



September 23, 2021

To The Manager Listing Department National Stock Exchange of India Limited 'Exchange Plaza', C - 1, Block G, Bandra-Kurla Complex, <u>Bandra (E), Mumbai 400051.</u> Scrip Code: INDOCO	To BSE Limited Corporate Relationship Department 1 st Floor, New Trading Ring, Phiroze Jeejeebhoy Towers Dalal Street <u>Mumbai 400001</u> Scrip Code : 532612
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Dear Sirs,

Sub: Details of voting results in Compliance with Regulation 44 of the LODR in relation to 74th Annual General Meeting (AGM) of the Company held on 23rd September, 2021

With reference to the above and in compliance with the requirements under Regulation 44 of the LODR , we furnish the details in respect of the voting results as under:

1.	Date of the AGM	: Thursday, September 23 rd 2021
2.	Total number of shareholders on record date (i.e 15.09.2021- cut off date for e-voting purpose)	: 35659
3.	No. of shareholders present in the meeting either in person or through representative	
	Promoters & Promoter Group	: 0
	Public	: 0
4.	No. of shareholders attended the meeting through Video Conferencing:	
	Promoters & Promoter Group	: 19
	Public	: 56
5	Details of Voting (Agenda-wise)	: As per Annexure

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting prior and during the AGM.

Thanking you,

Yours faithfully,
For Indoco Remedies Limited

Jayshankar Menon
Company Secretary

Encl : As above



INDOCO REMEDIES LIMITED

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Tel. No.: +91 22 6287 1000 / 6879 1250 ■ CIN: L85190MH1947PLC005913

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt; a) The audited financial statement of the Company for the financial year ended March 31, 2021 and b) The audited consolidated financial statements of the Company for the financial year ended March 31, 2021 and 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	54081146	54070419	99.9802	54070419	0	100.0000	0.0000
	Poll		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		54081146	54081146	100.0000	54081146	0	100.0000
Public- Institutions	E-Voting	18512291	16596147	89.6493	16596147	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		18512291	16596147	89.6493	16596147	0	100.0000
Public- Non Institutions	E-Voting	19556918	1158818	5.9254	1158818	0	100.0000	0.0000
	Poll		1070452	5.4735	1070452	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		19556918	2229270	11.3989	2229270	0	100.0000
Total		92150355	72906563	79.1170	72906563	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a dividend on equity shares for the year ended March 31, 2021				
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	54081146	54070419	99.9802	54070419	0	100.0000	0.0000
	Poll		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		54081146	54081146	100.0000	54081146	0	100.0000
Public- Institutions	E-Voting	18512291	16600947	89.6753	16600947	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		18512291	16600947	89.6753	16600947	0	100.0000
Public- Non Institutions	E-Voting	19556918	1158872	5.9256	1158859	13	99.9989	0.0011
	Poll		1070452	5.4735	1070452	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		19556918	2229324	11.3992	2229311	13	99.9994
Total		92150355	72911417	79.1222	72911404	13	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT A DIRECTOR IN PLACE OF MR SUNDEEP V BAMBOLKAR (DIN 00176613), WHO RETIRES 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	54081146	54070419	99.9802	54070419	0	100.0000	0.0000
	Poll		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		54081146	54081146	100.0000	54081146	0	100.0000
Public-Institutions	E-Voting	18512291	16600947	89.6753	15400577	1200370	92.7693	7.2307
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		18512291	16600947	89.6753	15400577	1200370	92.7693
Public- Non Institutions	E-Voting	19556918	1158355	5.9230	1157110	1245	99.8925	0.1075
	Poll		1070452	5.4735	1070452	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		19556918	2228807	11.3965	2227562	1245	99.9441
Total		92150355	72910900	79.1217	71709285	1201615	98.3519	1.6481
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR ABHIJIT Y GORE (DIN 00301688) AS INDEPENDENT DIRECTOR OF THE COMPANY TO HOLD OFFICE FOR A TERM OF FIVE YEARS WITH EFFECT FROM 03.10.2020				
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	54081146	54070419	99.9802	54070419	0	100.0000	0.0000
	Poll		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		54081146	54081146	100.0000	54081146	0	100.0000
Public- Institutions	E-Voting	18512291	16600947	89.6753	16600947	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		18512291	16600947	89.6753	16600947	0	100.0000
Public- Non Institutions	E-Voting	19556918	1158343	5.9229	1158004	339	99.9707	0.0293
	Poll		1070452	5.4735	1070452	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		19556918	2228795	11.3965	2228456	339	99.9848
Total		92150355	72910888	79.1217	72910549	339	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVE THE REMUNERATION OF THE COST AUDITORS APPOINTED BY THE BOARD OF DIRECTORS OF THE COMPANY FOR THE FY 2021-2022				
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	54081146	54070419	99.9802	54070419	0	100.0000	0.0000
	Poll		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		54081146	54081146	100.0000	54081146	0	100.0000
Public-Institutions	E-Voting	18512291	16600947	89.6753	16600947	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		18512291	16600947	89.6753	16600947	0	100.0000
Public- Non Institutions	E-Voting	19556918	1158839	5.9255	1158619	220	99.9810	0.0190
	Poll		1070452	5.4735	1070452	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		19556918	2229291	11.3990	2229071	220	99.9901
Total		92150355	72911384	79.1222	72911164	220	99.9997	0.0003
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVE THE REIMBURSEMENT OF THE COST AUDITORS APPOINTED BY THE BOARD OF DIRECTORS OF THE COMPANY FOR THE FY 2020-2021				
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	54081146	54070419	99.9802	54070419	0	100.0000	0.0000
	Poll		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		54081146	54081146	100.0000	54081146	0	100.0000
Public- Institutions	E-Voting	18512291	16600947	89.6753	16600947	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		18512291	16600947	89.6753	16600947	0	100.0000
Public- Non Institutions	E-Voting	19556918	1158843	5.9255	1158562	281	99.9758	0.0242
	Poll		1070452	5.4735	1070452	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		19556918	2229295	11.3990	2229014	281	99.9874
Total		92150355	72911388	79.1222	72911107	281	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



