



**UNICHEM**  
**LABORATORIES LTD.**

23<sup>rd</sup> March 2024

National Stock Exchange Limited  
Exchange Plaza  
BandraKurla Complex, Bandra (E)  
Mumbai 400 051  
Scrip Code: UNICHEMLABS

BSE Limited  
Listing Department  
P.J. Towers, Dalal Street, Fort  
Mumbai 400 001  
Scrip Code: 506690

Dear Sirs/Madam,

**Sub: Results of Postal Ballot and Scrutinizer's report**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the result of remote e-voting in the prescribed format along with Scrutinizer's consolidated report for the below resolutions which were proposed for the approval of the Members through Postal Ballot.

- a. Appointment of Mr. Anand Kusre (DIN 00818477) as a Non-Executive Independent Director for a term of five years w.e.f. 5<sup>th</sup> February 2024;
- b. Appointment of Mr. Arun Tadarwal (DIN 00020916) as a Non-Executive Independent Director for a term of five years w.e.f. 5<sup>th</sup> February 2024;
- c. Material related party transaction(s) with Ipca Laboratories Limited ("**Ipca**"), holding company of Unichem Laboratories Limited ("**Unichem**");
- d. Material related party transaction(s) between Ipca, holding company of Unichem and Unichem Pharmaceuticals USA Inc. ("**Unichem USA**"), wholly owned subsidiary of Unichem;
- e. Material related party transaction(s) with Unichem USA, wholly owned subsidiary of Unichem.

The resolutions as proposed in the postal ballot notice have been passed by the shareholders by remote e-voting process with requisite majority and are deemed to be passed on the last date of the remote e-voting period i.e. Friday, 22<sup>nd</sup> March 2024.

The said results and the scrutinizer's report will be available on the Company's website i.e. [www.unichemlabs.com](http://www.unichemlabs.com) and that of the exchanges namely [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and the website of the e-voting agency i.e. [www.evotingindia.com](http://www.evotingindia.com).

Please take the above on record.

Yours sincerely,

**For UNICHEM LABORATORIES LIMITED**



**PRADEEP BHANDARI**

*Head – Legal & Company Secretary*

Encl. As above

## Voting Results of Postal Ballot

UNICHEM LABORATORIES LIMITED

CIN : L99999MH1962PLC012451

Date of Postal Ballot Notice				5 <sup>th</sup> February 2024				
Remote E-voting Period:								
Start date				Thursday, 22 <sup>nd</sup> February 2024				
End date				Friday, 22 <sup>nd</sup> March 2024				
Cut-off date				Friday, 16 <sup>th</sup> February 2024				
Total Number of Shareholders as on the cut-off date				22,241				
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:				Not Applicable				
Public:				Not Applicable				
No of shareholders attended the meeting through Video Conferencing:								
Promoters and Promoter Group:				Not Applicable				
Public:				Not Applicable				
Resolution No. 1:				Appointment of Mr. Anand Kusre (DIN 00818477) as a Non-Executive Independent Director for a term of five years w.e.f. 5 <sup>th</sup> February 2024				
Resolution required: (Ordinary/Special)				Special				
Whether promoter /promoter group are interested in the agenda/resolution?				Not interested				
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	4,94,40,586	4,94,40,586	100.0000	4,94,40,586	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,94,40,586</b>	<b>4,94,40,586</b>	<b>100.0000</b>	<b>4,94,40,586</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	84,85,899	74,92,210	88.2901	56,62,282	18,29,928	75.5756	24.4244
	Poll		0	0.0000	0	-	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	-	0.0000	0.0000
	<b>Total</b>		<b>84,85,899</b>	<b>74,92,210</b>	<b>88.2901</b>	<b>56,62,282</b>	<b>18,29,928</b>	<b>75.5756</b>
Public - Non Institutions	E-Voting	1,24,79,265	35,978	0.2883	35,906	72	99.7999	0.2001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,24,79,265</b>	<b>35,978</b>	<b>0.2883</b>	<b>35,906</b>	<b>72</b>	<b>99.7999</b>
<b>Total</b>		<b>7,04,05,750</b>	<b>5,69,68,774</b>	<b>80.9149</b>	<b>5,51,38,774</b>	<b>18,30,000</b>	<b>96.7877</b>	<b>3.2123</b>



<b>Resolution No. 2:</b>					Appointment of Mr. Arun Todarwal (DIN 00020916) as a Non-Executive Independent Director for a term of five years w.e.f. 5 <sup>th</sup> February 2024			
<b>Resolution required: (Ordinary/Special)</b>					Special			
<b>Whether promoter /promoter group are interested in the agenda/resolution?</b>					Not interested			
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	4,94,40,586	4,94,40,586	100.0000	4,94,40,586	0	100.0000	-
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>4,94,40,586</b>	<b>4,94,40,586</b>	<b>100.0000</b>	<b>4,94,40,586</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	84,85,899	74,92,210	88.2901	67,28,487	7,63,723	89.8064	10.1936
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>84,85,899</b>	<b>74,92,210</b>	<b>88.2901</b>	<b>67,28,487</b>	<b>7,63,723</b>	<b>89.8064</b>	<b>10.1936</b>
Public - Non Institutions	E-Voting	1,24,79,265	35,978	0.2883	35,881	97	99.7304	0.2696
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>1,24,79,265</b>	<b>35,978</b>	<b>0.2883</b>	<b>35,881</b>	<b>97</b>	<b>99.7304</b>	<b>0.2696</b>
<b>Total</b>		<b>7,04,05,750</b>	<b>5,69,68,774</b>	<b>80.9149</b>	<b>5,62,04,954</b>	<b>7,63,820</b>	<b>98.6592</b>	<b>1.3408</b>
<b>Resolution No. 3:</b>					Material related party transaction(s) with Ipca Laboratories Limited ("Ipca"), holding company of Unichem Laboratories Limited ("Unichem")			
<b>Resolution required: (Ordinary/Special)</b>					Ordinary			
<b>Whether promoter /promoter group are interested in the agenda/resolution?</b>					Interested			
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	4,94,40,586	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>4,94,40,586</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	84,85,899	74,42,210	87.7009	74,42,210	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>84,85,899</b>	<b>74,42,210</b>	<b>87.7009</b>	<b>74,42,210</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Non Institutions	E-Voting	1,24,79,265	35,978	0.2883	35,884	94	99.7387	0.2613
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>1,24,79,265</b>	<b>35,978</b>	<b>0.2883</b>	<b>35,884</b>	<b>94</b>	<b>99.7387</b>	<b>0.2613</b>
<b>Total</b>		<b>7,04,05,750</b>	<b>74,78,188</b>	<b>10.6216</b>	<b>74,78,094</b>	<b>94</b>	<b>99.9987</b>	<b>0.0013</b>



