



Novartis India Limited  
Registered Office:  
Inspire BKC  
Part of 601 & 701  
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.in

March 22, 2019

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

Dear Sirs,

**Subject: Submission of voting results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")**

This is in continuation to our letter dated February 15, 2019, forwarding a copy of the Postal Ballot Notice.

It may be noted that pursuant to Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, approval of the members of the Company was sought through Postal Ballot for re-appointment of Mr. Jai Hiremath (DIN: 00062203) and Dr. Rajendra Nath Mehrotra (DIN: 00172639) as Independent Directors of the Company for a term of five years and one year respectively, commencing from April 1, 2019.

Mr. S N Ananthasubramanian, Practising Company Secretary (FCS 4206 & COP 1774), Scrutiniser for the said postal ballot process has submitted his report along with the result of postal ballot to the Chairman of the Company on March 20, 2019.

Copy of the Scrutiniser's report along with the result of postal ballot is enclosed for your reference.

The said voting results will be displayed on the Company's website [www.novartis.in](http://www.novartis.in) and at the registered office of the Company.

Kindly take the above information on record.

Thanking you.

For Novartis India Limited

Monaz Noble  
Whole Time Director &  
Chief Financial Officer

Encl: As above

**SCRUTINIZER'S REPORT**

To,  
The Chairman,  
Novartis India Limited  
Inspire BKC, Part of 601 & 701,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai - 400051

We are pleased to present our report on the **POSTAL BALLOT** conducted by the Company to pass two Special Resolutions as contained in the Notice of Postal Ballot dated 4<sup>th</sup> February, 2019

1. In terms of provisions of section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as the Scrutinizer by the Board of Directors of the Company on 4<sup>th</sup> February, 2019 to conduct the Postal Ballot as contained in the Notice dated 4<sup>th</sup> February, 2019.
2. Members approval was sought for:
  - a) Re-appointment of Mr. Jai Hiremath (DIN: 00062203) as an Independent Director for a term of five years from April 1, 2019 till March 31, 2024.
  - b) Re-appointment of Dr. Rajendra Nath Mehrotra (DIN: 00172639) as an Independent Director for a term of one year from April 1, 2019 till March 31, 2020.
3. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners as on 8<sup>th</sup> February, 2019, made available by the Depositories viz., **National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)**, the Company completed dispatch of the Notice of Postal Ballot as under:



# S. N. ANANTHASUBRAMANIAN & CO.

## COMPANY SECRETARIES

Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email [snaco@snaco.net](mailto:snaco@snaco.net) | Website [www.snaco.net](http://www.snaco.net)

- On 15<sup>th</sup> February, 2019 by email to 25,550 Members who had registered their email ids with the Company/ Depositories.
- On 15<sup>th</sup> February, 2019, in physical form by speed-post to 16,468 Members.

In terms of the aforesaid notice, Members were required to convey their assent or dissent, as the case may be, as under:

- a. In case of Postal Ballot Form mailed to them by the Company, in pre-paid envelopes addressed to me, upto **5:00 p.m. on 20<sup>th</sup> March, 2019.**
  - b. In case of e-Voting, votes to be cast electronically on the e-voting platform provided by National Securities Depositories Limited, upto **5:00 p.m. on 20<sup>th</sup> March, 2019.**
  - c. I received **412** Postal Ballot Forms and **188** Members had cast their votes on the e-Voting platform, till **5:00 p.m. on 20<sup>th</sup> March, 2019.**
4. With the support of Link Intime India Private Limited , the Registrar & Transfer Agents (RTA) of the Company, the Postal Ballot Forms were scrutinized and signatures of Members were verified with their specimen signatures registered with RTA and as provided by the Depositories.
  5. In case of e-Voting, Members' demographic details, their voting rights and voting pattern were provided by the RTA.
  6. The votes, if any, cast by a Member both in physical form and e-Voting having been identified, votes cast through e-Voting only were considered valid.



7. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the e-Voting result, I report that, two Special Resolutions as contained in the notice of Postal Ballot dated 4<sup>th</sup> February, 2019 have been passed with requisite majority.

I have annexed with this report, the details of the Postal Ballot Forms and e-Voting and an analysis of the Results of the Special Resolutions as contained in the said Notice.

**For S.N.ANANTHASUBRAMANIAN & Co.**  
**Company Secretaries**

*S. N. Ananthasubramanian*

**S. N. Ananthasubramanian**  
**Partner**



**FCS : 4206**

**COP No.: 1774**

**Date : 20<sup>th</sup> March, 2019**

**Place : Thane**

**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**

Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email [snaco@snaco.net](mailto:snaco@snaco.net) | Website [www.snaco.net](http://www.snaco.net)

**Details of the Postal Ballot & e-Voting**

<b>A</b>	<b>Postal Ballot</b>	<b>Resolution No.1</b>	<b>Resolution No.2</b>
1	Number of Forms received from Members	412	412
2	Number of Forms rejected / not considered for reasons as stated below:-		
	a. Signature mismatch	8	8
	b. Not signed	5	5
	c. Not Voted	14	24
	d. Voted Electronically	1	1
	e. Voted both 'For' and 'Against'	4	3
	Total Invalid Forms	32	41
3	Number of Valid Forms (A)	380	371
<b>B</b>	<b>e-Voting</b>		
1	Number of Members who participated in e-Voting.	188	188
2	Number of Invalid e-Votes	0	0
3	Number of Valid e-Votes (B)	188	188
<b>C</b>	<b>Total (A+B)</b>	568	559



**Result of Postal Ballot**

Item No. 1: Re-appointment of Mr. Jai Hiremath (DIN: 00062203) as an Independent Director for a term of five years from April 1, 2019 till March 31, 2024							
Particulars	Number of valid			Number of valid Votes contained in			Percentage (%)
	e-Votes	Postal Ballot Forms	Total	e-Votes	Postal Ballot Forms	Total	
<b>Assent</b>	155	364	519	178,74,225	32,770	179,06,995	<b>99.80</b>
<b>Dissent</b>	33	16	49	34,733	1,094	35,827	<b>0.20</b>
<b>Total</b>	<b>188</b>	<b>380</b>	<b>568</b>	<b>179,08,958</b>	<b>33,864</b>	<b>179,42,822</b>	<b>100.00</b>

Based on the aforesaid result, I report that, the **Special Resolution** as contained in Item No. 1 of the Notice of Postal Ballot dated 4<sup>th</sup> February, 2019 has been passed with **requisite majority**.

*S. N. Ananthasubramanian*

**S.N.Ananthasubramanian**

**FCS : 4206**

**COP No. : 1774**

**Date : 20<sup>th</sup> March, 2019**

**Place : Thane**



**Result of Postal Ballot**

Item No. 2: Re-appointment of Dr. Rajendra Nath Mehrotra (DIN: 00172639) as an Independent Director for a term of one year from April 1, 2019 till March 31, 2020							
Particulars	Number of valid			Number of valid Votes contained in			Percentage (%)
	E-Votes	Postal Ballot Forms	Total	E-Votes	Postal Ballot Forms	Total	
<b>Assent</b>	160	352	512	178,75,601	31,985	179,07,586	<b>99.81</b>
<b>Dissent</b>	28	19	47	33,357	1,228	34,585	<b>0.19</b>
<b>Total</b>	<b>188</b>	<b>371</b>	<b>559</b>	<b>179,08,958</b>	<b>33,213</b>	<b>179,42,171</b>	<b>100.00</b>

Based on the aforesaid result, I report that, the **Special Resolution** as contained in Item No. 2 of the Notice of Postal Ballot dated 4<sup>th</sup> February, 2019 has been passed with **requisite majority**.

*S. N. Ananthasubramanian*

**S. N. Ananthasubramanian**  
**FCS : 4206**  
**COP No. : 1774**



**Date : 20<sup>th</sup> March, 2019**  
**Place : Thane**