

CONSOLIDATED SCRUTINIZER'S REPORT
[Pursuant to sections 108 and 109 of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 24th Annual General Meeting of the members of Sun Pharmaceutical Industries Limited ("Company") held on September 17, 2016 at Sir Sayajirao Nagargruh, Akota, Vadodara-390020, Gujarat.

Sub.: Consolidated Scrutinizer's Report

Ref.: 24th Annual General Meeting (AGM) of members of Sun Pharmaceutical Industries Limited

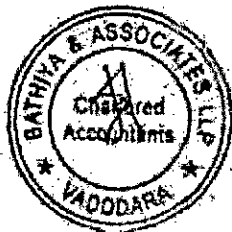
Dear Sir,

At the 24th AGM of the Company held on September 17, 2016, the Chairman of the meeting had called for a Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process. The Chairman had appointed,
(1) Undersigned, Jatin N. Thakkar, Partner, M/s. Bathiya & Associates LLP, Chartered Accountants, and
(2) Undersigned, Divyesh Ramanlal Gandhi, Client ID No. IN30075710584085, having residential address Dandia Bazar, Piramitra Road, Beside Lulla Class, Vadodara 390001, member of the Company, as the Scrutinizers for the poll as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014 conducted at the AGM held on Saturday, September 17, 2016, at Vadodara. A separate Scrutinizer's report dated September 17, 2016 on results of voting through poll at AGM has been issued.

The Company had appointed undersigned, Jatin N. Thakkar, Partner, M/s. Bathiya & Associates LLP, Chartered Accountants, as the Scrutinizer for the remote electronic voting (remote e-voting) held between Wednesday, 14th September, 2016 (9.00 A.M.) to Friday, 16th September, 2016 (5.00 P.M.) as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended.

The Company had appointed M/s. Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility of remote e-voting to the Shareholders of the Company from Wednesday, 14th September, 2016 (9.00 A.M.) to Friday, 16th September, 2016 (5.00 P.M.). Separate Scrutinizer's report dated September 17, 2016 on results of voting through remote e-voting has been issued.

We submit herewith consolidated Scrutinizer's report on the results of voting through remote e-voting together with that of the Poll as under:



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Item No. 1:-

Ordinary Resolution to receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2016 and the reports of the Board of Directors and 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 (Favour and Against)
1248	1,976,722,244	99.99999%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
3	143	0.00001%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 2:-

Ordinary Resolution to consider declaration of dividend on Equity Shares.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1251	1,977,421,245	99.99998%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
6	464	0.00002%



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iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 3: -

Ordinary Resolution for Re-appointment of Mr. Dilip Shanghvi (DIN:00005588), who retires by rotation and being eligible, offers himself for reappointment.

i. Voted In favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1238	1,969,184,324	99.58%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
20	8,237,385	0.42%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 4: -

Ordinary Resolution to ratify the appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, Mumbai having Firm's registration no. 117366W/W-100018, as the Auditors of the Company from the conclusion of this Annual General Meeting, till the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

i. Voted In favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
934	1,818,727,568	92.82%



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ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
295	140,790,906	7.18%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 5:-

Ordinary Resolution for ratification of the remuneration as set out in the Explanatory Statement annexed to the Notice of this Meeting payable to M/s. Kallash Sankhlecha & Associates, Cost Accountants, appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2016-17.

i. Voted in favour of the resolution

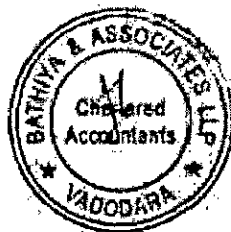
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1248	1,974,849,410	99.87%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
10	2,572,299	0.13%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610



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Item No. 6:-

Special Resolution for Re-appointment of Mr. S. Mohanchand Dadha (DIN:00087414) as an Independent Director.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1062	1,920,274,740	97.55%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
171	48,319,216	2.45%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 7:-

Special Resolution for Re-appointment of Mr. Keki Mistry (DIN:00008886) as an Independent Director.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1025	1,906,159,001	96.87%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
191	61,491,006	3.13%



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iii. Invalid votes

Total number of members whose votes were declared Invalid	Total number of votes cast by them
7	610

Item No. 8: -

Special Resolution for Re-appointment of Mr. Ashwin Dani (DIN:00009126) as an Independent Director.

i. Voted In favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1074	1,928,310,965	97.95%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
158	40,282,981	2.05%

iii. Invalid votes

Total number of members whose votes were declared Invalid	Total number of votes cast by them
7	610

Item No. 9: -

Special Resolution for Re-appointment of Mr. Hasmukh Shah (DIN:00152195) as an Independent Director.

i. Voted In favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1096	1,931,916,855	98.14%



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ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
137	36,677,101	1.86%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 10: -

Special Resolution for Re-appointment of Ms. Rekha Sethi (DIN:06809515) as an Independent Director.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1215	1,971,191,242	99.88%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
27	2,358,320	0.12%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610



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Item No. 11: -

Special Resolution for revision in maximum limit of Remuneration Payable to Mr. Dillip S. Shanghvi (DIN:00005588), Managing Director.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1181	1,958,345,994	99.23%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
62	15,203,598	0.77%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 12: -

Special Resolution for revision in maximum limit of Remuneration Payable to Mr. Sudhir V. Valia (DIN:00005561), Whole-time Director.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1179	1,958,679,908	99.25%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
65	14,878,694	0.75%



iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 13:-

Special Resolution for revision in maximum limit of Remuneration Payable to Mr. Sailesh T. Desai (DIN:00005443), Whole-time Director.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1177	1,958,670,649	99.25%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
67	14,878,953	0.75%

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610



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Item No. 14: -

Special Resolution to Adopt new set of Articles of Association 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 (Favour and Against)
1178	1,960,391,930	99.26%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
68	14,515,729	0.74%

iii. Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Item No. 15: -

Ordinary Resolution for re-classification of certain promoter group persons / entities from 'Promoter & Promoter Group Category' to 'Public Category'.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1238	1,977,409,000	99.899%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
19	12,699	0.001%



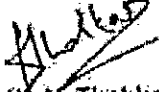
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iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	610

Thanking you.

Yours faithfully,

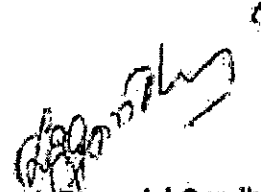


Jatin N. Thakkar,
Practising Chartered Accountant
Membership No. 145084



Partner
Bathiya & Associates LLP
Chartered Accountants
(Firm's Registration No. 101046W / W-100063)

Place: Vadodara
Date: 17th September, 2016.



Divyesh Ramanlal Gandhi
Client Id - IN30075710584085



Countersigned by Ms. Meetal Sempal
(Authorised by Chairman of the AGM)