

August 04, 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 5th July, 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 4th August, 2023.

Based on the Scrutinizer's Report, we wish to inform you that the Ordinary 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](http://www.glenmarkpharma.com).

You are requested to take the same on record.

Thanking you,

Yours faithfully,

**For Glenmark Pharmaceuticals Ltd.**

**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](http://www.glenmarkpharma.com)

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



SS Surjan Singh Rauthan  
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**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, May 19, 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 Monday, July 03, 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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# S. S. Rauthan & Associates

Company Secretaries



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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, July 05, 2023 to all the Members of the Company through e-mail who have registered their e-mail addresses as on Friday, June 30, 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](http://www.glenmarkpharma.com) and [www.kfintech.com](http://www.kfintech.com) and Electronic Voting Event Number "7370" ("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 were 2,40,697 (Two Lakhs Forty Thousand Six Hundred Ninety Seven).

The e-voting period commenced from Thursday, July 06, 2023 at 9.00 a.m. IST and concluded on Friday, August 04, 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 July 06, 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 here under:-

Sr. No.	Type of Resolution	Description of the resolution
1.	Ordinary Resolution	Re-appointment of Mr V. S. Mani (DIN: 01082878) as an Executive Director & Global Chief Financial Officer of the Company

#### **SUMMARY OF VOTES CAST**

The e-voting process concluded at 5.00 p.m. (IST) on August 04, 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 2,40,697 (Two Lakhs Forty Thousand Six Hundred Ninety Seven) Members holding shares as on the cut-off-date, i.e. Friday, June 30, 2023, Members holding 21,12,80,200 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 are given below:





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**Item No. 1 – Ordinary Resolution**

**Re-appointment of Mr V. S. Mani (DIN: 01082878) as an Executive Director & Global Chief Financial Officer of the Company:**

<b>Total No. of Shareholders</b>		2,40,697			
<b>Total No. of Shares</b>		28,21,68,156			
<b>E-voting as per Postal Ballot Notice</b>		Commenced on Thursday, July 06, 2023 at 9.00 a.m. IST and concluded on Friday, August 04, 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	1,379	21,12,80,200	74.8774	100.0000
B	Less: Invalid e-voting (abstained/less voted) * refer note below	32	2,43,973	0.0864	0.1154
C	Net e-voting (A-B)	1,347	21,10,36,227	74.7910	99.8846

**\*NOTE:**

- (i) Votes cast in favour or against have 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) Six Members cast votes partially in favour and partially against the resolution.





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

Resolution No. 1		<u>Re-appointment of Mr V. S. Mani (DIN: 01082878) as an Executive Director &amp; Global Chief Financial Officer of the Company</u>						
Resolution required: (Ordinary/ Special)		Ordinary 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)=[(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
Promoter and Promoter Group	E-voting	131617687	131451202	99.8735	131451202	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	TOTAL		0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-voting	97711692	79334794	81.1927	52475803	26858991	66.1447	33.8552
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	TOTAL		0	0.0000	00	0	0.0000	0.0000
Public - Non Institutions	E-voting	52838777	250231	0.4736	245944	4287	98.2867	1.7132
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	TOTAL		0	0.0000	00	0	0.0000	0.0000
<b>TOTAL</b>		<b>282168156</b>	<b>211036227</b>	<b>74.7909</b>	<b>184172949</b>	<b>26863278</b>	<b>87.2708</b>	<b>12.7292</b>

**Percentage of votes cast in favour: 87.2708**

**Percentage of votes cast against: 12.7292**

#### RESULTS:-

As the number of votes cast for the said Resolution i.e. 87.2708% is more than the number of votes cast against 12.7292 % i.e. I report that the Ordinary Resolution as set out in the Notice of Postal Ballot dated July 03, 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**  
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I further report that as per the Postal Ballot Notice dated July 03, 2023 and the Board Resolution dated May 19, 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, August 06, 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](http://www.glenmarkpharma.com) and on the website of KFin at [www.kfintech.com](http://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

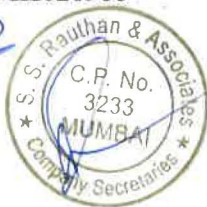
M. No. FCS-4807, COP No.3233

Peer Reviewed Cert. No. : 1840/2022


UDIN: F004807E000731522

Place: Mumbai

Date: August 04, 2023



Countersigned

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