

April 14, 2023

To,
Dy. General Manager
Department of Corporate Services,
BSE Ltd.,
P. J. Towers, Dalal Street,
Fort, Mumbai – 400 001.

To,
The Manager – Listing,
National Stock Exchange of India Ltd.,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Ref: Scrip Code: 532296

Ref: Scrip Name: GLENMARK

Dear Sirs,

Sub: Result of Postal Ballot by remote e-voting & Scrutinizer's Report

Further to our letter dated 15th March, 2023 regarding notice of Postal Ballot, please find enclosed herewith the following -

1. Voting Result as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Scrutinizer's Report dated 14 April, 2023.

Based on the Scrutinizer's Report, we wish to inform you that the Special Resolution mentioned in the said Postal Ballot notice has been passed by the members of the Company with requisite majority.

The voting result along with the Scrutinizer's Report is also being made available on the Company's website at www.glenmarkpharma.com.

You are requested to take the same on record.

Thanking you,

Yours faithfully,

For Glenmark Pharmaceuticals Ltd.

HARISH Digitally signed
by HARISH
VINAYAK KUBER
VINAYA Date:
2023.04.14
20:15:32 +05'30'
K KUBER

**Harish Kuber
Company Secretary & Compliance Officer**

Encl: As above

Tel: 4018 9999/ 4018 9879

Fax: 4018 9986 (Legal & Secretarial Dept.)

Glenmark Pharmaceuticals Ltd.

Glenmark House, B D Sawant Marg, Andheri (E), Mumbai 400 099, India

T: 91 22 4018 9999 F: 91 22 4018 9988 CIN No: L24299MH1977PLC019982 W: www.glenmarkpharma.com

Registered office: B/2, Mahalaxmi Chambers, 22 Bhulabhai Desai Road, Mumbai 400 026 E: complianceofficer@glenmarkpharma.com



Surjan Singh Rauthan
B.Com., F.C.S.

Report of Scrutinizer for voting through e-voting on Postal Ballot [Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules 2014]

To,
The Chairman,
Glenmark Pharmaceuticals Limited
CIN: L24299MH1977PLC019982
Registered office:
B-2, Mahalaxmi Chambers,
22, Bhulabhai Desai Road,
Mumbai – 400026.

Corporate office:
Glenmark House, B. D. Sawant Marg,
Chakala, Off. Western Express Highway,
Andheri (E), Mumbai – 400099.

Dear Sir,

Sub. : Scrutinizer's Report on voting through e-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

The Board of Directors of Glenmark Pharmaceuticals Limited (*hereinafter referred to as 'the Company'*) at their meeting held on Friday, February 10, 2023, have appointed me as the Scrutinizer to conduct and scrutinize the Postal Ballot remote e-voting process in a fair and transparent manner in respect of the Resolution as circulated/stated in the Postal Ballot Notice dated Wednesday, March 08, 2023 ('Notice').

In Compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended ('Management and Administration Rules') read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022 and 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ('MCA Circulars') and other applicable Laws, Rules and Regulations, Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), to transact the special business as per the postal ballot notice. The Company had provided facility for remote



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e-voting to all the Members of the Company to enable them to cast their votes only through electronic means on the item mentioned in the notice.

The Company has engaged the services of its Registrars and Transfer Agents viz. KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), as the Electronic Voting Service Provider hereinafter referred to as "KFin" or "EVSP" or "RTA" who had made necessary arrangements to facilitate e-voting by the shareholders of the Company on their website <https://evoting.kfintech.com>.

Accordingly, the Company had sent the Postal Ballot Notice including all the requisite information required to cast the vote, in electronic form only to all its members who have registered their e-mail addresses with the Company/ RTA / Depository Participants. The aforesaid Postal Ballot Notice was sent on Wednesday, March 15, 2023 to all the Members of the Company through e-mail who have registered their e-mail addresses as on Friday, March 10, 2023 (cut-off date).

The communication of the assent or dissent of the Members was sought through the e-voting system only. In order to facilitate those members who had not yet registered their e-mail address, a proper procedure was laid down for the shareholders to get their email address registered with the RTA so that they could also participate in the e-voting facility extended by the Company.

The Company and the EVSP had uploaded the Notice together with the explanatory statement on their respective websites viz. www.glenmarkpharma.com and www.kfintech.com and Electronic Voting Event Number "7201" ("EVEN") was generated for casting the votes through E-voting. The Company uploaded the details of the e-voting event with both the depositories viz. NSDL & CDSL. The Company and the EVSP have complied with, all the necessary formalities specified under the Act, the Rules and the Circulars issued in this regard.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and SEBI Listing Regulations relating to the items being placed for approval of the members through postal ballot by e-voting. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice, based on the reports generated from the E-voting system provided by EVSP.

I report that, the Notice was sent through e-mail to all the members whose email id's were registered with the Depositories and as made available with the RTA. The total Number of Members as on the Cut-off date was 2,95,499 (Two Lakhs Ninety Five Thousand Four Hundred Ninety Nine).

The e-voting period commenced from Thursday, March 16, 2023 at 9.00 a.m. IST and concluded on Friday, April 14, 2023 at 5.00 p.m. IST.





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As prescribed in Rules and Circulars issued by MCA a Public Notice with regard to the Postal Ballot Notice was published on March 16, 2023 in "Financial Express" English Newspaper and in "Loksatta", Marathi Newspaper (Maharashtra edition) providing requisite information and contact details of the EVSP for registering email id and queries on e-voting copies of the newspaper advertisements were also submitted to the Stock Exchange.

