

Ref. No.: WOCK/SEC/SE/2024-25/026

2nd July, 2024

<b>BSE Limited</b> Corporate Relations Department P J Towers Dalal Street Mumbai - 400 001  <b><u>Scrip Code: 532300</u></b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai - 400 051  <b><u>NSE Symbol: WOCKPHARMA</u></b>
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Dear Sir/Madam,

**Subject: Disclosure of Voting Results of 25<sup>th</sup> Annual General Meeting (“AGM”) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the combined voting results of remote e-voting and e-voting during the 25<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> June, 2024 along with the Scrutinizer’s Report thereon.

The voting results and Scrutinizer’s Report are also being placed on the Company’s website [www.wockhardt.com](http://www.wockhardt.com) and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Please take the above information on record.

Thanking you,

For **Wockhardt Limited**

**Rashmi Mamtura**  
Company Secretary

## VOTING RESULTS

AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

<b>Voting results</b>	
Record date	21-06-2024
Total number of shareholders on record date	147300
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	13
b) Public	179
<b>No. of resolution passed in the meeting</b>	8

# Regulation 44 of Wockhardt Limited - AGM 28.06.2024

## Resolution No.: 01 - Ordinary Resolutions

### ADOPTION OF AUDITED FINANCIAL STATEMENTS:

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2024 together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2024 together with the Report of the Auditors thereon.

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	79758848	79758848	100.0000	79758848	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		79758848	100.0000	79758848	0	100.0000	0.0000
Public Institutions	E-Voting	15533827	11827260	76.1387	11696584	130676	98.8951	1.1049
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11827260	76.1387	11696584	130676	98.8951	1.1049
Public Non Institutions	E-Voting	58108261	8189038	14.0927	8186705	2333	99.9715	0.0285
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8189038	14.0927	8186705	2333	99.9715	0.0285
<b>Total</b>		<b>153400936</b>	<b>99775146</b>	<b>65.0421</b>	<b>99642137</b>	<b>133009</b>	<b>99.8667</b>	<b>0.1333</b>

## **Resolution No.: 02 - Ordinary Resolution**

### **APPOINTMENT OF DIRECTOR RETIRING BY ROTATION:**

To appoint a Director in place of Dr. Huzaifa Khorakiwala (DIN: 02191870), who retires from office by rotation and being eligible, offers himself for re-appointment.

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	79758848	79758848	100.0000	79758848	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		79758848	100.0000	79758848	0	100.0000	0.0000
Public Institutions	E-Voting	15533827	11854595	76.3147	11184574	670021	94.348	5.652
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11854595	76.3147	11184574	670021	94.348	5.652
Public Non Institutions	E-Voting	58108261	8189038	14.0927	8185371	3667	99.9552	0.0448
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8189038	14.0927	8185371	3667	99.9552	0.0448
<b>Total</b>		<b>153400936</b>	<b>99802481</b>	<b>65.0599</b>	<b>99128793</b>	<b>673688</b>	<b>99.3250</b>	<b>0.6750</b>



## Resolution No.: 03 - Ordinary Resolution

### APPOINTMENT OF M/S. M S K C & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY AND FIXATION OF REMUNERATION

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	79758848	79758848	100.0000	79758848	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		79758848	100.0000	79758848	0	100.0000	0.0000
Public Institutions	E-Voting	15533827	11854595	76.3147	11723919	130676	98.8977	1.1023
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11854595	76.3147	11723919	130676	98.8977	1.1023
Public Non Institutions	E-Voting	58108261	8188889	14.0925	8184634	4255	99.948	0.0520
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8188889	14.0925	8184634	4255	99.948	0.0520
<b>Total</b>		<b>153400936</b>	<b>99802332</b>	<b>65.0598</b>	<b>99667401</b>	<b>134931</b>	<b>99.8648</b>	<b>0.1352</b>

## Resolution No.: 04 - Ordinary Resolution

### RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITORS FOR THE FINANCIAL YEAR 2024-25

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	79758848	79758848	100.0000	79758848	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		79758848	100.0000	79758848	0	100.0000	0.0000
Public Institutions	E-Voting	15533827	11854595	76.3147	11854595	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11854595	76.3147	11854595	0	100.0000	0.0000
Public Non Institutions	E-Voting	58108261	8189038	14.0927	8185991	3047	99.9628	0.0372
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8189038	14.0927	8185991	3047	99.9628	0.0372
<b>Total</b>		<b>153400936</b>	<b>99802481</b>	<b>65.0599</b>	<b>99799434</b>	<b>3047</b>	<b>99.9969</b>	<b>0.0031</b>

