

January 23, 2018

The Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400001

Dear Sir/Madam,

Scripcode : 533288

Subject : Proceeding of the Postal Ballot of the Company

Pursuant to Regulation 30, Part – A of Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Proceedings of the Postal Ballot of Claris Lifesciences Limited.

Request you to kindly take the same on your records.

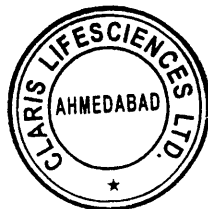
Thanking you,

Yours faithfully,

FOR CLARIS LIFESCIENCES LIMITED



Chandrasingh Purohit
WHOLE TIME DIRECTOR & CFO



Claris Lifesciences Limited

Claris Corporate Headquarters, Nr. Parimal Rty. Crossing,
Ellisbridge, Ahmedabad 380 006, India.
Tel: +91-79-26563331, 66309339 Fax: +91-79-26408053
www.clarislifesciences.com

(Corporate Identity Number: L85110GJ1994PLC022543)

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PROCEEDINGS OF THE RESOLUTION PASSED BY THE MEMBERS OF CLARIS LIFESCIENCES LIMITED THROUGH POSTAL BALLOT AS PER SECTION 110 OF THE COMPANIES ACT, 2013 AND RULES THEREUNDER AS PER THE RESULTS DECLARED ON JANUARY 23, 2018 AT 4:45 PM AT CLARIS CORPORATE HEADQUARTERS, NEAR PARIMAL RAILWAY CROSSING, ELLISBRIDGE, AHMEDABAD – 380 006.

Present:

Mr. Chandrasingh Purohit, Whole Time Director & CFO

Scrutinizer:

Mr. Ashish C. Doshi, Practicing Company Secretary

The Postal Ballot Notice dated December 16, 2017 which was dispatch along with the Postal Ballot Form by e – mail, to all the Members whose e-mail IDs are registered with the Company/ Depository Participant(s) as on December 16, 2017 (i.e. Cut off Date), on Friday, December 22, 2017 and further, in respect of the Members whose e-mail IDs are not registered with the Company/ Depository Participant(s) as on December 16, 2017 (i.e. Cut off Date), the dispatch of physical copy of the Postal Ballot Notice along with the Postal Ballot Form and self-addressed Business Reply Envelope at their registered address by the prescribed mode on Friday, December 22, 2017, and the voting period for the same commenced from Saturday, December 23, 2017 (10.00 AM) and was completed on Sunday, January 21, 2018 (5.00 PM). Mr. Ashish C. Doshi, Scrutinizer of the Company submitted their Scrutinizer Report on January 23, 2018 for both postal ballot in physical as well as remote e-voting, based on the consolidated Scrutinizer Report the below resolutions was passed by the Members of the Company with requisite majority.

Special Resolution for approval for Voluntary Delisting of the Equity Shares of the Company from the BSE Limited ("BSE").

"RESOLVED THAT pursuant to (i) the letter dated December 2, 2017 received from the promoter of the Company i.e Athanas Enterprise Private Limited ("AEPL/Promoter") along with promoter/ promoter group of the Company, which together holds 2,73,55,964 equity shares of Rs. 10 each ('Equity Shares') aggregating 50.13% of the total equity paid-up share capital of the Company, conveying their intention to voluntarily delist the Equity Shares of the Company from the BSE Limited ("BSE") in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares), Regulations 2009, as amended from time to time ('Delisting Regulations'); (ii) the letter dated December 15, 2017 received from AEPL wherein the Promoter indicated that Claris Holdings Private Limited. a

wholly owned subsidiary of the Promoter may also acquire certain portion of the shares that are tendered as part of the delisting process; and (iii) the approval of the Board of Directors of the Company held on December 16, 2017 for the voluntary delisting of the Equity Shares from the BSE, and subject to the applicable provisions of the Companies Act, 2013 and rules made thereunder, the Delisting Regulations and other such applicable provisions of laws, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and receipt of the necessary approvals from the BSE and such other approvals as may be required under applicable law and subject to the terms of such approvals, the approval of the members of the Company be and is hereby accorded to the proposed voluntary delisting of the Equity Shares from the BSE through acquisition of 27,211,801 equity shares (i.e. 49.87% of the total equity paid-up share capital of the Company), either by itself or along with one or more subsidiaries, held by the public shareholders of the Company, in accordance with the terms of the Delisting Regulations ("Proposed Delisting")."

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) be and is hereby authorized on behalf of the Company to do, either by themselves or through delegation to any person, as

they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings to facilitate the Proposed Delisting in accordance with the conditions specified in the Delisting Regulations and the applicable provisions of the Companies Act, 2013, including making applications to the BSE for seeking the in-principle and final approval for the Proposed Delisting, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubts that may arise in this behalf or delegate the aforesaid authority to any person or to engage any advisor, lawyers, consultant, agent or intermediary, as they may in their absolute discretion deem fit."

"RESOLVED FURTHER THAT Mr. Chandrasingh Purohit, Whole Time Director & CFO or any one of the other Directors of the Company or Company Secretary of the Company, be and is hereby severally authorised to file all such deeds, applications documents and other related correspondence as maybe required before a regulatory authority and to appear before, represent, negotiate, discuss and respond to all queries as maybe requested for by the regulatory authority including in connection with any reporting that need to be made to the Reserve Bank of India."

"RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

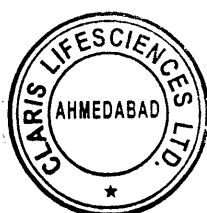
"RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorized to issue a certified true copy of the aforesaid resolution wherever necessary."

On the basis of the consolidated report of scrutinizer's for the postal ballot in physical and remote e-voting dated January 23, 2018, Mr. Chandrasingh Purohit, Whole Time Director & CFO, declared the results of voting along with the scrutinizer report as per the format prescribed under Regulation 44 of the Listing Regulations at the Registered Office of the Company on January 23, 2018 and the same was communicated to BSE Limited and also placed on the Company's website and on the website of Central Depository Services(India) Limited. The voting results are as below:

Particulars			Particulars of votes cast (postal ballot in physical and remote e-voting)	
			Number of Shares	% of shares
Special Resolution for Approval of Voluntary Delisting of the Equity Shares of the Company from the BSE Limited.	With Promoters Shares & Voting	Votes cast in favor	45,737,099	99.4513
		Votes cast against	252,334	0.5487
	Without Promoters Shares & Voting	Votes cast in favor	18,381,135	98.6458
		Votes cast against	252,334	1.3542

Based on Consolidated report of the scrutinizer, the above resolutions have been duly approved by members with requisite majority.

Date: January 23, 2018
Place: Ahmedabad

Claris Lifesciences Limited

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