SCRUTINIZER'S COMBINED REPORT

To,
The Chairman of 74th Annual General Meeting of the members of Indoco Remedies Limited (CIN: L85190MH1947PLC005913) (hereinafter referred to as "the Company") held on Thursday, 23rd September, 2021, at 10.30 A.M. (IST) through Video Conferencing / Other Audio-Visual Means only.

Dear Sir,

1. I, CS Ajit Sathe, proprietor of M/s A. Y. Sathe & Co., Practicing Company Secretary, Mumbai, have been appointed as Scrutinizer by:

The Board of Directors of
Indoco Remedies Limited (CIN: L85190MH1947PLC005913) for the purpose of Scrutinizing the process of voting by electronic means (i.e. remote e-voting and voting at the AGM through an electronic voting system) as prescribed under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 74th Annual General Meeting (AGM) of the Company, held on Thursday, 23rd September, 2021, at 10:30 AM (IST) through Video Conferencing / Other Audio-Visual Means.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means (i.e remote e-voting and voting at the AGM through an electronic voting system) on the resolutions contained in the Notice of the 74th Annual General Meeting (AGM) of the members of the company. My responsibility as a scrutinizer of voting through electronic means (i.e. remote e-voting and voting at the AGM through an electronic voting system) is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Link Intime India Private Limited (LIPL), the authorised agency engaged by the company to provide e-voting facility for remote e-voting and also for voting at the AGM through an electronic voting system.

3. Further to the above, I submit my report as under:

- i. In accordance with the notice of 74th AGM dated 11th June, 2021, sent to the shareholders along with Annual Report for the financial year 2020-2021, in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories, and pursuant to the advertisement issued as per Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, the remote e-voting period remained open from Saturday, 18th September, 2021 at 10:00 A.M. (IST) till Wednesday, 22nd September, 2021 at 05:00 P.M. (IST).
- ii. The members of the Company as on the "cut-off" date i.e Wednesday, 15th September, 2021, were entitled to vote on the resolutions (Item No. 1 to 6) as set out in the notice of 74th AGM of the company.
- iii. The votes cast were unblocked at 11:43 A.M. IST on 23rd September, 2021 in the presence of 2 witnesses, CS Amruta Mirwankar and CS Ketaki Kale, who are not in the employment of the Company.