## Resolution No.: 05 - Ordinary Resolution

### APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS

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	79758848	0	0	0	0	0	0.0000
	poll		0	0	0	0	0.0000	0.0000
	Total		0	0	0	0	0	0.0000
Public Institutions	E-Voting	15533827	11854595	76.3147	3618650	8235945	30.5253	69.4747
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11854595	76.3147	3618650	8235945	30.5253	69.4747
Public Non Institutions	E-Voting	58108261	8188646	14.0921	8177948	10698	99.8694	0.1306
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8188646	14.0921	8177948	10698	99.8694	0.1306
<b>Total</b>		<b>153400936</b>	<b>20043241</b>	<b>13.0659</b>	<b>11796598</b>	<b>8246643</b>	<b>58.8557</b>	<b>41.1443</b>

## Resolution No.: 06 - Special Resolution

### RE-APPOINTMENT OF DR. HABIL KHORAKIWALA (DIN: 00045608) AS AN EXECUTIVE CHAIRMAN AND FIXING OF HIS REMUNERATION

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	79758848	79758848	100.0000	79758848	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		79758848	100.0000	79758848	0	100.0000	0.0000
Public Institutions	E-Voting	15533827	11854595	76.3147	3902410	7952185	32.9190	67.0810
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11854595	76.3147	3902410	7952185	32.9190	67.0810
Public Non Institutions	E-Voting	58108261	8188889	14.0925	8184492	4397	99.9463	0.0537
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8188889	14.0925	8184492	4397	99.9463	0.0537
<b>Total</b>		<b>153400936</b>	<b>99802332</b>	<b>65.0598</b>	<b>91845750</b>	<b>7956582</b>	<b>92.0277</b>	<b>7.9723</b>

## Resolution No.: 07 – SPECIAL Resolution

### APPOINTMENT OF AMB. AHMAD JAVED (DIN: 08668304) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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	79758848	79758848	100.0000	79758848	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		79758848	100.0000	79758848	0	100.0000	0.0000
Public Institutions	E-Voting	15533827	11854595	76.3147	11854595	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11854595	76.3147	11854595	0	100.0000	0.0000
Public Non Institutions	E-Voting	58108261	8189038	14.0927	8184137	4901	99.9402	0.0598
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8189038	14.0927	8184137	4901	99.9402	0.0598
<b>Total</b>		<b>153400936</b>	<b>99802481</b>	<b>65.0599</b>	<b>99797580</b>	<b>4901</b>	<b>99.9951</b>	<b>0.0049</b>

## Resolution No.: 08 - Special Resolution

**APPROVAL FOR RAISING OF ADDITIONAL CAPITAL BY WAY OF ONE OR MORE PUBLIC OR PRIVATE OFFERINGS INCLUDING THROUGH A QUALIFIED INSTITUTIONS PLACEMENT ('QIP') TO ELIGIBLE INVESTORS THROUGH AN ISSUANCE OF EQUITY SHARES OR OTHER ELIGIBLE SECURITIES FOR AN AMOUNT NOT EXCEEDING ₹ 1,000 CRORE**

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]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	79758848	79758848	100.0000	79758848	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		79758848	100.0000	79758848	0	100.0000	0.0000
Public Institutions	E-Voting	15533827	11854595	76.3147	11212148	642447	94.5806	5.4194
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		11854595	76.3147	11212148	642447	94.5806	5.4194
Public Non Institutions	E-Voting	58108261	8189238	14.0931	8185309	3929	99.9520	0.0480
	poll		0	0.0000	0	0	0.0000	0.0000
	Total		8189238	14.0931	8185309	3929	99.9520	0.0480
<b>Total</b>		<b>153400936</b>	<b>99802681</b>	<b>65.0600</b>	<b>99156305</b>	<b>646376</b>	<b>99.3523</b>	<b>0.6477</b>

# Virendra Bhatt

Practicing Company Secretary

**Office:**

Office No. 03, A Wing, 9<sup>th</sup> Floor,  
Pinnacle Corporate Park  
BKC CST Link Rd., MMRDA Area,  
Bandra Kurla Complex,  
Bandra East, Mumbai- 400 051,  
Maharashtra, India.

