



Biocon Limited

20th KM Hosur Road
Electronics City
Bangalore 560 100, India
T 91 80 2808 2808
F 91 80 2852 3423
CIN : L24234KA1978PLC003417

www.biocon.com

No: 2017/SEC/DEC/190

December 7, 2017

National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (East), Mumbai – 400051

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

NSE - Symbol - BIOCON

BSE - Scrip code - 532523

Dear Sir,

Sub: Results of Postal Ballot / e-voting

This has reference to our letter no. 2017/SEC/NOV/147 dated November 3, 2017 enclosing the Postal Ballot Notice dated October 26, 2017 along with the explanatory statement seeking consent of the members of the Company by way of special resolution vide postal ballot/ e-voting with respect to the following business:

Transfer of Biosimilars business of the Company by way of a slump sale as 'Going Concern' to Biocon Biologics India Limited, a step down wholly owned subsidiary of the Company.

In compliance with the provisions of regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the above mentioned resolution has been passed by the members of the Company with requisite majority.

Please find enclosed herewith, the voting results and scrutinizer's report. The same will also be made available on Company's website at www.biocon.com.

Kindly take on record the same.

Thanking You,
For BIOCON LIMITED


Rajiv Balakrishnan
Company Secretary

| | |
|--|--|
| Company Name | BIOCON LIMITED |
| Date of the AGM/EGM/POSTAL BALLOT | Postal Ballot Notice October 26, 2017 (Voting start date: November 06, 2017 and voting end date December 05, 2017) |
| Total number of shareholders on record date | 147331 |
| No. of shareholders present in the meeting either in person or Promoters and Promoter Group: | Not Applicable |
| Public: | - |
| No. of Shareholders attended the meeting through Video | Not Applicable |
| Promoters and Promoter Group: | - |
| Public: | - |

| SPECIAL - Transfer of Biosimilars business of the Company by way of a slump sale as 'Going Concern' to Biocon Biologics India Limited, a step down wholly owned subsidiary of the Company. | | | | | | | | | | |
|--|---|------------------------|-------------------------|--|-------------------------------|-----------------------------|--|--|--|--|
| Yes, to the extent of their shareholding. | | | | | | | | | | |
| Resolution required: (Ordinary/ Special) | Whether promoter/ promoter group are interested in the agenda/resolution? | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes -- in favour (4) | No. of Votes -- against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | | |
| Category | Mode of Voting | | | | | | | | | |
| | E-Voting | 363748596 | 363748596 | 99.93 | 363748596 | 0 | 100.00 | 0.00 | | |
| | Poll | 0 | 0 | 0.00 | 00 | 0 | 0.00 | 0.00 | | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 364007838 | 0 | 0.00 | 00 | 0 | 0.00 | 0.00 | | |
| | E-Voting | 102487288 | 102487288 | 89.83 | 102487288 | 0 | 100.00 | 0.00 | | |
| | Poll | 0 | 0 | 0.00 | 00 | 0 | 0.00 | 0.00 | | |
| Public- Institutions | Postal Ballot (if applicable) | 114088040 | 0 | 0.00 | 00 | 0 | 0.00 | 0.00 | | |
| | E-Voting | 14067204 | 14067204 | 11.54 | 14063008 | 4196 | 99.97 | 0.03 | | |
| | Poll | 0 | 0 | 0.00 | 00 | 0 | 0.00 | 0.00 | | |
| Public- Non Institutions | Postal Ballot (if applicable) | 121904122 | 1314 | 0.00 | 1314 | 0 | 100.00 | 0.00 | | |
| | Total | 600000000 | 480304402 | 80.05 | 480300206 | 4196 | 99.99 | 0.01 | | |



New No.6, Old No.12,
Appavoo Gramani 1st Street,
Mandaveli,
(Opp. to Church Near By BSNL Office)
Chennai - 600 028.
Ph : 044-4360 1111
E-mail : secretarial@mdassociates.co.in
accounts@mdassociates.co.in



M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

**SCRUTINIZER'S REPORT
(POSTAL BALLOT INCLUDING E-VOTING)**

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended and the provisions of
Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015]

To,
The Chairperson
BIOCON LIMITED
Registered Office: 20th KM, Hosur Road,
Electronics City, Bangalore,
Karnataka - 560100

