

MAKERS *Makers Laboratories Ltd.*

Regd. Office : 54-D, Kandivli IndL Estate, Kandivli (West), Mumbai - 400 067.

CIN: L24230MH1984PLC033389, website: www.makerslabs.com, e-mail: makers@makerslabs.com

THRU ONLINE FILING

27th July, 2017

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 023

Dear Sir,

Re: **Voting Results of the 32nd Annual General Meeting held on 27th July, 2017**
alongwith Scrutinizer's Report

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the results of the voting on the proposed resolutions alongwith the Consolidated Report on the voting issued by Ms. Jigyasa N. Ved, Practicing Company Secretary, Scrutinizer of the 32nd Annual General Meeting of the Company held on 27th July, 2017.

In this regard, kindly note that all the six (6) resolutions placed before the shareholders as per the notice of the Annual General Meeting have been passed by requisite majority.

Thanking you

Yours faithfully
For Makers Laboratories Limited


Khyati Danani
Company Secretary
ACS 21844



Encl: a/a

Format for Voting Results

1.	Date of the Annual General Meeting	27 th July, 2017
2.	Total number of shareholders on record date	4644
3.	No. of shareholders present in the meeting either in person or through proxy	33
	Promoters and Promoters Group	5
	Public	28
4.	No. of shareholders attended the meeting through video conferencing	Nil
	Promoters and Promoter Group	Nil
	Public	Nil

Resolution 1 - Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the year ended 31st March, 2017

Resolution Required: (Ordinary / Special)

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	2869947	2869947	100.00	2869947	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2869947	2869947	100.00	2869947	0	100.00	0
Public Institutional holders	E-Voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	100	0	0	0	0	0	0
Public Others	E-Voting	2046933	79489	3.88	79489	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2046933	79489	3.88	79489	0	100.00	0
Total		4916980	2949436	59.98	2949436	0	100.00	0

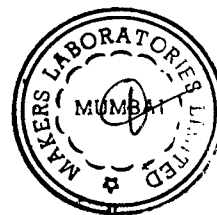


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Resolution 2 – To declare dividend on equity shares (Re. 1/- per share – 10%)								
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter /promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	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	2869947	2869947	100.00	2869947	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2869947	2869947	100.00	2869947	0	100.00
Public Institutional holders	E-Voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		100	0	0	0	0	0
Public Others	E-Voting	2046933	79489	3.88	79489	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2046933	79489	3.88	79489	0	100.00
Total		4916980	2949436	59.98	2949436	0	100.00	0



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Resolution 3 – Re-appointment of Mr. Saahil Parikh (DIN 00400079) as Director								
Resolution Required: (Ordinary / Special)					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	2869947	2869947	100.00	2869947	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2869947	2869947	100.00	2869947	0	100.00	0
Public Institutional holders	E-Voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	100	0	0	0	0	0	0
Public Others	E-Voting	2046933	79489	3.88	79489	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
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Resolution 4 - Appointment of Auditors and fixing their remuneration								
Resolution Required: (Ordinary / Special)					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	2869947	2869947	100.00	2869947	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2869947	2869947	100.00	2869947	0	100.00	0
Public Institutional holders	E-Voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	100	0	0	0	0	0	0
Public Others	E-Voting	2046933	79489	3.88	79489	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
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Total		4916980	2949436	59.98	2949436	0	100.00	0

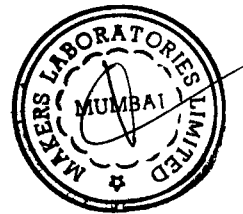


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Resolution 5 – Re-appointment of Mr. Saahil Parikh (DIN 00400079) as Wholetime Director and remuneration payable to him								
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter /promoter group are interested in the agenda / 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	2869947	2869947	100.00	2869947	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2869947	2869947	100.00	2869947	0	100.00	0
Public Institutional holders	E-Voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	100	0	0	0	0	0	0
Public Others	E-Voting	2046933	79489	3.88	79489	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2046933	79489	3.88	79489	0	100.00	0
Total		4916980	2949436	59.98	2949436	0	100.00	0

