sms pharmaceuticals ltd.

Registered & Corporate Office :
Plot No. 19-111, Road No. 71,
Opp. Bharatiya Vidya Bhavan Public School,
Jubilee Hills Hyderabad - 500 096.Telangana, INDIA.
Tel : +91-40-6628 8888, Fax : +91-40-2355 1402
CIN : L24239AP1987PLC008066
Email : info@smspharma.com, www.smspharma.com

Date: 30th September, 2016

To,
The Managers,
Corporate Filings Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Security Code: 532815

The Managers,
Listing Compliance Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.

Symbol: SMSPHARMA

Subject: Outcome of 28th AGM & Voting Results as per SEBI (LODR) Reg. - Reg. 44(3).

Dear Sir/Madam,

The 28th Annual General Meeting (AGM) of the Company was held on 30th September, 2016 at 11.00 A.M. at the Jubilee Hills International Centre (Jubilee Hills Club), Jubilee Hills, Hyderabad-500 033. In accordance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (Listing Regulation), all the items of the business contained in the AGM Notice dated 10th August, 2016 were transacted and approved by the members with requisite majority.

Sl. No.	Description	Particulars	
1	Date of the AGM	30th September, 2016	
2	Total number of shareholders on record date (cut off) date (24th September, 2016)	14,881	
3	**No. of shareholders present in the meeting either in person or through proxy**		
		in person	through proxy
3a	Promoters and Promoter Group	4	0
3b	Public	49	0
4	**No. of Shareholders attended the meeting through Video Conferencing**		
4a	Promoters and Promoter Group	Nil	Nil
4b	Public	Nil	Nil

Details of the Agenda items, type of resolution and mode of voting on them in prescribed format along with report of scrutinizer (in form MGT-13) and combined result [for remote e-voting and poll] are attached as annexures.

Please take the above intimation on your records.

Thanking You,

Saurav Roy

Saurav Roy
Company Secretary

Encl: a/a
CC: Central Depository Services Limited

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2016 along with the Reports of the Board of Directors' and Auditors' thereon.
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	47616430	88%	47616430	0	100%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	47616430	88%	47616430	0	100%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	49163080	58%	49163080	0	100%	0%

Hyderabad

SMS Pharmaceuticals Limited - 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 2	To declare Dividend on the equity shares for the financial year 2015-16.
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	47616430	88%	47616430	0	100%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	47616430	88%	47616430	0	100%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	49163080	58%	49163080	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 3	To re-appoint Mr. Ramesh Babu Potluri (DIN: 00166381) who retires by rotation, and being eligible, offers himself for re-appointment.
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	0	0%	0	0	0%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	1546650	2%	1546650	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 4	To re-appoint Mr. TVVSN Murthy (DIN: 00465198) who retires by rotation, and being eligible, offers himself for re-appointment.							
Resolution Required	Ordinary							
Whether Promoter/Promoter Group are interested in the agenda resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	0	0%	0	0	0%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	1546650	2%	1546650	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited - 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 5	To appoint M/s. Rambabu & Co., Chartered Accountants, (ICAI Firm Registration No. 002976S) as Statutory Auditors and fix their remuneration
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	47616430	88%	47616430	0	100%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	47616430	88%	47616430	0	100%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	49163080	58%	49163080	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited - 28th AGM held on 30th September, 2016
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 6	To ratify / approve the related party contracts/arrangements/transactions of the Company
Resolution Required	Special
Whether Promoter/Promoter Group are interested in the agenda resolution?	Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	0	0%	0	0	0%	0%
Public - Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public - Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	1546650	2%	1546650	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 7	Re-appointment of Mr. Ramesh Babu Potluri (DIN: 00166381) as Chairman and Managing Director of the Company
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	0	0%	0	0	0%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	1546650	2%	1546650	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited - 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 8	Re-appointment of Mr. TVVSN Murthy (DIN: 00465198) as Vice-Chairman and Joint Managing Director of the Company
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	0	0%	0	0	0%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	1546650	2%	1546650	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 9	Appointment of Mr. P. S. Rao (DIN: 00099066) as an Independent Director of the Company
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	47616430	88%	47616430	0	100%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	47616430	88%	47616430	0	100%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	49163080	58%	49163080	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 10	Re-appointment of Mr. T.V. Praveen as Vice-President (Marketing) of the Company							
Resolution Required	Special							
Whether Promoter/Promoter Group are interested in the agenda resolution?	Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	0	0%	0	0	0%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	1546650	2%	1546650	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 11	Re-appointment of Mr. P. Vamsi Krishna as Vice-President (Operations) of the Company							
Resolution Required	Special							
Whether Promoter/Promoter Group are interested in the agenda resolution?	Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	0	0%	0	0	0%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028253	0	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546650	0	100%	0%
Grand Total		84652030	1546650	2%	1546650	0	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016
Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 12	Ratification of remuneration payable to the Cost Auditor for the Financial Year ending on 31st March, 2017
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	47616430	88%	47616430	0	100%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	47616430	88%	47616430	0	100%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1027513	740	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1545910	740	100%	0%
Grand Total		84652030	49163080	58%	49162340	740	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

