

11 June 2016

National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai – 40 0051 Bombay Stock Exchange Limited 1st Floor, Rotunda Building, Dalal Street Fort Mumbai - 400 001

Dear Sir,

Sub: Disclosure under Reg.44 of the SEBI Listing Regulations.

We submit herewith the details of the voting results for the 49th Annual General Meeting of the Company held on Friday, 10th June 2016 pursuant to the requirements of Reg. 44 (3) of the SEBI Listing Regulations on the resolutions specified in the notice of the aforesaid Annual General Meeting.

Further, in terms of the Rule 20 (4) of the Companies (Management and Administration) Rule, 2014 the scrutinizers report on the e-voting is enclosed herewith.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully, For **Merck Limited**

Wikas Gupta

General Counsel & Company Secretary



Public: 0	Promoters and Promoter Group: 0	No. of Shareholders attended the meeting through Video	Public: 88	Promoters and Promoter Group: 3	No. of shareholders present in the meeting either in person or	Total number of shareholders on record date 34494	Date of the AGM/EGM 10-06-2016	MERCK LTD	

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	ORDINARY - Res : including the aud reports of the Bo	ORDINARY - Res 1. To receive, consider and adopt the Aud ited Financial Statements of the Company for the year ended December 31, 2015, including the audited Balance Sheet as at December 31, 2015, the statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon	der and adopt th. A as at December 31, Auditors thereon	udited Financial St 2015, the stateme	atements of the Co	s for the year ende	d on that date toge	31, 2015, ether with the
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding shares No. of Vot	res – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled
	E-Voting Poll	8599224	8599224	100.0000	8599224	0	100.0000 0.0000	0.0000
	Postal Ballot (if	177000		0.000	00	0	0.0000	0.0000
Promoter and Promoter Group	applicable)	8599224	0	0.0000	00	0	0.0000	0.0000
	E-Voting	2081918	1800851	86.4996	1800851	0	100.0000	0.0000
	Postal Ballot (if	2081918	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	applicable)	2081918	0	0.0000	00	0	0.0000	0.0000
	E-Voting	5918240	5643	0.0953	5643	0	100.0000	0.0000
	Postal Ballot (if	5918240	37987	0.6419	37982	5	99.9868	0.0131
Public- Non Institutions	applicable)	5918240	0	0.0000	00	0	0.0000	0,000
	TOTAL	16599382	10443705	62.9162	10443700	5	100,0000	0,0000

		Public- Non Institutions					Public- Institutions				Promoter and Promoter Group					interested in the agenda/resolution? Category	whether promoter/ promoter group are	Whather and Carlot and A Special
iotal	Total	applicable)	Postal Ballot (if		Pall	E-Voting	applicable)	Postal Ballot (if	Poll	E-Voting	applicable)	Postal Ballot (if		Poll	E-Voting	NO Mode of Voting		ONDINARY - RES
16599382	1000000	5918240		0479760	5010240	5918240	2081918		2081918	2081918	8599224		8599224	950000	8599224	No. of shares held (1)		Chullwart - kes 2. To declare dividend for the
10443705		0		3/98/		56/13	0		0	1800851	0		0		8599224	No. of votes polled (2)		nd for the year 2015
62.9162	0.000	0.0000		0.6419			0.0000		0.0000	86.4996	0.0000		0.0000		_	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 favour (4)		5.
10443702	00	0		37985	5642		00		00	1800851	00		00		8599774	No. of Votes – in favour (4)		
3	0	o		2	1		0			0	0		0			No. of Votes –		
100.0000	0.0000			99.9947	99.9822	0.0000	0 0000	0.000		10	0.0000		_	-	- 22	% of Votes in favour on votes polled (6)=[(4)/(2)]*100		
0.0000							0 0000			0.000			0.0000 0.0000	0.000	1.1 [/=// =/1 /.1	% of Votes against on votes polled (7)=[(5)/(2)]*100		