- iv. Thereafter, the details containing, inter-alia, the list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Link Intime India Private Limited (LI IPL) i.e. "<https://instavote.linkintime.co.in>".

4. I submit herewith my Combined Report on the results of remote e-voting and also for voting at the AGM through an electronic voting system:

Agenda Item No. of Notice	Manner of Voting	E-voting at the AGM		Remote E-Voting		Total Voting	
		No's	%	No's	%	No's	%
Item No. 1 of the Notice (As an Ordinary Resolution)	Votes in favour of the resolution	10,81,179	100	7,18,25,384	100	7,29,06,563	100
Adoption of Audited Financial Statements:	Votes against the resolution	Nil	Nil	Nil	Nil	Nil	Nil
(a) the Audited Financial Statement of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and the Auditors thereon;							
(b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2021 and the Report of the Auditors thereon.							
Total		10,81,179	100	7,18,25,384	100	7,29,06,563	100





Agenda Item No. of Notice	Manner of Voting	E-voting at the AGM		Remote E-Voting		Total Voting	
		No's	%	No's	%	No's	%
Item No. 2 of the Notice (As an Ordinary Resolution) To declare a dividend on Equity Shares for the year ended March 31, 2021.	Votes in favour of the resolution	10,81,179	100	7,18,30,225	100	7,29,11,404	100
	Votes against the resolution	Nil	Nil	13	0	13	0
	Total	10,81,179	100	7,18,30,238	100	7,29,11,417	100
Item No. 3 of the Notice (As an Ordinary Resolution) To appoint a director in place of Mr. Sundeep V Bambolkar (DIN: 00176613), who retires by rotation and being eligible, offers herself for re-appointment.	Votes in favour of the resolution	10,81,179	100	7,06,28,106	98.33	7,17,09,285	98.35
	Votes against the resolution	Nil	Nil	12,01,615	1.67	12,01,615	1.65
	Total	1081179	100	7,18,29,721	100	7,29,10,900	100
Item No. 4 of the Notice (As Special Resolution) To confirm appointment of Mr. Abhijit Y Gore and to appoint him as Independent Director of the Company to hold office for a period of Five Years with effect from 3 rd October, 2020.	Votes in favour of the resolution	10,81,179	100	7,18,29,370	100	7,29,10,549	100
	Votes against the resolution	Nil	Nil	339	0	339	0
	Total	10,81,179	100	7,18,29,709	100	7,29,10,888	100





Agenda Item No. of Notice	Manner of Voting	E-voting at the AGM		Remote E-Voting		Total Voting	
		No's	%	No's	%	No's	%
Item No. 5 of the Notice (As an Ordinary Resolution) To fix the remuneration to be paid to the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31 st March, 2022.	Votes in favour of the resolution	10,81,179	100	7,18,29,985	100	7,29,11,164	100
	Votes against the resolution	Nil	Nil	220	0	220	0
	Total	10,81,179	100	7,18,30,205	100	7,29,11,164	100
Item No. 6 of the Notice (As an Ordinary Resolution) To approve remuneration to be paid to the Cost Auditors M/s. Joshi Apte & Associates appointed by Board of Directors at the Board meeting held on June 11, 2021 to fill casual vacancy caused by resignation of M/s. Sevekari Khare & Associates w.e.f. from May 27, 2021 to conduct audit of cost records for financial year ended March 31, 2021.	Votes in favour of the resolution	10,81,179	100	7,18,29,928	100	7,29,11,107	100
	Votes against the resolution	Nil	0	281	0	281	0
	Total	10,81,179	100	7,18,30,209	100	7,19,11,388	100





In calculating percentage, invalid votes and votes abstain have not been taken into account.

All the Resolutions stand passed with the requisite majority.

5. I observed that 305 members had cast their votes by remote e-voting and 10 members voted at the meeting.

Thanking you.

Yours faithfully,
For A Y Sathe & Co.,



CS Ajit Sathe
Company Secretary in Whole-time Practice & Scrutinizer
Membership No.: FCS-2899; CP No. 738

Place: Mumbai

Dated: 23rd September, 2021

UDIN: F002899C000997398