SMS Pharmaceuticals Limited – 28th AGM held on 30th September, 2016

Voting Results in the format under Regulation 44(3) of the SEBI (LODR) Regulation, 2015

Agenda Item: 13	Fixation of the amount to be deposited with the company for Service of Documents to the shareholder/member via specified mode on specific request
Resolution Required	Ordinary
Whether Promoter/Promoter Group are interested in the agenda resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (Remote)	54072850	47616430	88%	47616430	0	100%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	54072850	47616430	88%	47616430	0	100%	0%
Public – Institutions	E-Voting (Remote)	23616	0	0%	0	0	0%	0%
	Poll	0	0	0%	0	0	0%	0%
	Total	23616	0	0%	0	0	0%	0%
Public – Non Institutions	E-Voting (Remote)	30037167	1028253	3%	1028103	150	100%	0%
	Poll	518397	518397	100%	518397	0	100%	0%
	Total	30555564	1546650	5%	1546500	150	100%	0%
Grand Total		84652030	49163080	58%	49162930	150	100%	0%

SMS Pharmaceuticals Ltd. Hyderabad

CSB Associates
Company Secretaries

3-6-481, Above Vijaya Bank,
Street No.6, Himayatnagar,
Hyderabad - 500 029.
Mobile : 99855 23338
85001 18567
E-mail : csbassociates27@yahoo.com

REPORT OF SCRUTINIZER – COMBINED
(ON E-VOTING & POLL)

30th September, 2016

The Chairman,
M/s. SMS Pharmaceuticals Limited,
Jubilee Hills, Hyderabad.

Annual General Meeting of the members of M/s. SMS Pharmaceuticals Limited held on 30th September, 2016 at 11:00 a.m.

Dear Sir,

I, **C. Sudhir Babu**, Practicing Company Secretary has been appointed as the Scrutinizer by:

- The Board of Directors of M/s. SMS Pharmaceuticals Limited vide resolution dated 10th August, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 26th September, 2016 at 10:00 a.m. to 29th September, 2016 at 5:00 p.m.

- The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to remote e-voting and ballot voting process for the resolutions contained in the Notice of the 28th AGM of the members of the Company. Our responsibility as a Scrutinizer is to ensure that remote e-voting and ballot voting process is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on remote e-voting and voting by ballot at the AGM venue. The Company has engaged the services of Central Depository Services Limited (CDSL) for voting by electronic means.

- In accordance with the Notice of the AGM sent to the members and the 'Advertisement' published in 'Financial Express all editions and Andhra Prabha Hyderabad edition on 9th September, 2016', pursuant to Rule 20 of the Companies (Management and Administration Rules, 2014 as mended, the remote e-voting period was open from 9:00 a.m. on Monday 26th September, 2016 and was closed at 5:00 p.m. on Thursday, 29th September, 2016.

The equity shareholders holding shares as on Saturday, 24th September, 2016, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 28th AGM of the Company.

CSB ASSOCIATES HYDERABAD COMPANY SECRETARIES

The voting at the AGM venue was conducted by way of ballot paper. The said voting system was provided to all those members who were present at the AGM venue but have not cast their votes by availing the remote e-voting facility. As per the information provided by CDSL, the shareholders who had voted through remote e-voting facility have not been allowed to vote at the venue.

After the conclusion of the voting at the AGM venue, the votes cast there at were counted. The votes on remote e-voting were blocked on Thursday, 29th September, 2016 at 5:00 p.m., in the presence of two witnesses who were not employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of CDSL.

The combined results of the remote e-voting and voting at the AGM venue are given as **Annexure 'A'** to this report. Based on combined results, we report that, all the resolutions as per the Notice of the 28th AGM of the Company stands passed with requisite majority.