	ORDINARY - Res 3	To appoint a Direc	tor in place of Mr	Rriioch Kanil (DIN: (ואסאסטטאליייין איייייי	iron ha rotation an	ORDINARY - Res 3. To appoint a Director in place of Mr. Brijesh Kanil (DIN: 069/90/8) who retires by retation and being elicible offers binned for	L' If f
Resolution required: (Ordinary/ Special)	appointment.				Social willough	ines by rotation and	a being eligible, olle	is illinsell for re-
Whether promoter/ promoter group are								
interested in the agenda/resolution?	NO							
				% of Votes Polled on outstanding			% of Votes in	% of Votes
		No. of shares	tes	shares	es – in	No. of Votes -		polled
				(1) W=11 - 20 1 20 1 (1)		against (2)	OOT [(2)/(+)]-(0)	(/)-[(3)/(c)]-(/)
	E-Voting	8599224	8599224	100.0000	8599224	0	100.0000	0.0000
Promoter and Promoter Group	Poll	8599224	0	0.0000	00	0	0.0000	0.0000
	E-Voting	2081918	1800851	86.4996	1800851	0	100.0000	0.0000
	Poll	2081918	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if						:	
Public- Institutions	applicable)	2081918	0	0.0000	00	0	0.0000	0.0000
	E-Voting	5918240	5643	0.0953	5604	39	9	0.6911
	Poll	5918240	37868	0.6399	37861	7	99.9815	0.0184
	Postal Ballot (if							
Public- Non Institutions	applicable)	5918240	0	0.0000	00	0	0.0000	0.0000
	Total	16599382	10443586	62.9155	10443540	46	99.9996	0.0004



TOCO'C	50.5455	THEOTE	TOTESTOT		***************************************			
2 0501	06 0400	318541	10175167	63 9162	10443705	16599382	Total	
0.0000	0.0000	0	00	0.0000	0	5918240	applicable)	Public- Non Institutions
							Postal Ballot (if	
0.0289	99.9710	11	37976	0.6419	37987	5918240	Poll	
7.4605	92.539	421	5222	0.0953	5643	5918240	E-Voting	
0.0000	0.0000	0	00	0.0000	0	2081918	applicable)	Public- Institutions
							Postal Ballot (if	
0.0000	0.0000	0	00	0.0000	0	2081918	Poll	
17.6643	82.335	318109	1482742	86.4996	1800851	2081918	E-Voting	
0.0000	0.0000	0	00	0.0000	0	8599224	applicable)	Promoter and Promoter Group
							Postal Ballot (if	
0.0000	0.000	0	00	0.0000	0	8599224	Poll	
0.0000	100.000	0	8599224	100.0000	8599224	8599224	E-Voting	
(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	against (5)	favour (4)	(3)=[(2)/(1)]* 100 favour (4)	polled (2)	neid (1)	Sulfor to apply	Caregory
polled	polled	No. of Votes -	No. of Votes – in	shares	No. of votes	NO. OF SHARES		Catholic
against on votes	on votes			on outstanding				
% of Votes	% of Votes in			% of Votes Polled				
								0
							NO O	Whether promoter/ promoter group are interested in the agenda/resolution?
							Company.	Resolution required: (Ordinary/ Special)
VGM of the	No: (101248W/W-10 Slusion of the next A	AGM) until the conc	General Meeting (A	sion of this Annual (ce from the conclus	Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next AGM of the	Auditors of the C	
	14040404144		thered Accounts	BCD & Co IID Char	nointment of M/s	1 To consider re-an	ORDINARY - Res	