The item for which approval of the Members of the Company was sought as stated in the Notice is mentioned hereunder:-

Sr. No.	Type of Resolution	Description of the resolution
I.	Special Resolution	To approve appointment of Mrs. Vijayalakshmi Rajaram Iyer (DIN:05242960) as Non-Executive – Independent Director of the Company

SUMMARY OF VOTES CAST

The e-voting process concluded at 5.00 p.m. (IST) on April 14, 2023. After the closure of e-voting process the votes cast through e-voting facility were duly unblocked and downloaded by me as a Scrutinizer in the presence of two witnesses, who are not in employment of the Company, as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014. Since, e-voting facility was provided by KFin, the details of the e-voting exercised by the members were duly complied by KFin. The details of the e-voting, the compilation of the Register containing the statement of Member's name, DP id Client id and/or folio number, number of shares held, number of votes exercised, votes in favour, votes against were generated by KFin i.e. <https://evoting.kifintech.com> were duly scrutinized.

On scrutiny, I report that out of 2,95,499 (Two Lakhs Ninety Five Thousand Four Hundred Ninety Nine Members holding shares as on the cut-off-date, i.e. Friday, March 10, 2023, 935 Members holding 20,15,02,428 shares have exercised their votes through remote e-voting. The details of Postal Ballot results for the item placed for consideration and approval of the Members is given below:





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Item No. 1 – Special Resolution

Appointment of Mrs. Vijavalakshmi Rajaram Iyer (DIN:05242960) as Non-Executive – Independent Director:

Total No. of Shareholders		295499			
Total No. of Shares		282168156			
E-voting as per Postal Ballot Notice		Commenced on Thursday, March 16, 2023 at 9.00 a.m. IST and concluded on Friday, April 14, 2023 at 5.00 p.m. IST.			
Sl. No.	Particulars	No. of Votes	No. of Shares	% of total paid up equity capital	% of total votes polled
A	Total votes cast through e-voting	935	201502428	71.4121	100
B	Less: Invalid e-voting (abstained/less voted) * refer note below	8	271420	0.0962	0.1347
C	Net e-voting (A-B)	927	201231008	71.3160	99.8653

***NOTE:**

- (i) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot.
- (ii) A Vote cast in favour or against is calculated based on the valid votes cast through Remote e-voting.
- (iii) Three Members cast partially in favour and partially against the resolution.





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Summary of E-voting through Postal Ballot as per SEBI LODR Regulation 44(3)

Resolution No. 1		Appointment of Mrs. Vijayalakshmi Rajaram Iyer (DIN:05242960) as Non-Executive – Independent Director						
Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	131617687	131395997	99.8316	131395997	0	100.0000	0
	Postal Ballot		0	0	0	0	0	
	TOTAL		131395997	99.8316	131395997	0	100.0000	0
Public - Institutions	E-voting	95450703	69277389	72.5792	63369788	5907601	91.4725	8.5274
	Postal Ballot		0	0	0	0	0	
	TOTAL		69277389	72.5792	63369788	5907601	91.4725	8.5274
Public - Non Institutions	E-voting	55099766	557622	1.0120	548242	9380	98.3178	1.6821
	Postal Ballot		0	0	0	0	0	
	TOTAL		557622	1.0120	548242	9380	98.3178	1.6821
TOTAL		282168156	201231008	71.3160	195314027	5916981	97.0596	2.9404

Percentage of votes cast in favour: 97.0596

Percentage of votes cast against: 2.9404

RESULTS:-

As the number of votes cast for the said Resolution i.e. 97.0596% is more than the number of votes cast against i.e. 2.9404%. I report that the Special Resolution as set out in the Notice of Postal Ballot dated March 08, 2023 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the date of the announcement of the results.





S. S. Rauthan & Associates

Company Secretaries



Surjan Singh Rauthan
B.Com., F.C.S.

I further report that as per the Postal Ballot Notice dated March 08, 2023 and the Board Resolution dated February 10, 2023, the Chairman or any Director as may be authorized by the Board shall declare and confirm the above results of e-voting by postal ballot in respect of the resolution referred hereinabove, on or before Sunday, April 16, 2023. The results of Postal Ballot together with the Scrutinizer's Report would be displayed on the notice board of the Company both at their registered office and in their corporate office in Mumbai and on their website viz. www.glenmarkpharma.com and on the website of KFin at www.kfintech.com. The result shall also be forwarded to The BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), the exchanges where equity shares of the company are listed.


I further report that, as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has been duly complied with. I further report that as per the said Rules, the records maintained by me including the data as obtained from KFin, the Service Provider for the E-Voting facility extended by them and also the RTA recording the consent or otherwise received from the members, be e-voting which includes all the particulars of the members such as the name, folio number/ DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected and other related data/ papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot process of your Company.

Thanking you,

Yours faithfully,

For S. S. Rauthan & Associates
Company Secretaries
Firm Registration No.:S1999MH026900


CS Surjan Singh Rauthan
Proprietor
M. No. FCS-4807, COP No.3233
Peer Reviewed Cert. No. : 1840/2022
UDIN: F004807E000101079
Place: Mumbai
Date: April 14, 2023



Countersigned

HARISH
VINAYA
K KUBER

Digitally signed
by HARISH
VINAYAK KUBER
Date: 2023.04.14
20:15:00 +05'30'

Mr. Harish Kuber
Company Secretary & Compliance Officer
Membership No. A10973