The electronic date and all other relevant records relating to the remote e-voting and the voting at the AGM venue are under my safe custody until the Chairman approves and sign the Minutes of the 28th AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

Yours faithfully,

CSB ASSOCIATES HYDERABAD COMPANY SECRETARIES

C. SUDHIR BABU,
Practicing Company Secretary,
Proprietor, CSB Associates,
CP No. 7666; FCS No. 2724.

Witness – 1

T. Anjani Devi
Signature

Name: T. ANJANI DEVI

Witness – 2

D.S.S.
Signature

Name: D. S. SUBBA RAO

Annexure - A

SMS PHARMACEUTICALS LIMITED

Item No. of the Notice and Type of Resolution	Description	Mode of Voting	No. of votes casts	No. of Votes - in favour		No. of Votes - against		Invalid Votes	
				No	%	No	%	No	%
1 - Ordinary Resolution	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2016 along with the Reports of the Board of Directors' and Auditors' thereon.	E-Voting (Remote)	48644683	48644683	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	49163080	49163080	100	NIL	--	NIL	--
2 - Ordinary Resolution	To declare Dividend on the equity shares for the financial year 2015-16.	E-Voting (Remote)	48644683	48644683	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	49163080	49163080	100	NIL	--	NIL	--
3 - Ordinary Resolution	To re-appoint Mr. Ramesh Babu Potluri (DIN: 00166381) who retires by rotation, and being eligible, offers himself for re-appointment.	E-Voting (Remote)	1028253	1028253	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	1546650	1546650	100	NIL	--	NIL	--
4 - Ordinary Resolution	To re-appoint Mr. TVVSN Murthy (DIN: 00465198) who retires by rotation, and being eligible, offers himself for re-appointment.	E-Voting (Remote)	1028253	1028253	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	1546650	1546650	100	NIL	--	NIL	--
5 - Ordinary Resolution	To appoint M/s. Rambabu & Co., Chartered Accountants, (ICAI Firm Registration No. 002976S) as Statutory Auditors and fix their remuneration	E-Voting (Remote)	48644683	48644683	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	49163080	49163080	100	NIL	--	NIL	--
6 - Special Resolution	To ratify / approve the related party contracts/arrangements/transactions of the Company	E-Voting (Remote)	1028253	1028253	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	1546650	1546650	100	NIL	--	NIL	--
7 - Ordinary Resolution	Re-appointment of Mr. Ramesh Babu Potluri (DIN: 00166381) as Chairman and Managing Director of the Company	E-Voting (Remote)	1028253	1028253	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	1546650	1546650	100	NIL	--	NIL	--

CSB ASSOCIATES HYDERABAD COMPANY SECRETARIES

Item No. of the Notice and Type of Resolution	Description	Mode of Voting	No. of votes casts	No. of Votes – in favour		No. of Votes – against		Invalid Votes	
				No	%	No	%	No	%
8 - Ordinary Resolution	Re-appointment of Mr. TVVSN Murthy (DIN: 00465198) as Vice-Chairman and Joint Managing Director of the Company	E-Voting (Remote)	1028253	1028253	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	**1546650**	**1546650**	100	NIL	--	NIL	--
9 - Ordinary Resolution	Appointment of Mr. P. S. Rao (DIN: 00099066) as an Independent Director of the Company	E-Voting (Remote)	48644683	48644683	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	**49163080**	**49163080**	100	NIL	--	NIL	--
10 - Special Resolution	Re-appointment of Mr. T.V. Praveen as Vice-President (Marketing) of the Company	E-Voting (Remote)	1028253	1028253	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	**1546650**	**1546650**	100	NIL	--	NIL	--
11 - Special Resolution	Re-appointment of Mr. P. Vamsi Krishna as Vice-President (Operations) of the Company	E-Voting (Remote)	1028253	1028253	100	NIL	--	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	**1546650**	**1546650**	100	NIL	--	NIL	--
12 - Ordinary Resolution	Ratification of remuneration payable to the Cost Auditor for the Financial Year ending on 31st March, 2017	E-Voting (Remote)	48644683	48643943	100	740	0.002	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	**49163080**	**49162340**	100	740	0%	NIL	--
13 - Ordinary Resolution	Fixation of the amount to be deposited with the company for Service of Documents to the shareholder/member via specified mode on specific request	E-Voting (Remote)	48644683	48644533	100	150	0.00	NIL	--
		Poll	518397	518397	100	NIL	--	NIL	--
		Total	**49163080**	**49162930**	100	150	0%	0	0%

C. SUDHIR BABU,
Practicing Company Secretary,
Proprietor, CSB Associates,
CP No. 7666; FCS No. 2724

CSB ASSOCIATES * HYDERABAD * COMPANY SECRETARIES

Countersigned by :

For SMS Pharmaceuticals Ltd.
Saurav Roy
Company Secretary