



## RPG LIFE SCIENCES LIMITED

Unit No. 208-213, B Wing, Bezzola Complex, Sion-Trombay Road, Chembur, Mumbai 400071, India  
Tel: +91-22-25292152-55 ♦ Fax: +91-22-25297423

July 30, 2015

To

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C-1, G- Block, Bandra - Kurla Complex, Bandra (East) Mumbai - 400 051.	BSE Limited Corporate Relationship Department 25, P.J. Towers, Dalal Street, Mumbai 400 001.
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Dear Sir/ Madam,

**Sub: Disclosure of voting results pursuant to Clause 35A of the listing agreement.**

**(Scrip Code: RPGLIFE/ 532983)**

Pursuant to Clause 35A of the listing agreement, we are pleased to inform you that all the resolutions proposed at the 8<sup>th</sup> Annual General Meeting of the Company held on July 28, 2015 at 03.00 p.m. at Ravindra Natya Mandir, P.L. Deshpande Maharashtra Kala Academy, Sayani Road, Prabhadevi, Mumbai 400 025, have been passed with the requisite majority.

Date of the Annual General Meeting	July 28, 2015
Total number of shareholders on record date (July 21, 2015 cut-off date for e-voting)	13,482

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

	Present in Person	Present through Proxy	Total
Promoters and Promoter Group	7*	1	8
Public	40	1	41

\* 6 through authorized representatives and 1 in person.

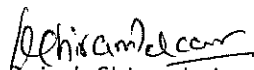
**No. of shareholders attended the meeting through Video Conferencing:**

Promoters and Promoter Group	Nil
Public	Nil

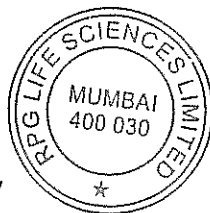
The details of voting results per resolution are enclosed as an annexure. Kindly take the same on record.

Thanking you,

Yours faithfully,  
For RPG Life Sciences Limited

  
Rajesh Shirambekar  
Head - Legal & Company Secretary

Encl: As above



Regd. Off.: RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400030, India  
Tel: +91-22-24981650 / 66606375 ♦ Fax: +91-22-24970127  
E-mail : info@rpglifesciences.com ♦ Web: www.rpglifesciences.com  
CIN : L24232MH2007PLC169354



RPG Life Sciences Limited - Annexure to Voting results pursuant to clause 35A of the Listing Agreement.

Resolution No. 1- Adoption of audited Financial Statements for the year ended on March 31, 2015, together with Reports of the Directors and Auditors thereon.

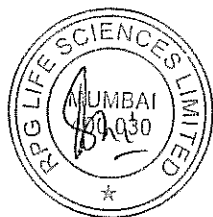
Ordinary Resolution

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
Mode of Voting: (E-voting/Physical Ballot + Poll)							
Promoter and Promoter Group	1,10,43,917	1,10,43,917	100.0000	1,10,43,917	0	100.0000	0.0000
Public Institutional Holders	81,304	0	0.0000	0	0	0.0000	0.0000
Public Others	54,10,884	439	0.0081	434	5	98.8610	1.1389
<b>Total</b>	<b>1,65,36,105</b>	<b>1,10,44,356</b>	<b>66.7894</b>	<b>1,10,44,351</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>

Resolution No. 2- Declaration of dividend on equity shares of the Company for the year ended March 31, 2015.

Ordinary Resolution

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
Mode of Voting: (E-voting/Physical Ballot + Poll)							
Promoter and Promoter Group	1,10,43,917	1,10,43,917	100.0000	1,10,43,917	0	100.0000	0.0000
Public Institutional Holders	81,304	0	0.0000	0	0	0.0000	0.0000
Public Others	54,10,884	439	0.0081	434	5	98.8610	1.1389
<b>Total</b>	<b>1,65,36,105</b>	<b>1,10,44,356</b>	<b>66.7894</b>	<b>1,10,44,351</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>



RPG Life Sciences Limited - Annexure to Voting results pursuant to clause 35A of the Listing Agreement.

Resolution No. 3- Re-appointment of Mr. H.V. Goenka as a Director of the Company.

Ordinary Resolution

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
Mode of Voting: (E-voting/Physical Ballot + Poll)							
Promoter and Promoter Group	1,10,43,917	1,10,43,917	100.0000	1,10,43,917	0	100.0000	0.0000
Public Institutional Holders	81,304	0	0.0000	0	0	0.0000	0.0000
Public Others	54,10,884	439	0.0081	434	5	98.8610	1.1389
<b>Total</b>	<b>1,65,36,105</b>	<b>1,10,44,356</b>	<b>66.7894</b>	<b>1,10,44,351</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>

Resolution No. 4- Ratification of the appointment of Statutory Auditors of the Company.

