

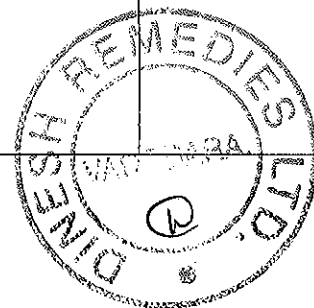
**DECLARATION OF RESULTS OF THE VOTING DONE AT
10TH ANNUAL GENERAL MEETING HELD ON 28TH SEPTEMBER, 2015**

Declaration of Results of the Voting done by poll as per the provisions of the Companies Act, 2013 read with the Rules made thereunder. As the Poll was demanded by Shri Dinesh Mills Ltd (shareholder) of the Company, the Company provided the facility of polling papers to its Shareholders to enable them to cast their vote at the AGM on all the Resolutions as per the Notice of the 10th Annual General Meeting (AGM) of the Company.

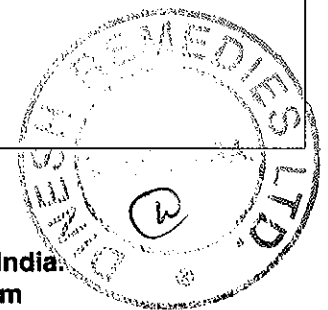
Mr. Piyush Luktuke, Practising Advocate was appointed as the Scrutinizer. The Scrutinizer has collected the polling papers from the Ballot Box kept at the AGM and carried out the scrutiny of all the poll papers and submitted his Report on 28th September, 2015. The photocopy of the Scrutinizers' Report dated 28th September, 2015 duly countersigned by the undersigned is attached herewith.

The Results based on the Scrutinizers' Report dated 28th September, 2015 is as under:

Item No. of Notice of AGM	Votes in favour of the Resolution		Votes against the Resolution		Results
	Nos.	% of total no. of valid votes	Nos.	% of total no. of valid votes	
Item No.1 Ordinary Resolution-approval of Audited Financial Statement, Boards Report etc. for the financial year 2014 – 2015.	13098100	100%	NIL	Not Applicable	Passed Unanimously



Item No.2 Ordinary Resolution- Re- appointment of Mr. Nimishbhai Patel as Director.	13098097	100%	NIL	Not Applicable	Passed Unanimously
Item No.3 Ordinary Resolution- Appointment of M/s. Dhirubhai Shah & Doshi, Chartered Accountants as Auditors.	13098100	100%	NIL	Not Applicable	Passed Unanimously
Item No.4 Ordinary Resolution- Appointment of Shri H. N. Elavia as an Independent Director.	13098100	100%	NIL	Not Applicable	Passed Unanimously
Item No.5 Ordinary Resolution- Appointment of Shri Paresh Saraiya as an Independent Director.	13098100	100%	NIL	Not Applicable	Passed Unanimously
Item No.6 Ordinary Resolution- Appointment of Shri Sanjiv Shah as an Independent Director.	13098100	100%	NIL	Not Applicable	Passed Unanimously

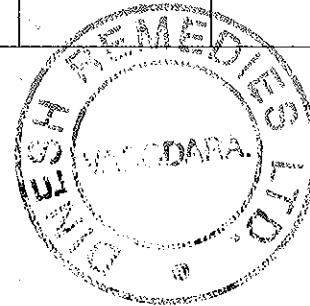




Dinesh Remedies Ltd.

Item No.7 Ordinary Resolution- Appointment of Shri Sujit Bhayani as an Independent Director.	13098100	100%	NIL	Not Applicable	Passed Unanimously
Item No.8 Special Resolution- Adoption of new Articles of Association of the Company.	13098100	100%	NIL	Not Applicable	Passed Unanimously
Item no.9 Special Resolution- Borrowing Powers.	13098100	100%	NIL	Not Applicable	Passed Unanimously

Thanking you,
Yours faithfully,
For DINESH REMEDIES LIMITED,



NIMISH PATEL
CHAIRMAN OF THE 10TH ANNUAL GENERAL MEETING

Encl.: Copy of the Scrutinizers' Report

Place: Vadodara
Dated: 29th September, 2015

FORM No. MGT – 13
Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and
Rule 21(2) of the Companies (Management & Administration) Rules, 2014]

To,
Mr. Nimishbhai Patel,
Chairman
Dinesh Remedies Limited
Vadodara

10th Annual General Meeting of the Equity Shareholders of **Dinesh Remedies Limited** held on Monday, 28th September, 2015 at Registered Office of the Company situated at Shri Dinesh Mills premises, Akota Road, Vadodara – 390 020 at 12.00 noon.

Dear Sir,

I, Piyush Luktuke, Practicing Advocate appointed as Scrutinizer for the purpose of poll taken on the below mentioned Resolutions at the 10th Annual General Meeting (AGM) of the equity shareholders of Dinesh Remedies Limited (the Company), held on Monday, 28th September, 2015 at the Registered office of the Company situated at Shri Dinesh Mills premises, Akota Road, Vadodara – 390 020 for scrutinizing the poll process as ordered by the Chairman under the provisions of section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (the Rules) on the Resolutions contained in the Notice to the 10th AGM.

