

**30th ANNUAL GENERAL MEETING HELD ON SEPTEMBER 25, 2014  
DECLARATION OF RESULTS OF E-VOTING & POLL  
ANNOUNCED ON SEPTEMBER 26, 2014**

The Company had in pursuant to the provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, provided e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 30th Annual General Meeting which is held on September 25, 2014. The e-voting was open from 18th September, 2014 to 20th September, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 30th AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Akshit Gupta of M/s. U.S. & Associates, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting & poll and submitted his consolidated report on September 26, 2014. Based on the Scrutinizers' report, the results are as follows:

S.No	Resolution	Nature of Resolution	% votes cast in favour	% Votes Cast Against
<b>Ordinary Business</b>				
1.	Adoption of Audited Annual Accounts for the financial year 2013-14 and reports of Directors and Auditors thereon.	Ordinary	77.66	22.34
2.	Re-appointment of retiring director i.e. Mr. Soshil Kumar Jain	Special	77.88	22.12
3.	Appointment of M/s. Walker Chandiook & Co LLP as Statutory Auditors	Ordinary	77.88	22.12
<b>Special Business</b>				
4	Appointment of Mr. Raghava Lakshmi Narasimhan as an independent director.	Ordinary	77.66	22.34
5	Appointment of Mr. Namdeo Narayan Khamitkar as an independent director.	Ordinary	77.88	22.12
6	Appointment of Dr. Aditya Narain Saksena as an independent director	Ordinary	77.88	22.12
7	Appointment of Mr. Krishna Murari Lal as an independent director	Ordinary	77.88	22.12
8	Amendment in Articles of Association of Company	Special	77.88	22.12
9	Variation in the terms of appointment of Mr. Ravinder Jain, Managing Director.	Ordinary	77.88	22.12
10	Variation in the terms of appointment of Dr. Rajesh Jain, Joint Managing Director.	Ordinary	77.88	22.12

**PANACEA BIOTEC LIMITED**

CIN:L33117PB1984PLC022350

**Regd. Office:** Ambala-Chandigarh Highway, Lalru – 140 501, Punjab

**Corp. Office:** B-1 Extn./G-3, Mohan Co-operative Indl. Estate, Mathura Road, New Delhi - 110 044,

**Website:** www.panaceabiotec.com **E-mail:** companysec@panaceabiotec.com **Tel:** +91 11 41679000, **Fax:** +91 11 41679075

11	Variation in the terms of appointment of Mr. Sandeep Jain, Joint Managing Director.	Ordinary	77.88	22.12
12	Appointment and ratification of remuneration of M/s. J.P. Gupta & Associates as Cost Auditors of the Company.	Ordinary	100	-
13	Approval of remuneration of Mr. Soshil Kumar Jain, Chairman for the financial years 2014-15 & 2015-16.	Special	77.88	22.12
14	Approval of remuneration of Mr. Ravinder Jain, Managing Director for the financial years 2014-15 & 2015-16.	Special	77.88	22.12
15	Approval of remuneration of Dr. Rajesh Jain, Joint Managing Director for the financial years 2014-15 & 2015-16.	Special	77.88	22.12
16	Approval of remuneration of Mr. Sandeep Jain, Joint Managing Director for the financial years 2014-15 & 2015-16.	Special	77.88	22.12
17	Approval of remuneration of Mr. Sumit Jain, Whole-time Director for the financial year 2014-15.	Special	77.88	22.12
18	Approval for entering into contract/ arrangements/ transactions with M/s PanEra Biotec Pvt. Ltd., an associate company	Special	5.37	94.63
19	Post facto approval of facility agreement entered with M/s Chiron Panacea Vaccines Pvt. Ltd. (under liquidation), Joint Venture Company.	Special	77.88	22.12

Based on the combined Report of the Scrutinizers, all Resolutions as set out in the Notice of 30th Annual General Meeting except resolution no. 18 have been duly approved by the Shareholders with requisite majority.

The Scrutinizer's report is enclosed as Annexure to this result.

**For Panacea Biotec Ltd.**

**Sd/-  
Soshil Kumar Jain  
Chairman**

Place: New Delhi  
Date: 26.09.2014