

May 2, 2023

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

To,  
The Manager – Listing,  
The 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 Sir,

**Sub: Minutes of the Resolutions passed by way of Postal Ballot through remote e-voting**

With reference to the captioned subject, we are enclosing the certified copy of Minutes of the resolution passed by way of Postal Ballot through remote e-voting process by the Shareholders of the Company on 14th April, 2023. The Results of the Postal Ballot were declared on 14th April, 2023.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
**For Glenmark Pharmaceuticals Limited**

**Harish Kuber**  
**Company Secretary & Compliance Officer**

*Encl.: as above*

**CERTIFIED COPY OF THE MINUTES OF THE RESOLUTION PASSED THROUGH POSTAL BALLOT BY WAY OF REMOTE E-VOTING PROCESS BY MEMBERS OF GLENMARK PHARMACEUTICALS LIMITED ON FRIDAY, 14TH APRIL, 2023, RESULT OF WHICH WAS DECLARED ON FRIDAY, 14TH APRIL, 2023**

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The notice of postal ballot dated 08th March, 2023 ('Notice') pursuant to Section 110 of the Companies Act, 2013 ('the Act'), read with Rule 22 of the Companies (Management and Administration) Rules, 2014, was sent by electronic mode to the members at their email addresses registered with the Depository Participant / the Company on 15th March, 2023. The Notice was sent to all the members whose names appeared in the Register of Members / the List of Beneficial Owners maintained by the Company / depositories as on Friday, 10th March, 2023.

The Board of Directors at its meeting held on 10th February, 2023, appointed CS Surjan Singh Rauthan (FCS 4807: COP 3233), Practicing Company Secretary, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. Pursuant to the provisions of Section 108 and Section 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and various MCA circulars, the Company had provided e-voting facility to its Members in respect of the business to be transacted through postal ballot as stated in the Notice. The Company availed the services of KFin Technologies Limited to provide e-voting facility to the Members.

After scrutiny of votes cast as received through e-voting facility up to 5.00 p.m. on Friday, 14th April, 2023 (being the last date fixed for e-voting), Mr. Surjan Singh Rauthan, Scrutinizer, submitted his report on Friday, 14th April, 2023. The extract of the report is given below:

**Item no. 1:**

**Special Resolution:**

**Appointment of Mrs. Vijayalakshmi Rajaram Iyer (DIN- 05242960) as Non-Executive - Independent Director of the Company**

Total number of shareholders on record date (cut-off date- March 10, 2023)		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	Number of votes	Number of shares	% of total paid up equity capital	% of votes polled
A	Total votes cast through e-voting	935	201502428	71.4121	100.00
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.

**The Summary of voting results was as under:**

Category	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
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	131617687	131395997	99.8316	131395997	0	100.0000	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>131395997</b>	<b>99.8316</b>	<b>131395997</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public Institutions	E-Voting	95450703	69277389	72.5792	63369788	5907601	91.4725	8.5274
	Postal Ballot		0	0	0	0	0	
	<b>Total</b>		<b>69277389</b>	<b>72.5792</b>	<b>63369788</b>	<b>5907601</b>	<b>91.4725</b>	<b>8.5274</b>
Public Non Institutions	E-Voting	55099766	557622	1.0120	548242	9380	98.3178	1.6821
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>557622</b>	<b>1.0120</b>	<b>548242</b>	<b>9380</b>	<b>98.3178</b>	<b>1.6821</b>
<b>Total</b>		<b>282168156</b>	<b>201231008</b>	<b>71.3160</b>	<b>195314027</b>	<b>5916981</b>	<b>97.0596</b>	<b>2.9404</b>

Percentage of votes cast in favour: 97.0596

Percentage of votes cast against: 2.9404

After receiving the Scrutinizer's Report and as per the authority granted under the Board resolution dated 10th February, 2023, the E-voting result of the Postal Ballot was declared on Friday, 14th April, 2023. The resolution at item no. 1 in the Notice, was approved with requisite majority and deemed to have been passed on Friday, 14th April, 2023 (being the last date specified in the Notice for receipt of votes through the e-voting process). The result was intimated to the stock exchanges where the shares of the Company are listed and was also displayed on the website of the Company [www.glenmarkpharma.com](http://www.glenmarkpharma.com)

The **Special resolution** duly approved by the Members is as under:

**RESOLUTION NO. 1:**

**Appointment of Mrs. Vijayalakshmi Rajaram Iyer (DIN- 05242960) as Non-Executive - Independent Director of the Company:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149,150,152,160,161 and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Companies Act, 2013 and Regulations 16(1)(b), 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mrs. Vijayalakshmi Rajaram Iyer (DIN: 05242960), who was appointed as an Additional Director (Non-Executive Independent) of the Company by the Board of Directors of the Company with effect from 10th February, 2023, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years with effect from 10th February, 2023 up to 9th February, 2028 (both days inclusive).”

Sd/-

**Chairman**

Minutes entered on: April 28, 2023

Certified True Copy

Harish Kuber

Company Secretary & Compliance Officer