The Poll was taken up as per the demand made by Shri Dinesh Mills Limited (shareholder) at 12.20 p.m. and I submit my Report as under:

1. After the time fixed for closing of poll by the Chairman, One Ballot Box kept for polling was locked in and sealed in my presence with due identification marks placed by me.
2. The locked Ballot Box was subsequently opened in my presence and in the presence of two witnesses viz. Mr. Yogesh Mudsha and Mr. Satish Patel who are not in the employment of the Company and they have signed below in confirmation of the same

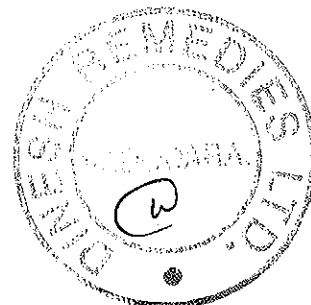


Mr. Yogesh Mudsha



Mr. Satish Patel

The poll papers were diligently scrutinized. The Poll papers were reconciled with the records by the Company and the authorizations / proxies lodged with the Company



3. I did not find any Poll papers invalid.

4. The result of the poll is as under:

(a) Resolution (Ordinary) No.1 – Regarding approval of Audited Financial Statement, Boards Report etc. for the financial year 2014 – 2015.

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%

(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

(b) Resolution (Ordinary) No.2 – Regarding re-appointment of Shri Nimishbhai Patel as Director.

(i) Voted in favour of the Resolution

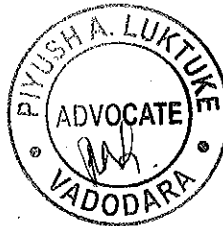
No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,097	100%

(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL



(c) Resolution (Ordinary) No.3 – Regarding appointment of M/s. Dhirubhai Shah & Doshi, Chartered Accountants as Auditors

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%

(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

(d) Resolution (Ordinary) No.4 – Regarding appointment of Shri H. N. Elavia as an Independent Director

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%

(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

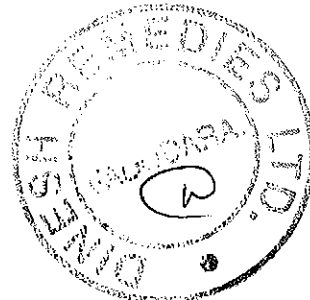
(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

(e) Resolution (Ordinary) No.5 – Regarding appointment of Shri Paresh Saraiya as an Independent Director

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%



(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

(f) Resolution (Ordinary) No.6 – Regarding appointment of Shri Sanjiv Shah as an Independent Director

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%

(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

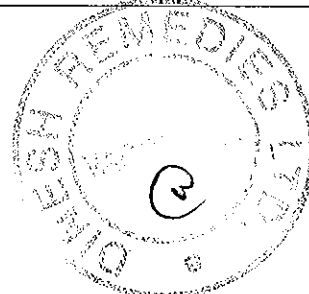
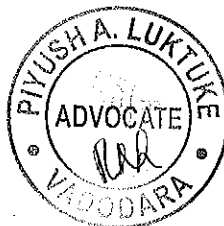
(g) Resolution (Special) No.7 – Regarding appointment of Shri Sujit Bhayani as an Independent Director

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%

(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable



(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

(h) Resolution (Special) No.8 – Regarding adoption of New Articles of Association.

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%

(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

(i) Resolution (Special) No.9 – Regarding Borrowing Powers.

(i) Voted in favour of the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	1,30,98,100	100%

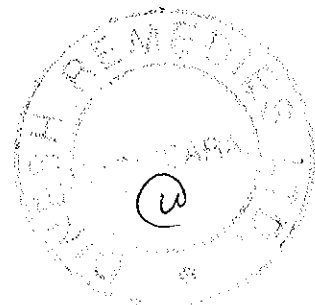
(ii) Voted against the Resolution

No. of members present (in person or by proxy)	No. of Votes casted by them	% of total number of valid votes casted
6	NIL	Not Applicable

(iii) Invalid Votes

Total no. of members (in person or by proxy) whose Votes were declared invalid	Total No. of Votes casted by them
NIL	NIL

5. A compact Disc. (CD) containing list of equity shareholders who voted "FOR" is enclosed.



6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company.

Thanking you,

Yours faithfully,

P. A. Luktuke

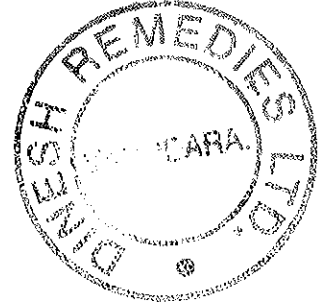
Piyush Luktuke
Scrutinizer



Received the Scrutinizer Report

Nimish U. Patel

Nimish U. Patel
Chairman



Place: Vadodara

Dated: 28th September, 2015