0.0039	99.9961	411	10443175	62.9155	10443586	16599382	Total	
0.0000	0.0000	0	00	0.0000	0	5918240	applicable)	Public- Non Institutions
							Postal Ballot (if	
0.0290	99.9709	11	37857	0.6399	37868	5918240	Poll	
7.0884	92.9115	400	5243	0.0953	5643	5918240	E-Voting	
0.0000	0.0000	0	00	0.0000	0	2081918	applicable)	Public- Institutions
							Postal Ballot (if	
0.0000	0.0000	0	00	0.0000	0	2081918	Poll	
0.0000	100.0000	0	1800851	86.4996	1800851	2081918	E-Voting	
0.0000	0.0000	0	00	0.0000	0	8599224	applicable)	Promoter and Promoter Group
							Postal Ballot (if	
0.0000	0.0000	0	00	0.0000	0	8599224	Poll	
0.0000	100.0000	0	8599224	100.0000	8599224	8599224	E-Voting	
(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	against (5)	favour (4)	(3)=[(2)/(1)]* 100 favour (4)	polled (2)	held (1)	Mode of Voting	Category
polled	polled	No. of Votes -	No. of Votes - in	shares	No. of votes	No. of shares		
against on votes	favour on votes			on outstanding				
% of Votes	% of Votes in			% of Votes Polled				
							NO	interested in the agenda/resolution?
								Whether promoter/ promoter group are
			usiness)	No: 00240 who were appointed as Cost Auditor of the Company. (Special Business)	ost Auditor of the C	ere appointed as Co	No: 00240 who w	Resolution required: (Ordinary/ Special)
irm Registration	conducting audit of the cost records of the Company for the financial year 2016 to M/s. Joshi Apte & Associates, Cost Accountants Firm Registration	Apte & Associates, (2016 to M/s. Joshi	the financial year 2	of the Company for	of the cost records	conducting audit	
near for	ORDINARY - Res 5. Payment of the remuneration of Rs. 2.00.000 (Ruppe Two Lacs only) plus applicable taxes and out of nocket expenses for	nnlicable tayes and	o lacs only) plus a	2.00.000 (Rupee Tw	muneration of Rs.	. Payment of the re	ORDINARY - Res	



Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are	ORDINARY - Res 6	5. Approving the rel	ated party transact	ORDINARY - Res 6. Approving the related party transactions/arrangements with Merck KGaA. (Special Business)	with Merck KGaA.	(Special Business)		
interested in the agenda/resolution?	Yes							
ategory.	Model of the control	No. of shares	No. of votes	% of Votes Polled on outstanding shares	es – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)		against (5)	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100
	E-Voting	8599224	0	_	00			0.0000
	Poll	8599224	0	0.0000	00	0		0.0000
	Postal Ballot (if							
Promoter and Promoter Group	applicable)	8599224	0	0.0000	00	0	0.0000	0.0000
	E-Voting	2081918	1800851	86.4996	1800851	0	10	
	Poll	2081918	0	0.0000	00	0	0.0000	
Public- Institutions	Postal Ballot (if applicable)	2081918	0	0 0000	00	0		
	E-Voting	5918240	5411		48	60	8	11.1624
	Poll	5918240	37981	0.6418	37971			
	Postal Ballot (if							
Public- Non Institutions	applicable)	5918240	0	0.0000	00	0	0.0000	
	Total	16599382	1844243	11.1103	1843629	614	9	0.0333



Combined Report of Scrutinizer on Remote E-Voting and Poll

MERCK LIMITED

(L99999MH1967PLC013726)

Scrutinizer:

K.G.Saraf

Saraf and Associates
(Comapny Secretaries)

423 Hind Rajasthan Building,
95 Dadasaheb Phalke Road,
Dadar East, Mumbai 400022
Ph – 022-24130371/24153887
Mob – 9820320072/ 9773393877
E-mail – kamalax_saraf@hotmail.com
kgsaraf@sarafandassociates.com
Website – www.sarafandassociates.com

SARAF & ASSOCIATES

COMPANY SECRETARIES

www.sarafandassociates.com

423, Hind Rajasthan Building, 95, Dadasaheb Phalke Road, Dadar (C.Rly.), Mumbai - 400 014.

(022) 2413 0371 / 2415 3887
□ +91 98203 20072
⋈ kamalax_saraf@hotmail.com

11.06.2016

To,
The Chairman.

MERCK LIMITED.
Godrej One, 8th Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East),
Maharashtra, Mumbai 400079.

