combined result (Remote e-voting and Poll Paper).

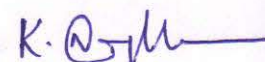
Thanking You,


CS Bhaskara Rao V
Company Secretary
C.P.4182, FCS No.5939



Place: Hyderabad
Date: 11.09.2018

Witnesses:

1) K. Nagarjuna 

2) Ch. Sharath 

Annexure

Resolution 1: Adoption of Audited Financial Statements (Standalone and Consolidated) for the year ended 31st March 2018 alongwith the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	387	219256268	99.62
Poll at the Venue	99	832284	00.38
Total	486	220088552	100.00

(ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	Nil	Nil	Nil
Poll at the Venue	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	2	910
Total	2	910

(iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	5	129116
Poll at the Venue	Nil	Nil
Total	5	129116

(v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	4	151102
Poll at the Venue	Nil	Nil
Total	4	151102



Resolution 2: Declaration of dividend on Equity Shares for the Financial year ended 31st March 2018.

(i) Voted in favour of the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	390	219323628	99.62
Poll at the Venue	99	832284	00.38
Total	489	220155912	100.00

(ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	Nil	Nil	Nil
Poll at the Venue	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	2	910
Total	2	910

(iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	2	61756
Poll at the Venue	Nil	Nil
Total	2	61756

(v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	4	151102
Poll at the Venue	Nil	Nil
Total	4	151102



Resolution 3: Re-appointment of Mr. N.V. Ramana (DIN: 00005031), who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	381	217884176	98.97
Poll at the Venue	99	832284	00.38
Total	480	218716460	99.35

(ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	1437802	0.65
Poll at the Venue	Nil	Nil	Nil
Total	7	1437802	0.65

(iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	2	910
Total	2	910

(iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	4	63406
Poll at the Venue	3	563078
Total	7	626484

(v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	4	151102
Poll at the Venue	Nil	Nil
Total	4	151102



Resolution 4: Re-appointment of Mr. Madhusudana Rao Divi (DIN:00063843), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	379	217375156	98.97
Poll at the Venue	99	832284	00.38
Total	478	218207440	99.35

(ii) Voted against the resolution:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	1437344	00.65
Poll at the Venue	Nil	Nil	Nil
Total	6	1437344	00.65

(iii) Invalid votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	Nil	Nil
Poll at the Venue	2	910
Total	2	910

(iv) Abstain votes:

Particulars	Number of members voted (in person or proxy)	Number of votes cast by them
Remote E-voting	7	572884
Poll at the Venue	Nil	Nil
Total	7	572884

(v) Less voted:

Particulars	Number of members voted (in person or proxy)	Number of votes Less cast by them
Remote E-voting	4	151102
Poll at the Venue	Nil	Nil
Total	4	151102



Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared Invalid for each resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

Thanking you

Yours faithfully

V. B.

CS Bhaskara Rao V
Company Secretary
C.P.4182, FCS No.5939



Place: Hyderabad
Date: 11.09.2018