Prem Chand Goel COMPANY SECRETARY.

1405, YUCCA, Paramount Symphony Crossing Republic Township, NH - 24 Dundahera, Ghaziabad - 201016, INDIA Mobile:9810000471, Email: peeceegoel@gmail.com

SCRUTINIZER'S REPORT

(Voting on Poll)

For 29th Annual General Meeting held on 19TH September, 2014

The Chairman
Morepen Laboratories Limited
Morepen Village, Nalagarh Road,
Near Baddi, Distt. Solan
Himachal Pradesh - <u>173205</u>

I, Prem Chand Goel, Company Secretary (Membership No. FCS - 1434 & CP No. 457) appointed by the Board of Directors of Morepen Laboratories Ltd. in their meeting held on 9th August, 2014 as the Scrutinizer to scrutinize the e-voting process (including polling by ballot) of the Company with regard to its 29th Annual General Meeting scheduled to be held on Friday, the 19th September, 2014 report as under:

- That the voting process with regard to e-voting for its 29th Annual General Meeting commenced on 13th September, 2014 at 9.00 A.M. and concluded on 15th September, 2014 at 5.00 P.M. The e-voting services were provided by Central Depository Services (India) Limited (CDSL).
- 2 That the poll for those who could not vote on e-voting was held on the resolutions set forth in the notice of the 29th Annual General Meeting dt. 9th August, 2014 today i.e. Friday dt. 19th September, 2014.
- That in all 27 shareholders have exercised their right on poll.



Total No. of Votes polled through Ballot	281620
lotal No. of valid votes	281320
Total No. of Invalid Votes	300

Voting Details on Agenda Items:

votes in votes in votes in votes our votes favour on votes polled % of votes Against on votes polled t) (5) (6)=(4)/(2) (7)=(5)/(2) (7)=(5)/(2) (7)=(5)/(2) (7)=(5)/(2) (7)=(5)/(2) (7)=(5)/(2) (7)=(5)/(2) (7)=(5)/(2) 1 0 0.000 0.000 1 0 100.000 0.000 281,319 0 99.893 0.000	281,320	0.063	281,620	44,98,26,203	Total
Votes favour on votes in % of votes against polled votes polled votes polled (5) (6)=(4)/(2) (7)=(5)	281,319	0.136	281,619	20,70,72,105	Public - Others
Votes favour on votes Agains against polled votes polled votes polled (5) (6)=(4)/(2) (7)=(5)	1	0.000	ı	8,73,82,510	Public-Institutional holders
Votes favour on votes against polled (5) (6)=(4)/(2) ×100	0	0.000	0	15,53,71,588	Promoter and Promoter Group
Votes favour on votes against polled	(4)	(3)=(2)/(1) X100	(2)	(1)	
NO. OI WOLES IN	favour V	polled on outstanding	polled	held	8
No of O/ of water in	No. of Votes in N	% of votes	No. of Votes	No. of Shares	Promoter/Public
			E-Voting / Poll		Mode of Voting
		nary Business)	Ordinary (Ordinary Business)		Resolution Required
Adoption of Annual Accounts and Reports thereon for the financial year ended 31 March, 2014.	ports thereon for the fi	ual Accounts and Re	Adoption of Ann		Resolution No. 1



0.000	99.893	0	281,320	0.063	281,620	44,98,26,203	Total
0.000	99.893	0	281,319	0.136	281,619	20,70,72,105	Public - Others
0.000	100.000	0	1	0.000	1	8,73,82,510	Public-Institutional holders
0.000	0.000	0	0	0.000	0	15,53,71,588	Promoter and Promoter Group
(7)=(5)/(2) $\times 100$	(6)=(4)/(2) X100	(5)	(4)	(3)=(2)/(1) X100	(2)	(1)	
Against on votes polled	polled	against	Tavour	outstanding shares	polled	neid	5
% of votes	% of votes in	No. of	No. of Votes in	% of votes	No. of Votes	No. of Shares	Promoter/Public
					E-Voting / Poll		Mode of Voting
				ary Business)	Ordinary (Ordinary Business)		Resolution Required
s Annual General	who retires by rotation at this Annual General ntment.	who retires	DIN: 00012028), v	Re-appointment of Mr. Sushil Suri (DIN: 00012028), who ref Meeting and, being eligible, offers himself for re-appointment.	Re-appointment Meeting and, beir		Resolution No. 2

0.000	99.893	0	281,320	0.063	281,620	44,98,26,203	Total
0.000	99.893	0	281,319	0.136	281,619	20,70,72,105	Public - Others
0.000	100.000	0	Ľ	0.000	1	8,73,82,510	Public-Institutional holders
0.000	0.000	0	0	0.000	0	15,53,71,588	Promoter and Promoter Group
(7)=(5)/(2) X100	(6)=(4)/(2) X100	(5)	(4)	(3)=(2)/(1) X100	(2)	(1)	
Against on votes polled	favour on votes polled	Votes against	favour	polled on outstanding shares	polled	held	
% of votes	% of votes in	No. of	No. of Votes in	% of votes	No. of Votes	No. of Shares	Promoter/Public
					E-Voting / Poll		Mode of Voting
				nary Business)	Ordinary (Ordinary Business)		Resolution Required
55N) as	ntants (FRN: 00685	ered Accou	an And Co., Chartand to fix their rem	Appointment of M/s M. Kamal Mahajan And Co., Chartered Accountants (FRN: 006855N) as Statutory Auditors of the Company and to fix their remuneration	Appointment of N Statutory Auditor		Resolution No. 3