Ref: 49th Annual General Meeting of the members of MERCK LIMITED held on Friday, June 10, 2016 at 3.00 P.M. at Auditorium One, First Floor, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai-400079

Dear Sir,

I, K.G.Saraf, Practising Company Secretary, Proprietor of Saraf and Associates Company Secretaries, Mumbai, was appointed as the Scrutinizer by:

- The Board of Directors of M/s MERCK LIMITED vide resolution dated 26th February, 2016, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014, for scrutinizing the process of remote e-voting held between June 07, 2016 (9:00 am) and June 09, 2016 (5:00 pm).
- The Chairman of the Annual General Meeting (AGM) for Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 49th Annual General Meeting of the members of MERCK LIMITED held on Friday, June 10, 2016 at 3.00 P.M. at Auditorium One, First Floor, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai-400079.

The Management of the Company assumes complete responsibility of ensuring compliance of Sections 108 & 109 of the Companies Act, 2013, read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 as may be necessary and the Listing Obligation Disclosure Requirements, 2015 relating to the remote e-voting and poll process.

The Notice dated April 29, 2016 for convening Annual General Meeting (AGM) of the Company along with the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 were sent to all the Shareholders through emails as made available by RTA and also had sent out the physical notices and annual report through courier in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company. The Notice was also uploaded on the website of the company.



Remote E-voting

- 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 Shareholders of the Company holding shares as on the "cutoff" date June 03, 2016 were
 entitled to vote on the proposed resolutions as set out at Item No's. 1 to 6 in the Notice of the
 AGM of M/s MERCK LIMITED.
- The voting period for remote E-voting remained open from 9.00 a.m. on 7th June 2016 to 5.00 p.m. on 9th June 2016 and the National Securities Depository Limited (NSDL) e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked after the conclusion of the Annual General Meeting in the presence of Mr. Mandar Saraf and Ms. Jinal Juthani who are not in the employment of the Company. (Declaration I Attached)
- Only the Votes cast by Corporate/Institutional Members who have emailed the scanned certified true copy of Board Resolution/Power of Attorney/Authority letter etc at email ID evoting@sarafandassociates.com, evoting@nsdl.co.in or who have uploaded on the website of National Security Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com have been considered valid.

Poll

- The Company has availed Poll facility from Karvy Computershare Private Limited, their Register and Share Transfer Agents for enabling the shareholders to vote at the AGM Venue.
- After the time fixed for closing of the poll by the chairman, the ballot box kept for polling was locked in my presence.
- The locked ballot box were subsequently opened in my presence and under the witness of Mr.
 Mandar Saraf and Ms. Reshma Vora who are not in the employment of the Company and poll papers were diligently scrutinized. (Declaration II Attached)
- The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

As a scrutinizer of the process, my responsibility is restricted to ensure the process to be carried on in fair manner and to report on the votes cast in 'Favour' and 'Against' the resolutions.

Based on the information furnished by M/s. Karvy Computershare Private Limited, the Company's Registrars and Share Transfer Agents, on the Poll conducted at the AGM Venue and based on the data downloaded from the Official website of National Securities Depository Limited (NSDL) for the Remote E-voting process, we now submit a combined report on **Remote E-voting and Poll as under**:

Item No 1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended December 31, 2015, including the audited Balance Sheet as at December 31, 2015, the statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.

Directors and Auditors thereo			
	Remote E-		
Particular	S	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.10/- Each)
Total Votes received by Electron	nic means	89	104,08,439
Less: Total Number of Invalid V		2	2,721
Total Number of Valid Votes (A	1)	87	104,05,718
	Pol	l	
Particular	S	Number of Members	Number of Equity Shares
		who voted / Polled	(N.V of Rs.10/- Each)
Total Votes received by Poll		30	37,987
Less: Total Number of Invalid V	Votes	0	(
Total Number of Valid Votes (B	3)	30	37,987
	Remote E-Voting an	d Poll (Combined)	
Particular	S	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.10/- Each)
Total Votes received by Electron	nic means and Poll	119	104,46,426
Less: Total Number of Invalid V		2	2,721
Total Number of Valid Votes (A	(+B)	117	104,43,705
1. Voted in Favour of the	resolution:		
Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	87	104,05,718	100.0000
Poll	27	37,982	99.9868
Combined (E-Voting & Poll)	114	104,43,700	100,0000
2. Voted in Against the re	solution:		
Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	0	0	0.0000
Poll	3	5	0.0132
Combined (E-Voting & Poll)	3	5	0.0000
3. Invalid Votes			
	Remote E	-Voting.	
Reason for Invalidation		Number of Votes	Number of Shares
Board Resolution/Power of Atto	orney/Authority letter	2	2 721
not Received		2	2,721
Total (I)		2	2,721
	Pol	l.	
Already Exercised Remote E-Vo	oting	0	(
Invalid Signature / Signature no	t Available	0	(
Name not found in the Register		0	(
Total (II)		0	(
Total (Combined) (I+II)		2	2,721