I, M.Damodaran, a Company Secretary in Practice, having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Mandaveli, Chennai, Tamil Nadu 600028 have been appointed as a Scrutinizer by the Board of Directors of BIOCON LIMITED (the company) for the purpose of;

- (i) Scrutinizing the Postal Ballot process under the provisions of Section 110 of The Companies Act 2013 (the 2013 Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, and
- (ii) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the following resolution proposed to be passed by the members through postal ballot/ electronic voting (e-voting).
 - a) Special Resolution for Transfer of Biosimilars Business of the Company by way of a Slump Sale as 'Going Concern' to Biocon Biologics India Limited, a step down wholly owned subsidiary of the Company.



M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



1. In accordance with the Notice of the Postal Ballot dated October 26, 2017, dispatched to the shareholders by prescribed modes on November 3, 2017 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on November 4, 2017, the voting commenced on November 06, 2017 (at 09:00 hours IST) and ended on December 05, 2017 (at 18:00 hours IST) for physical ballots as well as for e-voting. The e-voting facility was provided by Karvy Computershare private limited (KARVY). The votes were unblocked at 18:00 hours IST on December 05, 2017 and the e-voting summary statement was downloaded from the e-voting website of KARVY (<https://evoting.karvy.com/>).
2. The Equity shareholders holding shares as on October 27, 2017, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.
3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of KARVY are being handed over to the Chairperson.
4. The ballot papers received were scrutinized and reconciled with the records maintained by the Company/ R&TA and the authorizations/ Power of attorney etc. lodged with the Company. The voters were also scrutinized for the purpose of elimination of duplicate voting and no ballots were rejected on duplicate voting i.e. on e-voting as well as by physical ballot. Invalid ballots were marked and segregated and the summary results were prepared. For processing Postal Ballots, necessary technical support was provided by KARVY, the Registrar and Share Transfer Agents of the Company.
5. I submit herewith my Scrutinizers report on the results of e-voting and voting through postal ballot as under:

M. Damodaran



M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



TRANSFER OF BIOSIMILARS BUSINESS OF THE COMPANY BY WAY OF A SLUMP SALE AS 'GOING CONCERN' TO BIOCON BIOLOGICS INDIA LIMITED, A STEP DOWN WHOLLY OWNED SUBSIDIARY OF THE COMPANY.

Details of Valid votes:

| Mode of Voting | Total Valid Postal Ballot Received & valid e-voting casted (3)+(6) | Favour | | | Against | | | Total % of valid Votes in Favour & Against (5)+(8) |
|----------------|--|------------------------------------|------------------------|-------|------------------------------------|------------------------|------|--|
| | | Number of Postal Ballot & e-voting | Number of shares Voted | % | Number of Postal Ballot & e-voting | Number of shares Voted | % | |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) |
| Postal Ballot | 6 | 6 | 1314 | 100 | 0 | 0 | 0 | 100 |
| E-Voting | 402 | 378 | 480298892 | 99.99 | 24 | 4196 | 0.01 | 100 |
| Total | 408 | 384 | 480300206 | 99.99 | 24 | 4196 | 0.01 | 100 |

Details of Abstained votes:

| Mode of Voting | Number of Postal Ballot & e-voting | Number of Votes abstained |
|----------------|------------------------------------|---------------------------|
| Postal Ballot | 0 | 0 |
| E-Voting | 3 | 335 |
| Total | 3 | 335 |

Details of Invalid votes:

| Mode of Voting | Number of Postal Ballot & e-voting | Number of Votes |
|----------------|------------------------------------|-----------------|
| Postal Ballot | 0 | 0 |
| E-Voting | 0 | 0 |
| Total | 0 | 0 |

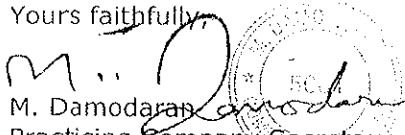


M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our custody until the Chairperson considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairperson/Company Secretary for safe keeping.

Thanking You,
Yours faithfully,


M. Damodaran
Practicing Company Secretary
Membership No: 5837
CP No. 5081

Place: Chennai
Date: 07.12.2017