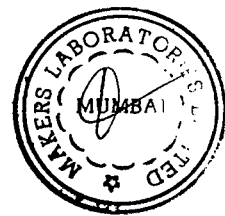


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Resolution 6 - Remuneration payable to Cost Auditors								
Resolution Required: (Ordinary / Special)					Ordinary			
Whether promoter /promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of Shares Held	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	2869947	2869947	100.00	2869947	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2869947	2869947	100.00	2869947	0	100.00	0
Public Institutional holders	E-Voting	100	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	100	0	0	0	0	0	0
Public Others	E-Voting	2046933	79489	3.88	79489	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2046933	79489	3.88	79489	0	100.00	0
Total		4916980	2949436	59.98	2949436	0	100.00	0



PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Makers Laboratories Limited
54-D Kandivli Industrial Estate,
Kandivli (West,)
Mumbai 400067

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting 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 through ballot paper at the 32nd Annual General Meeting of Makers Laboratories Limited held on Thursday, July 27, 2017 at 11.00 A.M.

I, Jigyasa N Ved, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Makers Laboratories Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 32nd Annual General Meeting (AGM) of Makers Laboratories Limited on Thursday, July 27, 2017 at 11.00 A.M.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 27, 2017.

The notice dated May 11, 2017 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through ballot paper to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date, July 21, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, July 24, 2017 at 09:00 a.m. (IST) and ended on Wednesday, July 26, 2017 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

None of the Shareholders cast their votes through ballots at the AGM.

After the closure of the voting at the AGM, the votes cast under remote e-voting facility were unblocked in the presence of two witnesses who were not in the employment of the Company and were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting through ballot paper at the venue of the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.



Resolution 1: Ordinary Resolution

Adoption of Audited Financial Statements for the financial year ended 31st March, 2017 along with the Report of the Board of Directors and Auditors thereon.

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

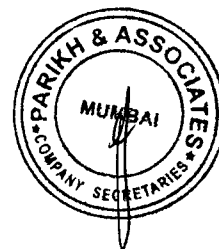
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	2949436	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

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



Resolution 2: Ordinary Resolution**Declaration of dividend on equity shares.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	2949436	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

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



Resolution 3: Ordinary Resolution

Re-appointment of Mr. Saahil Parikh (DIN 00400079) who retires by rotation, as a Director.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	2949436	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

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



Resolution 4: Ordinary Resolution**Appointment of Auditors and fixing their remuneration**

(i) Voted in favour of the resolution:

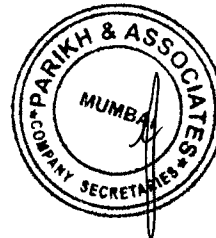
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	2949436	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 5: Ordinary Resolution

Re-appointment of Mr. Saahil Parikh (DIN 00400079) as Wholetime Director and remuneration payable to him.

(i) Voted in favour of the resolution:

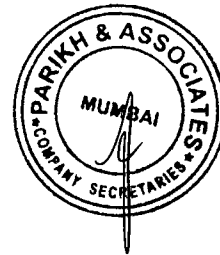
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	2949436	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 6: Ordinary Resolution**Ratification of the Remuneration payable to Cost Auditors.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
37	2949436	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Thanking you,
Yours faithfully,


 Jigyasa N. Ved
 Parikh & Associates
 Practising Company Secretaries
 FCS: 6488 CP No.: 60184
 111,11th Floor, SaiDwar CHS Ltd
 Sab TV Lane, Opp.Laxmi Indl. Estate,
 Off Link Road, Above Shabari Restaurant,
 Andheri West, Mumbai - 400053



Place: Mumbai

Dated: July 27, 2017