Item No 2. To declare dividend	Remote E-	Voting.	
Particulars		Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.10/- Each)
Total Votes received by Electron	ic means	89	104,08,439
Less: Total Number of Invalid V		2	2,721
Total Number of Valid Votes (A		87	104,05,718
	Poll		
Particulars	3	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.10/- Each)
Total Votes received by Poll		30	37,987
Less: Total Number of Invalid V	otes	0	0
Total Number of Valid Votes (B		30	37,987
	Remote E-Voting and	d Poll (Combined)	
Particulars		Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.10/- Each)
Total Votes received by Electron	nic means and Poll	119	104,46,426
Less: Total Number of Invalid V		2	2,721
Total Number of Valid Votes (A	+B)	117	104,43,705
1. Voted in Favour of the	resolution:		
Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	86	104,05,717	100.0000
Poll	28	37,985	99.994
Combined (E-Voting & Poll)	114	104,43,702	100.0000
2. Voted in Against the re	solution:		
Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	1	1	0.000
Poll	2	2	0.0053
Combined (E-Voting & Poll)	3	3	0.000
3. Invalid Votes	CONTRACTOR OF THE STATE OF THE		
	Remote E-		T-7 . 05'
Reason for Invalidation		Number of Votes	Number of Shares
Board Resolution/Power of Atto not Received	rney/Authority letter	2	2,72
Total (I)		2	2,72
	Pol		
Already Exercised Remote E-Vo	oting	0	
Invalid Signature / Signature no	t Available	0	
Name not found in the Register		0	
Total (II)		0	
Total (Combined) (I+II)		2	2,72

