

Novartis India Limited

Registered Office: Inspire BKC 7th Floor Bandra Kurla Complex Bandra (East) Mumbai – 400 051 Maharashtra, India Tel +91 22 50243000 Fax +91 22 50243010

Email: india.investors@novartis.com CIN No. L24200MH1947PLC006104

Website: www.novartis.com

August 01, 2024

To, The Secretary BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

Scrip Code: 500672

Dear Sir/ Madam,

Sub.: Voting Results of the 76th Annual General Meeting of Novartis India Limited ('the Company') held on July 31, 2024 and Scrutinizers' Report.

In furtherance to our letter dated July 31, 2024 and pursuant to Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following:

- 1. Combined voting results of the remote e-Voting together with the voting conducted during the proceedings of the AGM, in relation to the items of business transacted at the AGM, attached and marked as **Annexure 1**.
- 2. The Scrutinizer's Report dated July 31, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as **Annexure 2**.

This is for your information and records.

Thanking you

Yours Sincerely,

For Novartis India Limited

Maru Chandni DN: dc=com, dc=novartis, ou=people, ou=LE, serialNumber=3190945, cn=Maru Chandni Date: 2024-08.01 22:47.08 + 05:30′

Chandni Maru
Company Secretary and Compliance Officer

Encl: As above



Submission of Voting Results

Date of AGM	July 31, 2024
Total number of shareholders on record date	40,482
(i.e. July 23, 2024)	
No. of shareholders present in the meeting either in person or	No arrangement for a physical meeting or appointment of proxy was made as
through proxy:	the Meeting was held through VC/OAVM.
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Conferencing:	
Promoters and Promoter Group:	1
Public:	41



Resolution Required:	Oudinous		l				atement of the Compar pard and the Auditors t	ny for the financial year
	Ordinary		ended Marc	n 31, 2024, togetner t	with the Kepo	rts of the B	bard and the Auditors t	nereon.
Whether promoter		group are						
interested in the age	nda/resolution :	, 	No					
	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding	No. of Votes –	No. of Votes –	% of Votes in favour on votes	% of Votes against
		held	polled	shares	in favour	Against	polled	on votes polled
Category		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		17450680	100.0000	17450680	0	100.0000	0.0000
	Poll	17450680	0	0.0000	0	0	0.0000	0.0000
	Postal							
Tromoter Group	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
	E-Voting		37026	20.8156	37026	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal	177876						
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		37026	20.8156	37026	0	100.0000	0.0000
	E-Voting		12515	0.1772	12334	181	98.5537	1.4463
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	7062241						
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12515	0.1772	12334	181	98.5537	1.4463
Total		24690797	17500221	70.8775	17500040	181	99.9990	0.0010



Resolution Required	: Ordinary		2 - To decla	re dividend for the fin	ancial year er	nded March	31, 2024	
Whether promoter/ in the agenda/resolu		re interested	NO		Γ	T		
	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Category		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		17450680	100.0000	17450680	0	100.0000	0.0000
Promoter and	Poll	17450680	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot	17430080	0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
	E-Voting		37026	20.8156	37026	0	100.0000	0.0000
Public Institutions	Poll	177876	0	0.0000	0	0	0.0000	0.0000
Public Histitutions	Postal Ballot	1//6/0	0	0.0000	0	0	0.0000	0.0000
	Total		37026	20.8156	37026	0	100.0000	0.0000
	E-Voting		12745	0.1805	12566	179	98.5955	1.4045
Public Non-	Poll	7062241	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	7002241	0	0.0000	0	0	0.0000	0.0000
	Total		12745	0.1805	12566	179	98.5955	1.4045
Total		24690797	17500451	70.8784	17500272	179	99.9990	0.0010



Resolution Required:	Ordinary		3 - To appoint Ms. Shilpa Joshi (DIN: 09775615) as Director, who retires by rotation and being eligible, offers herself for re–appointment								
Whether promoter/ interested in the age		re	NO	NO							
	Mode of Voting	No. of shares held	No. of votes polled	votes outstanding V		No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled			
Category		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100			
	E-Voting		17450680	100.0000	17450680	0	100.0000	0.0000			
Promoter and	Poll	17450680	0	0.0000	0	0	0.0000	0.0000			
Promoter Group	Postal Ballot	17430080	0	0.0000	0	0	0.0000	0.0000			
	Total		17450680	100.0000	17450680	0	100.0000	0.0000			
	E-Voting		37026	20.8156	37026	0	100.0000	0.0000			
Public Institutions	Poll	177876	0	0.0000	0	0	0.0000	0.0000			
Fublic Histitutions	Postal Ballot	1//8/0	0	0.0000	0	0	0.0000	0.0000			
	Total		37026	20.8156	37026	0	100.0000	0.0000			
	E-Voting		12235	0.1732	12053	182	98.5125	1.4875			
Public Non	Poll	7062241	0	0.0000	0	0	0.0000	0.0000			
Institutions	Postal Ballot	, 002241	0	0.0000	0	0	0.0000	0.0000			
	Total		12235	0.1732	12053	182	98.5125	1.4875			
Total		24690797	17499941	70.8764	17499759	182	99.9990	0.0010			



