

49TH ANNUAL GENERAL MEETING HELD ON 29TH JULY, 2022

Declaration of Results of Voting

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and in compliance with MCA General circular no. 20 read with Circular nos. 14 & 17 of 2020 and 03 of 2022, Torrent Pharmaceuticals Limited (“the Company”) had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 49th Annual General Meeting (AGM) held through Video Conferencing (VC). The remote e-voting was open from 9.00 a.m. on 25th July, 2022 up to 5.00 p.m. on 28th July, 2022.

Further, the members who had not cast their votes earlier through remote e-voting were provided the facility to cast their vote electronically during the course of the AGM and till 15 minutes after completion of AGM.

The Board of Directors had appointed Rajesh Parekh, Partner, RPAP & Co., Practicing Company Secretary as the Scrutinizer for remote e-voting and e-voting during the AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5.00 p.m. on 28th July, 2022 and e-voting at the 49th AGM and submitted his Consolidated Report, on 30th July, 2022. The Report of Scrutinizer is attached herewith.

The Consolidated Result as per the Scrutinizer’s above mentioned Report is as follows:

Sr. No.	Item No.	Type of Resolution	No. of Votes in favour	% of Votes in favour	No. of Votes Against	% of Votes Against
1.	To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31 st March, 2022 including the Audited Balance Sheet as at 31 st March, 2022, the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon.	Ordinary	30,57,86,721	100.00	48	0.00

TORRENT PHARMACEUTICALS LIMITED

CIN: L24230GJ1972PLC002126

Reg. Office : Torrent House, Off Ashram Road, Ahmedabad- 380 009, India. Phone: +91 79 26599000, Fax: +91 79 26582100,
www.torrentpharma.com

2.	To Confirm the payment of interim dividend of ₹ 25.00 per equity share of fully paid up face value of ₹ 5.00 each already paid during the financial year ended 31 st March, 2022 and to declare final dividend of ₹ 23.00 including the special dividend of ₹ 15.00 per equity share of fully paid up face value of ₹ 5.00 each as final dividend for the said financial year.	Ordinary	31,06,81,297	100.00	64	0.00
3.	To appoint a Director in place of Jinesh Shah (holding DIN 00406498), Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	29,61,04,457	95.60	1,36,32,764	4.40
4.	To re-appoint Statutory Auditors and fix their remuneration	Ordinary	30,99,07,773	99.75	7,73,594	0.25
5.	Ratification of remuneration of Cost Auditors of the Company for the year 2022-23	Ordinary	30,97,83,036	99.71	8,98,331	0.29
6.	Issuance of Equity Shares including Convertible Bonds / Debentures.	Special	31,05,98,747	99.97	82,550	0.03

Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 49th AGM have been duly approved by the Members with requisite majority.

For Torrent Pharmaceuticals Limited

Date: 30.07.2022
 Place: Ahmedabad

Samir Mehta
 Executive Chairman

Encl.: As above

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Reg. Office : Torrent House, Off Ashram Road, Ahmedabad- 380 009, India. Phone: +91 79 26599000, Fax: +91 79 26582100,
www.torrentpharma.com

RPAP & Co.

Company Secretaries

104 Ashwamegh Avenue

Nr. Mithakhali Underbridge,

Navrangpura, Ahmedabad - 380 009.

Phone: (O) 40045660

Mobile: 98797 92252; 8511000719

E: mail: rpap@csrajeshparekh.in; support@csrajeshparekh.in

**Consolidated Report of Scrutinizer on Remote e-voting & e-voting at the Annual
General Meeting**

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20(4) (xii) & Rule 21
(2) of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman

Torrent Pharmaceuticals Limited

Torrent House, Off. Ashram Road,

Ahmedabad -380009.

**Re.: 49th Annual General Meeting of the Equity Shareholders of Torrent
Pharmaceuticals Limited held on Friday, 29th July, 2022 at 09:30 A.M. through
Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

Sub: Report on Remote e-voting & e-voting at the Annual General Meeting

Dear Sir,

I, Rajesh Parekh, Practicing Company Secretary appointed as Scrutinizer for the purpose of scrutinizing e-voting process (Remote as well as during AGM) on the below mentioned resolutions, at the 49th Annual General Meeting of the Equity Shareholders of Torrent Pharmaceuticals Limited (the "Company"), held on Friday, 29th July, 2022 through VC / OAVM submit my report as under:

1. In accordance with the Notice of 49th Annual General Meeting sent to the shareholders, the voting through remote e-voting was started at 9:00 A.M. on 25th July, 2022 and ended at 05:00 P.M. on 28th July, 2022.
2. The equity shareholders holding shares as on cut-off date i.e. 22nd July, 2022 were entitled to vote on the resolutions as stated in the Notice of the 49th Annual General Meeting of the Company.