te E-Voting and sand Poll on: er of Members oted / Polled 84 26 110	I. Number of Members who voted / Polled d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	889 2 887 3 3 29 0 0 229 118 2 116	Number of Equity Shares (N.V of Rs.10/- Each) 104,08,439 2,721 104,05,718 Number of Equity Shares (N.V of Rs.10/- Each) 37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast. 99,9996
te E-Voting and sand Poll on: er of Members oted / Polled 84 26	Number of Members who voted / Polled d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	2 887 3 3 29 0 0 229 18 2 116	104,08,439 2,721 104,05,718 Number of Equity Shares (N.V of Rs.10/- Each) 37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of
te E-Voting and sand Poll on: er of Members oted / Polled 84 26	I. Number of Members who voted / Polled d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	2 887 3 3 29 0 0 229 18 2 116	2,721 104,05,718 Number of Equity Shares (N.V of Rs.10/- Each) 37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
te E-Voting and sand Poll on: er of Members oted / Polled 84 26	Number of Members who voted / Polled d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	87 29 0 229 3 3 3 3 3 3 3 3 3	Number of Equity Shares (N.V of Rs.10/- Each) 37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
te E-Voting and sand Poll on: er of Members oted / Polled 84 26	Number of Members who voted / Polled d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	3 229 0 0 229 18 2 116	Number of Equity Shares (N.V of Rs.10/- Each) 37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
te E-Voting and sand Poll on: er of Members oted / Polled 84 26	Number of Members who voted / Polled d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	29 0 229 8 8 118 2 116	(N.V of Rs.10/- Each) 37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	who voted / Polled d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	29 0 229 8 8 118 2 116	(N.V of Rs.10/- Each) 37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	Number of Members who voted / Polled Number of Equity Shares 104,05,6	0 29 8 18 2 16	37,868 0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	Number of Equity Shares d Poll (Combined) Number of Members who voted / Polled 1 Number of Equity Shares	0 29 8 18 2 16	0 37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	Number of Members who voted / Polled Number of Equity Shares 104,05,6	29 8 18 2 16	37,868 Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	Number of Members who voted / Polled Number of Equity Shares 104,05,6	18 2 16	Number of Equity Shares (N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	Number of Members who voted / Polled 1 Number of Equity Shares 104,05,6	18 2 16	(N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	who voted / Polled 1 Number of Equity Shares 104,05,6	18 2 16	(N.V of Rs.10/- Each) 104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	Number of Equity Shares 104,05,6	2 16 79	104,46,307 2,721 104,43,586 % of Total Number of Valid Votes Cast.
on: er of Members oted / Polled 84 26	Number of Equity Shares	2 16 79	2,721 104,43,586 % of Total Number of Valid Votes Cast.
er of Members oted / Polled 84 26	Number of Equity Shares	79	104,43,586 % of Total Number of Valid Votes Cast.
er of Members oted / Polled 84 26	Number of Equity Shares	79	% of Total Number of Valid Votes Cast.
er of Members oted / Polled 84 26	Shares 104,05,6		Valid Votes Cast.
oted / Polled 84 26	Shares 104,05,6		Valid Votes Cast.
84 26	104,05,6		
26			99.9996
110	37,8	-	99.9815
	104,43,5	40	99.9996
:			
er of Members	Number of Equity		% of Total Number of
oted / Polled	Shares		Valid Votes Cast.
3		39	0.0004
3		7	0.0185
6		46	0.0004
Remote E			
	Number of Votes		Number of Shares
thority letter		2	2,721
		2	
		2	2,721
Pol	II.	0	0
1		_	0
		100000	0
on Date		0	0
		U	
ıl	Pol	Poll.	Poll. Outhority letter 2 Poll. Outhority letter 0 outhority letter 2

Item No 4. To consider re-appointment of M/s. BSR & Co. LLP, Chartered Accountants Firm Registration No: (101248W/W-100022) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the next AGM of the Company.

of this Annual General Meeting	Remote E-		of the Company.
Particulars		Number of Members	Number of Equity Shores
Farticulais		who voted / Polled	Number of Equity Shares (N.V of Rs.10/- Each)
Total Votes received by Electron	nic means	89	104,08,439
Less: Total Number of Invalid V		2	2,721
Total Number of Valid Votes (A		87	104,05,718
Total Number of Valid Votes (A	Pol		104,03,710
Particulars		Number of Members	Number of Equity Shares
		who voted / Polled	(N.V of Rs. 10/- Each)
Total Votes received by Poll		30	37,987
Less: Total Number of Invalid V	otes	0	0
Total Number of Valid Votes (B		30	37,987
	Remote E-Voting an	d Poll (Combined)	
Particulars		Number of Members	Number of Equity Shares
		who voted / Polled	(N.V of Rs.10/- Each)
Total Votes received by Electron		119	104,46,426
Less: Total Number of Invalid V		2	2,721
Total Number of Valid Votes (A		117	104,43,705
1. Voted in Favour of the		T.	
Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	72	100,87,188	96.9389
Poll	26	37,976	99.9710
Combined (E-Voting & Poll)	98	101,25,164	96,9499
2. Voted in Against the re-			
Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	15	3,18,530	3.0611
Poll	4	11	0.0290
Combined (E-Voting & Poll)	19	3,18,541	3.0501
3. Invalid Votes			
	Remote E		
Reason for Invalidation		Number of Votes	Number of Shares
Board Resolution/Power of Atto	rney/Authority letter	2	2,721
not Received		2	2,721
Total (I)	Pol		2,721
Already Exercised Remote E-Vo		0	0
Invalid Signature / Signature not		0	0
Name not found in the Register		0	0
Total (II)	on cut-on Date	0	0
Total (Combined) (I+II)		2	2,721