Resolution Require	d: Ordinary		4 - Appointm	ent of Mr. Falin Majmı	ıdar (DIN: 1068	1030) as th	e Director of the compan	у
Whether promoter, interested in the ag		•	NO					
Mode Voti		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
	E-Voting		17450680	100.0000	17450680	0	100.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal	17450680	_		_	_		
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
	E-Voting		37026	20.8156	37026	0	100.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	177876						
Ilistitutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		37026	20.8156	37026	0	100.0000	0.0000
	E-Voting		12215	0.1730	12033	182	98.5100	1.4900
D. Irlia Na	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non	Postal	7062241						
Institutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12215	0.1730	12033	182	98.5100	1.4900
Total		24690797	17499921	70.8763	17499739	182	99.9990	0.0010



Resolution Required: 5	Special		5 - Appointr	nent of Mr. Falin Maj	mudar (DIN: 1	10681030) a	s Whole–Time Directo	r of the Company
Whether promoter/ p in the agenda/resolution		e interested	NO					
	Mode of Voting	No. of shares held	% of Votes No. of Polled on votes outstanding polled shares		No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Category		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		17450680	100.0000	17450680	0	100.0000	0.0000
Promoter and	Poll	17450680	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
	E-Voting		37026	20.8156	37026	0	100.0000	0.0000
Public Institutions	Poll	177876	0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	1//8/6	0	0.0000	0	0	0.0000	0.0000
	Total		37026	20.8156	37026	0	100.0000	0.0000
	E-Voting		12215	0.1730	12033	182	98.5100	1.4900
Public non-	Poll	7062241	0	0.0000	0	0	0.0000	0.0000
institutions	Postal Ballot	7002241	0	0.0000	0	0	0.0000	0.0000
	Total		12215	0.1730	12033	182	98.5100	1.4900
Total		24690797	17499921	70.8763	17499739	182	99.9990	0.0010

10/25-26, 2nd Floor, Brindaban, Thane (W) – 400 601 T: +91 22 25345648 | +91 22 25432704 E: <u>snaco@snaco.net</u> |W: www.snaco.net ICSI Unique Code: P1991MH040400

July 31, 2024

To,
The Chairman
Novartis India Limited
CIN: L24200MH1947PLC006104
Inspire - BKC, 7th Floor,
Bandra Kurla Complex,
Bandra East, Mumbai – 400 051.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Members during the 76th Annual General Meeting of your Company held on Wednesday, July 31, 2024 at 11:00 a.m. (IST) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Digitally signed by Viswanathan Narayanan Satyamangalam

Date: 2024.07.31 17:16:55 +05'30

S. N. Viswanathan

Partner

SCRUTINIZER'S REPORT

Name of the Company	Novartis India Limited
Type of Meeting	76 th Annual General Meeting
Day, Date & Time	Wednesday, July 31, 2024 at 11:00 a.m. (IST)
Deemed Venue	Inspire - BKC, 7th Floor,
	Bandra Kurla Complex, Bandra East,
	Mumbai – 400 051
Mode	Video Conferencing /Other Audio Visual Means ("VC")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members at the Annual General Meeting ("AGM") of Novartis India Limited (hereinafter referred to as 'the Company') held on **Wednesday**, **July 31**, **2024** at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit the Scrutinizer's Report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

- 2.1. Notices were published in Financial Express (English Newspaper) and Navshakti (Marathi Newspaper) having electronic editions, specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system during the AGM, etc.:
 - a) Prior to the dispatch of Notice, on July 04, 2024, pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAVM); and

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Date: 2024.07.31 17:17:16 +05'30'

- b) Post the dispatch of Notice, on **July 06, 2024**, pursuant to the provisions of the Companies Act, 2013 and the relevant rules made thereunder.
- 2.2. The Company hosted the detailed notice of AGM on its website and also intimated the same to BSE Limited on **July 05, 2024.**
- 2.3. The Company has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by Link Intime India Private Limited, Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on, July 05, 2024 by e-mail to 34,741 Members who had registered their email ids with the Company/ Depositories.

