

Prem Chand Goel
COMPANY SECRETARY.

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

SCRUTINIZER'S REPORT
(Votes by e-voting)

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

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

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:

1. The voting period with regard to 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. The shareholders holding shares as on the record date i.e. Monday, the 11th August, 2014 were entitled to vote on the proposed resolutions as stated in the Notice of the Company dt. 9th August, 2014 for the 29th Annual General Meeting scheduled to be held on 19th September, 2014.
3. The votes were unblocked on 15th September, 2014 at 5.30 P. M. in the presence of two (2) witnesses Mr. Nitin Arora, R/o. D-38, East Uttam Nagar, New Delhi - 110059 and Mr. Sanjay Kumar. R/o. H. No. 188, Gali No. 8, Joshi Road Karol Bagh, New Delhi, who are not in the employment of the company.



4. The results of e-voting as enclosed along with the list of shareholders who voted 'For' and 'Against' the resolutions as stated in the Notice of the Company dt. 9th August, 2014 for the 29th Annual General Meeting scheduled to be held on 19th September, 2014 were downloaded from the e-voting portal of CDSL.

5. Those in all 96 shareholders have exercised their right on e-voting.

Total No. of Votes polled through e-voting	17,75,50,089
Total No. of Valid Votes	17,75,50,089
Total No. of Invalid Votes	0

Voting Details on Agenda Items:

Resolution No. 1		Adoption of Annual Accounts and Reports thereon for the financial year ended 31 March, 2014.										
Resolution Required		Ordinary (Ordinary Business)										
Mode of Voting		E-Voting / Poll										
Promoter/Public	No. of Shares held	(1)	(2)	(3) = (2)/(1) X100	No. of Votes in favour	(4)	No. of Votes against	(5)	% of votes in favour on votes polled	(6) = (4)/(2) X100	% of votes Against on votes polled	(7) = (5)/(2) X100
Promoter and Promoter Group	15,53,71,588		15,53,66,568	99.997	15,53,66,568		0		100.000		0.000	
Public-Institutional holders	8,73,82,510		2,21,61,890	25.362	2,21,61,890		0		100.000		0.000	
Public - Others	20,70,72,105		21,631	0.010	20,305		1,326		93.870		6.130	
Total	44,98,26,203		17,75,50,089	39.471	17,75,48,763		1,326		99.999		0.001	



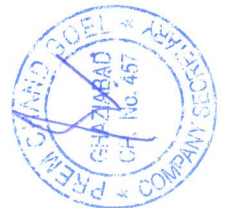
Resolution No. 2		Re-appointment of Mr. Sushil Suri (DIN: 00012028), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.						
Resolution Required		Ordinary (Ordinary Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
	(1)	(2)	(3)=(2)/(1) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100	
Promoter and Promoter Group	15,53,71,588	15,53,66,568	99.997	15,53,66,568	0	100.000	0.000	
Public-Institutional holders	8,73,82,510	2,21,61,890	25.362	2,21,61,890	0	100.000	0.000	
Public – Others	20,70,72,105	21,631	0.010	19,606	2,025	90.638	9.362	
Total	44,98,26,203	17,75,50,089	39.471	17,75,48,064	2,025	99.999	0.001	

Resolution No. 3		Appointment of M/s M. Kamal Mahajan And Co., Chartered Accountants (FRN: 006855N) as Statutory Auditors of the Company and to fix their remuneration						
Resolution Required		Ordinary (Ordinary Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
	(1)	(2)	(3)=(2)/(1) X100	(4)	(5)	(6)=(4)/(2) X100	(7)=(5)/(2) X100	
Promoter and Promoter Group	15,53,71,588	15,53,66,568	99.997	15,53,66,568	0	100.000	0.000	
Public-Institutional holders	8,73,82,510	2,21,61,890	25.362	2,21,61,890	0	100.000	0.000	
Public – Others	20,70,72,105	21,631	0.010	20,155	1,476	93.176	6.824	
Total	44,98,26,203	17,75,50,089	39.471	17,75,48,613	1,476	99.999	0.001	