Item No 5. Payment of the remuneration of Rs. 2,00,000 (Rupee Two Lacs only) plus applicable taxes and out of pocket expenses for conducting audit of the cost records of the Company for the financial year 2016 to M/s. Joshi Apte & Associates, Cost Accountants Firm Registration No: 00240 who were appointed as Cost Auditor of the Company. (Special Business)

appointed as Cost Auditor of t			
Particular	Remote E		N CE CL
Particular	S	Number of Members	Number of Equity Shares
Tally 11 El 1	•	who voted / Polled	(N.V of Rs.10/- Each)
Total Votes received by Electron		89	104,08,439
Less: Total Number of Invalid		2	2,721
Total Number of Valid Votes (A		87	104,05,718
Dtit	Pol		N 1 CF 1 CI
Particular	S	Number of Members	Number of Equity Shares
Total Votes received by Poll		who voted / Polled	(N.V of Rs. 10/- Each)
Less: Total Number of Invalid \	lotos	29	37,868
Total Number of Valid Votes (E		29	V
Total Number of Valid Votes (E			37,868
Particular	Remote E-Voting an	Number of Members	Number of Facility Change
Particular	S	who voted / Polled	Number of Equity Shares
Total Votes received by Electron	nia maans and Dall	118	(N.V of Rs.10/- Each)
Less: Total Number of Invalid \		2	104,46,307
Total Number of Valid Votes (A		116	2,721
1. Voted in Favour of the		116	104,43,586
Mode of Voting	Number of Members	Number of Facility	% of Total Number of
wiode of voting	who voted / Polled	Number of Equity Shares	Valid Votes Cast.
Remote E- voting	86	104,05,318	99.9962
Poll	25	37,857	99.9710
Combined (E-Voting & Poll)	111	104,43,175	99.9961
2. Voted in Against the re		201,10,270	33,3701
Mode of Voting	Number of Members	Number of Equity	% of Total Number of
indee or voting	who voted / Polled	Shares	Valid Votes Cast.
Remote E- voting	1	400	0.0038
Poll	4	11	0.0290
Combined (E-Voting & Poll)	5	411	0.0039
3. Invalid Votes			01000
	Remote E-	-Voting.	
Reason for Invalidation		Number of Votes	Number of Shares
Board Resolution/Power of Atto	rney/Authority letter	2	2.721
not Received		2	2,721
Total (I)		2	2,721
	Pol	i.	
Already Exercised Remote E-Vo	oting	0	0
Invalid Signature / Signature no		0	C
Name not found in the Register		0	0
Total (II)		0	0
Total (Combined) (I+II)		2	2,721

Business)	Remote E-	Voting	
Particulars		Number of Members	Number of Equity Shares
Tarticulars		who voted / Polled	(N.V of Rs.10/- Each)
Total Votes received by Electronic means		Wild Voted / I diled	18,08,983
Less: Total Number of Invalid Votes		2	2,721
Total Number of Valid Votes (A)		82	18,06,262
Total Number of Valid Votes (A	Poll	7-1 (474.1)	10,00,202
Particulars		Number of Members	Number of Equity Shares
		who voted / Polled	(N.V of Rs. 10/- Each)
Total Votes received by Poll		29	37,981
Less: Total Number of Invalid Votes		0	(
Total Number of Valid Votes (B)		29	37,981
	Remote E-Voting and	d Poll (Combined)	
Particulars		Number of Members	Number of Equity Shares
		who voted / Polled	(N.V of Rs. 10/- Each)
Total Votes received by Electronic means and Poll		113	18,46,964
Less: Total Number of Invalid Votes		2	2,721
Total Number of Valid Votes (A+B)		111	18,44,243
1. Voted in Favour of the	resolution:		
Mode of Voting	Number of Members	Number of Equity	% of Total Number of
	who voted / Polled	Shares	Valid Votes Cast.
Remote E- voting	79	18,05,658	99.9666
Poll	25	37,971	99.9737
Combined (E-Voting & Poll)	104	18,43,629	99.9667
2. Voted in Against the re		D. 1 CD 1	0/ 070 / 137 1 0
Mode of Voting	Number of Members	Number of Equity	% of Total Number of
Domesto E vestino	who voted / Polled	Shares 604	Valid Votes Cast.
Remote E- voting Poll	4	10	0.0334
Combined (E-Voting & Poll)	7	614	0.0333
3. Invalid Votes	1	014	0.033
3. Invalid votes	Remote E-	Voting	
Reason for Invalidation		Number of Votes	Number of Shares
Board Resolution/Power of Attorney/Authority letter			
not Received		2	2,721
Total (I)		2	2,721
20111 (2)	Pol		
Already Exercised Remote E-Voting		0	
Invalid Signature / Signature not Available		0	
Name not found in the Register on Cut-off Date		0	(
Total (II)		0	(
Total (Combined) (I+II)		2	2,721