Tel.: 022 - 2652 9367 / 68

Mobile No.: +91 98200 48670

Email: bhattvirendra1945@yahoo.co.in

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## Consolidated Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014, as amended]*

To,  
The Chairman  
**Wockhardt Limited**  
D-4 MIDC, Chikalthana,  
Aurangabad- 431006,  
Maharashtra, India.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Twenty-Fifth Annual General Meeting of Wockhardt Limited held on Friday, 28<sup>th</sup> June, 2024 at 11.00 a.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Virendra G. Bhatt, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Wockhardt Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Twenty-Fifth Annual General Meeting ("AGM") of Wockhardt Limited on Friday, 28<sup>th</sup> June, 2024 at 11.00 a.m. (IST) through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated 28<sup>th</sup> May, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Tuesday, 25<sup>th</sup> June, 2024 at 9.00 a.m. (IST) and ended on Thursday, 27<sup>th</sup> June, 2024 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, 21<sup>st</sup> June, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.



I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

**Item No.: 01 – Ordinary Resolutions**

**Adoption of Audited Financial Statements:**

**To receive, consider and adopt:**

- a. the Audited Standalone Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2024 together with the Reports of the Board of Directors and the Auditors thereon; and**
- b. the Audited Consolidated Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2024 together with the Report of the Auditors thereon.**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members who voted	No. of votes cast by them	% age	No. of members who voted	No. of votes cast by them	% age
E-Voting	562	99642137	99.8667%	14	133009	0.1333%

**Item No.: 2 - Ordinary Resolution**

**Appointment of Director retiring by rotation:**

**To appoint a Director in place of Dr. Huzaifa Khorakiwala (DIN: 02191870), who retires from office by rotation and being eligible, offers himself for re-appointment:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast
E-Voting	549	99128793	99.3250%	28	673688	0.6750%

**Item No.: 3 - Ordinary Resolution**

**Appointment of M/s. M S K C & Associates, Chartered Accountants as Statutory Auditors of the Company and Fixation of Remuneration:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast
E-Voting	553	99667401	99.8648%	23	134931	0.1352%

**SPECIAL BUSINESS:**

**Item No.: 4 - Ordinary Resolution**

**Ratification of remuneration payable to the Cost Auditors for the Financial Year 2024-25:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast
E-Voting	558	99799434	99.9969%	19	3047	0.0031%

**Item No.: 5 - Ordinary Resolution**

**Approval of Material Related Party Transactions:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast
E-Voting	475	11796598	58.8557%	83	8246643	41.1443%

**Item No.: 6 - Special Resolution**

**Re-appointment of Dr. Habil Khorakiwala (DIN: 00045608) as an Executive Chairman and Fixing of his Remuneration:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast
E-Voting	483	91845750	92.0276%	94	7956582	7.9724%

**Item No.: 7 - Special Resolution**

**Appointment of Amb. Ahmad Javed (DIN: 08668304) as an Independent Director of the Company:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast
E-Voting	548	99797580	99.9949%	29	4901	0.0051%

**Item No.: 8 - Special Resolution**

**Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of Equity Shares or other eligible securities for an amount not exceeding ₹ 1,000 Crore**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast
E-Voting	546	99156305	99.3523%	36	646376	0.6477%

**Thanking You,**

**Yours faithfully,**

Virendra  
Gunvantrai  
Bhatt

Digitally signed by  
Virendra Gunvantrai  
Bhatt  
Date: 2024.06.28  
18:48:57 +05'30'

**Virendra G. Bhatt**

Practicing Company Secretary

ACS No.: 1157 / COP No.: 124

Peer Review Cert. No.: 1439/2021

**Date: 28<sup>th</sup> June, 2024**

**Place: Mumbai**

**UDIN: A001157F000634427**

**Counter Signed by:**  
**For Wockhardt Limited**

Rashmi Dinesh  
Mamtura

Digitally signed by Rashmi Dinesh  
Mamtura  
Date: 2024.06.28 18:50:11 +05'30'