Resolution No. 4		Appointment of Mr. Sukhcharan Singh (DIN: 00041987) as an Independent Director of the Company						
Resolution Required		Ordinary (Special Business)						
Mode of Voting	E-Voting / Poll							
Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
Promoter and Promoter Group	15,53,71,588	15,53,66,568	99.997	15,53,66,568	0	100.000	0.000	
Public-Institutional holders	8,73,82,510	2,21,61,890	25.362	2,21,61,890	0	100.000	0.000	
Public – Others	20,70,72,105	21,631	0.010	20,155	1,476	93.176	6.824	
Total	44,98,26,203	17,75,50,089	39.471	17,75,48,613	1,476	99.999	0.001	

Resolution No. 5		Appointment of Mr. Manoj Joshi (DIN: 00036546) as an Independent Director of the Company						
Resolution Required		Ordinary (Special Business)						
Mode of Voting	E-Voting / Poll							
Promoter/Public	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
Promoter and Promoter Group	15,53,71,588	15,53,66,568	99.997	15,53,66,568	0	100.000	0.000	
Public-Institutional holders	8,73,82,510	2,21,61,890	25.362	2,21,61,890	0	100.000	0.000	
Public – Others	20,70,72,105	21,631	0.010	20,155	1,476	93.176	6.824	
Total	44,98,26,203	17,75,50,089	39.471	17,75,48,613	1,476	99.999	0.001	



Resolution No. 6		Appointment of Mr. Bhupender Raj Wadhwa (DIN: 00012096) as an Independent Director of the Company						
Resolution Required		Ordinary (Special Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	
Promoter and Promoter Group	15,53,71,588	15,53,66,568	99.997	15,53,66,568	0	100.000	0.000	
Public-Institutional holders	8,73,82,510	2,21,61,890	25.362	2,21,61,890	0	100.000	0.000	
Public – Others	20,70,72,105	21,631	0.010	20,155	1,476	93.176	6.824	
Total	44,98,26,203	17,75,50,089	39.471	17,75,48,613	1,476	99.999	0.001	

Resolution No. 7		Re-appointment of Dr. Arun Kumar Sinha (DIN: 00450783) as a Whole - Time Director, designated as Director - Technical, of the Company						
Resolution Required		Ordinary (Special Business)						
Mode of Voting		E-Voting / Poll						
Promoter/Public	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=(2)/(1) X100	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6)=(4)/(2) X100	% of votes Against on votes polled (7)=(5)/(2) X100	
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	
Promoter and Promoter Group	15,53,71,588	15,53,66,568	99.997	15,53,66,568	0	100.000	0.000	
Public-Institutional holders	8,73,82,510	2,21,61,890	25.362	2,21,61,890	0	100.000	0.000	
Public – Others	20,70,72,105	21,631	0.010	20,305	1,326	93.870	6.130	
Total	44,98,26,203	17,75,50,089	39.471	17,75,48,763	1,326	99.999	0.001	



Resolution No. 8		Approval of remuneration of the Cost Auditors for the financial year ending 31 March, 2015												
Resolution Required		Ordinary (Special Business)												
Mode of Voting		E-Voting / Poll												
Promoter/Public	No. of Shares held	(1)	No. of Votes polled	(2)	% of votes polled on outstanding shares	(3) = (2)/(1) X100	No. of Votes in favour	(4)	No. of Votes against	(5)	% of votes in favour on votes polled	(6) = (4)/(2) X100	% of votes Against on votes polled	(7) = (5)/(2) X100
Promoter and Promoter Group	15,53,71,588	(1)	15,53,66,568	(2)	99.997	(3) = (2)/(1) X100	15,53,66,568	(4)	0	(5)	100.000	(6) = (4)/(2) X100	0.000	(7) = (5)/(2) X100
Public-Institutional holders	8,73,82,510		2,21,61,890		25.362		2,21,61,890		0		100.000		0.000	
Public - Others	20,70,72,105		21,631		0.010		20,155		1,476		93.176		6.824	
Total	44,98,26,203		17,75,50,089		39.471		17,75,48,613		1,476		99.999		0.001	

Date: 17th September, 2014
Place: New Delhi



Prem Chand Goel
Company Secretary