3. The votes were unblocked from the remote e-voting website of Central Depository Services (India) Limited (CDSL) (www.evotingindia.com) in the presence of Ms. Aishwarya Parekh and Mr. Jay Surti on 29th July, 2022 at 10:46 a.m.
4. The facility of e-voting (Remote as well as during AGM) was provided by CDSL pursuant to Circular No. 20/2020 dated 5th May, 2020 read with circular No 02/2021 dated 13th January, 2021 and circular No. 03/2022 dated 5th May, 2022 issued by Ministry of Corporate Affairs.
5. The names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and were not allowed to vote at the Annual General Meeting.
6. The shareholders who were present at the Annual General Meeting through VC / OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the Annual General Meeting.
7. The Consolidated Results of the Remote e-voting and e-voting at the Annual General Meeting are as under:

Resolution No. 1, Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31st March, 2022 including the Audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	695	305786681	100.00
E-voting at AGM	2	40	0.00
Total	697	305786721	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	48	0.00
E-voting at AGM	0	0	0.00
Total	2	48	0.00

(iii) **Invalid** votes :

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	1	70000
E-voting at AGM	0	0
Total	1	70000

Resolution No. 2, Ordinary Resolution

To confirm the payment of interim dividend of Rs 25.00 per equity share of fully paid up face value of Rs 5.00 each already paid during the financial year ended on 31st March, 2022 and to declare final dividend of Rs. 23.00 including special dividend of Rs. 15.00 per equity share of fully paid up face value of Rs 5.00 each for the financial year ended on 31st March, 2022

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	694	310681257	100.00
E-voting at AGM	2	40	0.00
Total	696	310681297	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	4	64	0.00
E-voting at AGM	0	0	0.00
Total	4	64	0.00

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	1	70000
E-voting at AGM	0	0
Total	1	70000

Resolution No. 3, Ordinary Resolution

To appoint a Director in place of Jinesh Shah (holding DIN 00406498), Director, who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	459	296104417	95.60
E-voting at AGM	2	40	0.00
Total	461	296104457	95.60

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	241	13632764	4.40
E-voting at AGM	0	0	0.00
Total	241	13632764	4.40

(iii) **Invalid** votes :

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	1	70000
E-voting at AGM	0	0
Total	1	70000

Resolution No. 4, Ordinary Resolution

To re-appoint Statutory Auditors and fix their remuneration

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	675	309907733	99.75
E-voting at AGM	2	40	0.00
Total	677	309907773	99.75

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	24	773594	0.25
E-voting at AGM	0	0	0.00
Total	24	773594	0.25

(iii) **Invalid votes :**

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	1	70000
E-voting at AGM	0	0
Total	1	70000

Resolution No. 5, Ordinary Resolution

Ratification Of Remuneration Of Cost Auditors Of The Company For The Year 2022-23

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	686	309782996	99.71
E-voting at AGM	2	40	0.00
Total	688	309783036	99.71

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	13	898331	0.29
E-voting at AGM	0	0	0.00
Total	13	898331	0.29

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	1	70000
E-voting at AGM	0	0
Total	1	70000

Resolution No. 6, Special Resolution

Issuance Of Equity Shares Including Convertible Bonds / Debentures

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	690	310598707	99.97
E-voting at AGM	2	40	0.00
Total	692	310598747	99.97

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	8	82550	0.03
E-voting at AGM	0	0	0.00
Total	8	82550	0.03

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	1	70000
E-voting at AGM	0	0
Total	1	70000

08. All electronic records containing a list of equity shareholders who voted through remote e-voting and voting at the AGM segregated into "FOR", "AGAINST" and "invalid" for each resolution is submitted.

Thanking you,

Yours Sincerely,

**For RPAP & Co.
Company Secretaries**

RAJESH
GOPALDAS
PAREKH
PAREKH

Digitally signed by
RAJESH GOPALDAS
PAREKH
Date: 2022.07.30
12:30:57 +05'30'

Rajesh Parekh

Partner

Mem No. 8073

C.O.P No. 2939

UDIN: A008073D000711930

Peer review No.: 1305/2021

Date: 30/07/2022

Place: Ahmedabad

Name and Address of Witnesses of unblocking of Remote e-voting

Aishwarya
Himanshu
Parekh

Digitally signed by
Aishwarya
Himanshu Parekh
Date: 2022.07.30
12:34:14 +05'30'

1. Aishwarya Parekh

C/4, Archana Park,
Hotel President Lane,
Navrangpura,
Ahmedabad- 380009.

Jay Ajay
Surti

Digitally signed
by Jay Ajay Surti
Date: 2022.07.30
12:35:17 +05'30'

2. Jay Surti

R – 2, Vikram Appartment
Nr. Shreyas Crossing,
Ambawadi,
Ahmedabad- 380015.