- In cases where Votes are casted in both, Remote E-voting and Poll at the AGM, only the votes casted in E-voting are taken into account in respect of such shareholder.
- The aforesaid combined report is computed on the basis of Acceptance and Rejection as annexed herewith, which forms an integral part of this Report.
- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.
- The relevant records relating to remote E- Voting and Poll were sealed and handed over to MR. Vikas R. Gupta, authorized by the Board for safe keeping.
- The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting after which the same will be handed over to the Company for safe keeping.
- You may accordingly declare the result of voting.

Thanking you, Yours faithfully,

For Saraf and Associates

(Company Secretaries)

Name of Proprietor: Kamalax, G. Saraf

Membership No: 1596

COP No: 642

Date: 11.06.2016 Place: Mumbai.



Annexure

A. Basis of Acceptance

I. Physical Polling Papers.

- 1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
- 2. Where the Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the Vote(s) cast by the joint named shareholders has/have been considered.
- 3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
- 4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
- 5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
- 6. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and Voting done through Poll has been treated as Invalid.

II. Voting through Electronic Mode (Remote E-Voting).

1. Member has voted only through e-voting i.e. electronic mode.

B. Basis of Rejection

I. Physical Polling Papers.

- 1. Shareholder has not put any mark on either assent or dissent.
- Poll paper is not signed.
- 3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
- 4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
- 5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.



- 6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company/ Registrar and Share Transfer Agent.
- 7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizers to identify either the Member or the number of votes.
- 8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
- If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
- 10. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
- 11. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and voting done through Poll has been treated as Invalid.

II. Voting through Electronic Mode (Remote E-Voting).

- Votes cast by Corporate/Institutional Members who have not emailed the scanned certified true copy of Board Resolution/Power of Attorney/Authority letter etc at email ID evoting@sarafandassociates.com, evoting@nsdl.co.in or who have not uploaded the same on the website of National Security Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com have been considered valid.
- 2. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.

Declaration I

(Unblocking of votes cast through Remote E-Voting)

We, Mr. Mandar Saraf and Ms. Jinal Juthani hereby state that the Excel Sheet containing the Results of Remote E-Voting of MERCK LIMITED ("the Company") for the 49th Annual General Meeting of the Company held on Friday, June 10, 2016 at 3.00 P.M. at Auditorium One, First Floor, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai-400079 were unblocked from the website of M/s. National Securities Depository Limited i.e.www.evoting.nsdl.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Mr. Mandar Saraf

Address: 1, Guruprasad Plot 192

Sion (8) - Mumbay 400022

Witness 2 Kalumani Name: Ms. Jinal Juthani

Address: B1601, Vijayapartment
B.J. Patel Road Malad west

Mumbai H00064

Declaration II

(Ballot Box)

We, Mr. Mandar Saraf and Ms. Reshma Vora hereby state that the Polling Box, in which Equity Shareholders of MERCK LIMITED ("the Company") cast their vote by way of Poll at the 49th Annual General Meeting of the Company held on Friday, June 10, 2016 at 3.00 P.M. at Auditorium One, First Floor, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai-400079, were opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Mr. Mandar Saraf

Address: 1 Can

1, auruprasad, Plot 192

Ston (8) Mumbay 400022

Witness 2 R. H. Vora

Name: Ms. Reshma Vora

Address: 3/37, Purandare Sadan

Dr. B.A. Road, Parel.

Mumbai - 400012