Resolution No. 4		Appointment of №	Appointment of Mr. Sukhcharan Singh (DIN: 0004198)	gh (DIN: 00041987	') as an Ind	as an Independent Director of the	of the
		Company					
Resolution Required		Ordinary (Special Business)	al Business)				
Mode of Voting	×	E-Voting / Poll					
Promoter/Public	No. of Shares	No. of Votes	% of votes	No. of Votes in	No. of	% of votes in	% of votes
	held	polled	polled on outstanding	favour	Votes against	favour on votes polled	Against on votes polled
2	(1)	(2)	shares (3)=(2)/(1) ×100	(4)	(5)	(6)=(4)/(2)	(7)=(5)/(2)
Promoter and Promoter Group	15,53,71,588	0	0.000	0	0	0.000	0.000
Public-Institutional holders	8,73,82,510	1	0.000	1	0	100.000	0.000
Public - Others	20,70,72,105	281,619	0.136	281,319	0	99.893	0.000
Total	44,98,26,203	281,620	0.063	281,320	0	99.893	0.000

	Resolution No. 5		Appointment of №	1r. Manoj Joshi (DII	N: 00036546) as ar	1 Independ	Appointment of Mr. Manoj Joshi (DIN: 00036546) as an Independent Director of the Company	Company
	Resolution Required		Ordinary (Special Business)	al Business)	2. 2.2			
	Mode of Voting	27.	E-Voting / Poll					
	Promoter/Public	No. of Shares	No. of Votes	% of votes	No. of Votes in	No. of	% of votes in	% of votes
	ı	held	polled	polled on	favour	Votes	favour on votes	Against on
	R	2		outstanding		against	polled	votes polled
		(1)	(2)	shares (3)=(2)/(1) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100
	Promoter and Promoter Group	15,53,71,588	0	0.000	0	0	0.000	0.000
	Public-Institutional holders	8,73,82,510	1	0.000	1	0	100.000	0.000
	Public - Others	20,70,72,105	281,619	0.136	281,319	0	99.893	0.000
2/	Total	44,98,26,203	281,620	0.063	281,320	0	99.893	0.000

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0.000	99.893	0	281,319	0.136	281,619	20,70,72,105	Public - Others
0.000	100.000	0	<u> </u>	0.000	<u> </u>	8,73,82,510	Public-Institutional holders
0.000	0.000	0	0	0.000	0	15,53,71,588	Promoter and Promoter Group
(7)=(5)/(2) X100	(6)=(4)/(2) X100	(5)	(4)	(3)=(2)/(1) X100	(2)	(1)	
Against on votes polled	favour on votes polled	Votes against	favour	polled on outstanding	polled	held	
% of votes	% of votes in	No. of	No. of Votes in	% of votes	No. of Votes	No. of Shares	Promoter/Public
					E-Voting / Poll	20	Mode of Voting
				al Business)	Ordinary (Special Business)		Resolution Required
t Director of the	00012096) as an Independent Director of the	0012096)	1	Appointment of Mr. Bhupender Raj Wadhwa (DIN: Company	Appointment of Company		Resolution No. 6

						-0/.0//-00	
0.000	99,893	0	281,319	0.136	281.619	20.70.72.105	Public - Others
0.000	100.000	0	, —	0.000	1	8,73,82,510	Public-Institutional holders
0.000	0.000	0	0	0.000	0	15,53,71,588	Promoter and Promoter Group
(7)=(5)/(2) X100	(6)=(4)/(2) X100	(5)	(4)	(3)=(2)/(1) X100	(2)	(1)	
votes polled	polled	against		outstanding shares			-
Against on	favour on votes	Votes	favour	polled on	polled	held	C.
% of votes	% of votes in	No. of	No. of Votes in	% of votes	No. of Votes	No. of Shares	Promoter/Public
					E-Voting / Poll		Mode of Voting
				ial Business)	Ordinary (Special Business)		Resolution Required
			any	as Director - Technical, of the Company	as Director - Tecl	2	
ector, designated	Whole - Time Dire	0783) as a	Sinha (DIN: 0045	Re-appointment of Dr. Arun Kumar Sinha (DIN: 00450783) as a Whole - Time Director, designated	Re-appointment		Resolution No. 7

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0.000	99.893	0	281,320	0.063	281,620	44,98,26,203	Total
0.000	99.893	0	281,319	0.136	281,619	20,70,72,105	Public - Others
0.000	100.000	0	1	0.000	1	8,73,82,510	Public-Institutional holders
0.000	0.000	0	0	0.000	0	15,53,71,588	Promoter and Promoter Group
(7)=(5)/(2) X100	(6)=(4)/(2) X100	(5)	(4)	(3)=(2)/(1) X100	(2)	(1)	
Against on votes polled	favour on votes polled	Votes against	favour	polled on outstanding	polled	held	
% of votes	% of votes in	No. of	No. of Votes in	% of votes	No. of Votes	No. of Shares	Promoter/Public
					E-Voting / Poll		Mode of Voting
				ial Business)	Ordinary (Special Business)		Resolution Required
2015	Approval of remuneration of the Cost Auditors for the financial year ending 31 March, 2015	inancial yea	t Auditors for the f	ineration of the Cos	Approval of remu		Resolution No. 8

Place: Date:

19th September, 2014 Morepen Village, Nalagarh Road, Near Baddi, Distt. Solan, Himachal Pradesh - <u>173205</u>