Counter Signed by

**Samir Mehta
Executive Chairman
Torrent Pharmaceuticals Limited**

RPAP & Co.
Company Secretaries

104 Ashwamegh Avenue
Nr. Mithakhali Underbridge,
Navrangpura, Ahmedabad - 380 009.
Phone: (O) 40045660
Mobile: 98797 92252; 8511000719
E: mail: rpap@csrajeshparekh.in; support@csrajeshparekh.in

Report of Scrutinizer on Remote e-voting Results

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman
Torrent Pharmaceuticals Limited
Torrent House, Off Ashram Road,
Ahmedabad-380009

**Re: 49th Annual General Meeting of the Equity Shareholders of Torrent
Pharmaceuticals Limited held on Friday, 29th July, 2022 at 09:30 A.M. through
Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

Sub: Report on remote e-voting

Dear Sir,

I, Rajesh Parekh, Practicing Company Secretary appointed as Scrutinizer for the purpose of scrutinizing e-voting on the below mentioned resolutions at the 49th Annual General Meeting of the Equity Shareholders of Torrent Pharmaceuticals Limited (the "Company"), held on Friday, 29th July, 2022 at 09:30 AM through VC / OAVM, submit my report on remote e-voting as under:

1. In accordance with the Notice of 49th Annual General Meeting sent to the shareholders, the voting through remote e-voting was started at 9:00 A.M. on 25th July, 2022 and ended at 05:00 P.M. on 28th July, 2022.
2. The equity shareholders holding shares as on cut-off date i.e. 22nd July, 2022 were entitled to vote on the resolutions as stated in the Notice of the 49th Annual General Meeting of the Company.
3. The votes were unblocked from the remote e-voting website of Central Depository Services (India) Limited (CDSL) (www.evotingindia.com) in the presence of Ms. Aishwarya Parekh and Mr. Jay Surti on 29th July, 2022 at 10:46 a.m.

4. The Result of the Remote e-voting is as under:

Resolution No. 1, Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31st March, 2022 including the Audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon

(i) Voted **in favour** of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
695	305786681	100.00

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
2	48	0.00

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
1	70000

Resolution No. 2, Ordinary Resolution

To confirm the payment of interim dividend of Rs 25.00 per equity share of fully paid up face value of Rs 5.00 each already paid during the financial year ended on 31st March, 2022 and to declare final dividend of Rs. 23.00 including special dividend of Rs. 15.00 per equity share of fully paid up face value of Rs 5.00 each for the financial year ended on 31st March, 2022

(i) Voted **in favour** of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
694	310681257	100.00

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
4	64	0.00

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
1	70000

Resolution No. 3, Ordinary Resolution

To appoint a Director in place of Jinesh Shah (holding DIN 00406498), Director, who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted **in favour** of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
459	296104417	95.60

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
241	13632764	4.40

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
1	70000

Resolution No. 4, Ordinary Resolution

To re-appoint Statutory Auditors and fix their remuneration

(i) Voted **in favour** of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
675	309907733	99.75

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
24	773594	0.25

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
1	70000

Resolution No. 5, Ordinary Resolution

Ratification Of Remuneration Of Cost Auditors Of The Company For The Year 2022-23

(i) Voted **in favour** of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
686	309782996	99.71

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
13	898331	0.29

(iii) **Invalid votes :**

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
1	70000

Resolution No. 6, Special Resolution

Issuance Of Equity Shares Including Convertible Bonds / Debentures

(i) Voted **in favour** of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
690	310598707	99.97

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
8	82550	0.03

(iii) **Invalid votes :**

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
1	70000

5. All electronic data containing a list of equity shareholders who voted through remote e-voting segregated into "FOR", "AGAINST" and "invalid" for each resolution is submitted.

Thanking you.

Yours Sincerely,

For RPAP & Co.

Company Secretaries

RAJESH
GOPALDAS
PAREKH

Digitally signed by RAJESH
GOPALDAS PAREKH
Date: 2022.07.30 12:33:10
+05'30'

Rajesh Parekh

Partner

Mem No. 8073

C.O.P No. 2939

UDIN: A008073D000711930

Peer review No.: 1305/2021

Date: 30/07/2022

Place: Ahmedabad

Name and Address of Witnesses of unblocking of Remote e-voting

1. Aishwarya Parekh

C/4, Archana Park,
Hotel President Lane,
Navrangpura,
Ahmedabad- 380009.

Aishwarya Himanshu Parekh
Digitally signed by
Aishwarya
Himanshu Parekh
Date: 2022.07.30
12:34:39 +05'30'

2. Jay Surti

R – 2, Vikram Appartment
Nr. Shreyas Crossing,
Ambawadi,
Ahmedabad- 380015.

Jay Ajay Surti
Digitally signed
by Jay Ajay Surti
Date: 2022.07.30
12:36:24 +05'30'

Counter Signed by

**Samir Mehta
Executive Chairman
Torrent Pharmaceuticals Limited**