Ordinary Resolution

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
Mode of Voting: (E-voting/Physical Ballot + Poll)							
Promoter and Promoter Group	1,10,43,917	1,10,43,917	100.0000	1,10,43,917	0	100.0000	0.0000
Public Institutional Holders	81,304	0	0.0000	0	0	0.0000	0.0000
Public Others	54,10,884	439	0.0081	434	5	98.8610	1.1389
<b>Total</b>	<b>1,65,36,105</b>	<b>1,10,44,356</b>	<b>66.7894</b>	<b>1,10,44,351</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>

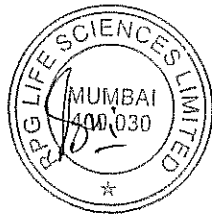


RPG Life Sciences Limited - Annexure to Voting results pursuant to clause 35A of the Listing Agreement.

Resolution No. 5- Ratification of remuneration payable to Cost Auditors of the Company.

Ordinary Resolution

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
Mode of Voting: (E-voting/Physical Ballot + Poll)							
Promoter and Promoter Group	1,10,43,917	1,10,43,917	100.0000	1,10,43,917	0	100.0000	0.0000
Public Institutional Holders	81,304	0	0.0000	0	0	0.0000	0.0000
Public Others	54,10,884	439	0.0081	434	5	98.8610	1.1389
<b>Total</b>	<b>1,65,36,105</b>	<b>1,10,44,356</b>	<b>66.7894</b>	<b>1,10,44,351</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>



To,  
The Chairman,  
RPG Life Sciences Limited  
RPG House,  
463, Dr. Annie Besant Road,  
Worli,  
Mumbai - 400030.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of RPG Life Sciences Limited held on Tuesday, July 28, 2015 at 3.00p.m.**

I, P. N. Parikh, of M/s. Parikh Parekh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of RPG Life Sciences Limited pursuant to Section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting/physical ballot forms in respect of the below mentioned resolutions passed at the Annual General Meeting of RPG Life Sciences Limited held on Tuesday, July 28, 2015 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on July 28, 2015.

The Notice dated April 29, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the members who do not have access to remote e-voting facility.



The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier either through remote e-voting facility or by physical ballot.

The shareholders of the company holding shares as on the "cut-off" date of July 21, 2015 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Friday, July 24, 2015 at 09:00 a.m. (IST) and ended on Monday, July 27, 2015 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system and the ballot forms received respectively.

I now submit my consolidated Report as under on the result of the remote e-voting/physical ballot forms and voting at the meeting in respect of the said Resolutions.



**Resolution 1: Ordinary Resolution**

Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
23	1,10,44,351	100.00(Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A



**Resolution 2: Ordinary Resolution**

**Declaration of dividend on equity shares of the Company for the year ended March 31, 2015.**

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

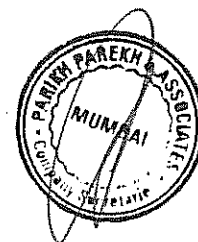
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
23	1,10,44,351	100.00(Rounded Off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A





**Resolution 3: Ordinary Resolution**

Re-appointment of Mr. H.V. Goenka (DIN 00026726) as a Director of the Company.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
23	1,10,44,351	100.00(Rounded Off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A



**Resolution 4: Ordinary Resolution**

Ratification of the appointment of Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
23	1,10,44,351	100.00(Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A



**Resolution 5: Ordinary Resolution****Ratification of Remuneration payable to Cost Auditors of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
23	1,10,44,351	100.00(Rounded Off)

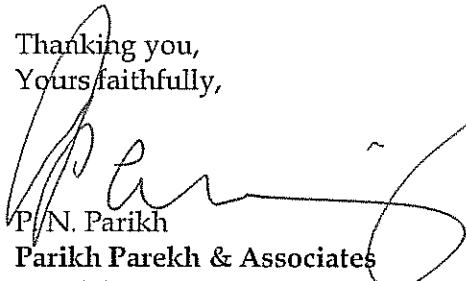
(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	5	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A

Thanking you,  
Yours faithfully,

  
P.N. Parikh  
Parikh Parekh & Associates  
Practising Company Secretaries  
FCS: 327 CP No.: 1228  
111,11<sup>th</sup> Floor, SaiDwar CHS Ltd  
Sab TV Lane, Opp.LaxmiIndl. Estate,  
Off Link Road, Above ShabariRestaurant,  
Andheri West, Mumbai - 400053



Place: Mumbai  
Dated: 28<sup>th</sup> July, 2015