3. Cut-off date

3.1. Voting rights with respect to the agenda items were reckoned as on Tuesday, July 23, 2024, being the cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1. Agency

The Company appointed NSDL as the agency for providing the platform for remote e-voting and e-voting during the AGM.

4.2. Remote e-voting period

Remote e-voting platform was open from 9.00 a.m. (IST) on Sunday, July 28, 2024 till 5.00 p.m. (IST) on Tuesday, July 30, 2024 and Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by NSDL.

5. Voting at the AGM

5.1. In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to Members who have cast

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Report of Scrutinizer on remote e-voting and e-voting by Members during the 76th AGM of Novartis India Limited held on July 31, 2024.



their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Members who had cast their votes through remote e-voting.

6. Counting Process

- 6.1. On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the NSDL e-voting platform and downloaded the results for scrutiny.
- 6.2. All the votes cast by the Members were found to be valid.

7. Results

- 7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated **June 28, 2024** is enclosed herewith.
- 7.2. Based on the aforesaid results, we report that 4 (Four) Ordinary Resolutions as set out in Item No.1 to 4 and 1(One) Special Resolution as set out in Item No. 5 of the Notice of the AGM dated June 28, 2024 have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400 Peer Review Cert. No.: 5218/2023

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S. N. Viswanathan

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955F000864713

July 31, 2024 | Thane



Item No. 1: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2024, together with the Reports of the Board and the Auditors thereon.

Particulars	Rer	note e-voting	Votir	ng at the AGM		Percentage	
Faiticulais	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	146	1,74,99,982	5	58	151	1,75,00,040	99.9990
Dissent	4	171	1	10	5	181	0.0010
Total	150	1,75,00,153	6	68	156	1,75,00,221	100.0000

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated June 28, 2024 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

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S. N. Viswanathan

Partner

ACS: 61955 | COP: 24335 ICSI UDIN: A061955F000864713

July 31, 2024 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Members during the 76th AGM of Novartis India Limited held on July 31, 2024.

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Item No. 2: To declare dividend for the financial year ended March 31, 2024.

Particulars	Rer	note e-voting	Votir	ng at the AGM		Percentage	
raiticulais	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	149	1,75,00,214	5	58	154	1,75,00,272	99.9990
Dissent	3	169	1	10	4	179	0.0010
Total	152	1,75,00,383	6	68	158	1,75,00,451	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated June 28, 2024 has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

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S. N. Viswanathan

Partner

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July 31, 2024 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Members during the 76th AGM of Novartis India Limited held on July 31, 2024.

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Item No. 3: To appoint Ms. Shilpa Joshi (DIN: 09775615) as Director, who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Rer	note e-voting	Votir	ng at the AGM		Percentage	
1 articulars	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	145	1,74,99,701	5	58	150	1,74,99,759	99.9990
Dissent	5	172	1	10	6	182	0.0010
Total	150	1,74,99,873	6	68	156	1,74,99,941	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated June 28, 2024 has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

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S. N. Viswanathan

Partner

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July 31, 2024 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Members during the 76th AGM of Novartis India Limited held on July 31, 2024.

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Item No. 4: Appointment of Mr. Falin Majmudar (DIN: 10681030) as the Director of the company, liable to retire by rotation.

Particulars	Rer	note e-voting	Votir	ng at the AGM		Percentage	
raiticulais	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	144	1,74,99,681	5	58	149	1,74,99,739	99.9990
Dissent	5	172	1	10	6	182	0.0010
Total	149	1,74,99,853	6	68	155	1,74,99,921	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated June 28, 2024 has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

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S. N. Viswanathan

Partner

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July 31, 2024 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Members during the 76th AGM of Novartis India Limited held on July 31, 2024.

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Item No. 5: Appointment of Mr. Falin Majmudar (DIN: 10681030) as a Whole-Time Director of the Company, liable to retire by rotation, for a period of 5 (Five) years commencing from June 28, 2024 till June 27, 2029 (both days inclusive).

Particulars	Rer	note e-voting	Votir	ng at the AGM		Percentage	
1 articulars	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	144	1,74,99,681	5	58	149	1,74,99,739	99.9990
Dissent	5	172	1	10	6	182	0.0010
Total	149	1,74,99,853	6	68	155	1,74,99,921	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the AGM dated June 28, 2024 has been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

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S. N. Viswanathan

Partner

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July 31, 2024 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Members during the 76th AGM of Novartis India Limited held on July 31, 2024.

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