<b>Resolution No. 4:</b>					Material related party transaction(s) between Ipca, holding company of Unichem and Unichem Pharmaceuticals USA Inc. ("Unichem USA"), wholly owned subsidiary of Unichem			
<b>Resolution required: (Ordinary/Special)</b>					Ordinary			
<b>Whether promoter /promoter group are interested in the agenda/resolution?</b>					Interested			
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	4,94,40,586	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,94,40,586</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Institutions	E-Voting	84,85,899	74,42,210	87.7009	74,42,210	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>84,85,899</b>	<b>74,42,210</b>	<b>87.7009</b>	<b>74,42,210</b>	<b>0</b>	<b>100.0000</b>
Public - Non Institutions	E-Voting	1,24,79,265	35,978	0.2883	35,909	69	99.8082	0.1918
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,24,79,265</b>	<b>35,978</b>	<b>0.2883</b>	<b>35,909</b>	<b>69</b>	<b>99.8082</b>
<b>Total</b>		<b>7,04,05,750</b>	<b>74,78,188</b>	<b>10.6216</b>	<b>74,78,119</b>	<b>69</b>	<b>99.9991</b>	<b>0.0009</b>

<b>Resolution No. 5:</b>					Material related party transaction(s) with Unichem USA, wholly owned subsidiary of Unichem			
<b>Resolution required: (Ordinary/Special)</b>					Ordinary			
<b>Whether promoter /promoter group are interested in the agenda/resolution?</b>					Interested			
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	4,94,40,586	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,94,40,586</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Institutions	E-Voting	84,85,899	74,42,210	87.7009	74,42,210	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>84,85,899</b>	<b>74,42,210</b>	<b>87.7009</b>	<b>74,42,210</b>	<b>0</b>	<b>100.0000</b>
Public - Non Institutions	E-Voting	1,24,79,265	35,978	0.2883	35,884	94	99.7387	0.2613
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,24,79,265</b>	<b>35,978</b>	<b>0.2883</b>	<b>35,884</b>	<b>94</b>	<b>99.7387</b>
<b>Total</b>		<b>7,04,05,750</b>	<b>74,78,188</b>	<b>10.6216</b>	<b>74,78,094</b>	<b>94</b>	<b>99.9987</b>	<b>0.0013</b>



**SCRUTINIZERS' REPORT**

**ON**

**POSTAL BALLOT**

**OF**

**UNICHEM LABORATORIES LIMITED**

# Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.  
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,  
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743  
Email : [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) Website:[www.alwynjay.com](http://www.alwynjay.com)

## SCRUTINIZERS' REPORT

To,  
The Chairman  
**Unichem Laboratories Limited**  
Unichem Bhavan, Prabhat Estate, Off S. V. Road  
Jogeshwari (West), Mumbai – 400 102

Dear Sir,

RE: SCRUTINIZER'S REPORT

I, **Alwyn D'souza** of M/s. Alwyn Jay Co., Company Secretaries, Mumbai, appointed by the Board of Directors of **Unichem Laboratories Limited** (the Company) for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members' assent/dissent on the resolutions as specified in the Notice of Postal Ballot dated February 05, 2024.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Friday, March 22, 2024.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Notice of Postal Ballot dated February 05, 2024 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency to provide remote e-voting facilities, engaged by the Company for the purpose.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force, and as amended , from time to time), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (the "MCA") (hereinafter collectively referred to as the "MCA Circulars") and the Securities and Exchange Board of India's Circular dated May 13, 2022, Circular no. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), including any statutory modification(s) or reenactment(s) thereof for the time being in force and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.
2. On February 21, 2024, the Company has sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Company, Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, February 16, 2024. The hard copy of the Notice of Postal Ballot along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. On February 22, 2024, the Company has published an advertisement in 'Business Standard' (English) and Mumbai Lakshadweep (Marathi).
4. The Remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL"). The Postal Ballot remote e-voting period commenced on Thursday, February 22, 2024 at 9:00 A.M. (IST) and ended on Friday, March 22, 2024 at 5:00 P.M. (IST).

5. After the time fixed for closing of the e-voting i.e., 5.00 P.M. IST on Friday, March 22, 2024 the votes were unblocked at 5.01 P.M IST in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of ('CDSL') [www.evotingindia.com](http://www.evotingindia.com) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as of on Friday, February 16, 2024 which was the relevant date (cut-off date) fixed for determining voting rights of the Members entitled to participate in the voting process as per the applicable regulations to the Company.
7. The Members holding equity shares as on the cut-off date i.e. Friday, February 16, 2024 were entitled to voting rights as per the applicable regulations to the Company on the resolution proposed in the Postal Ballot Notice of the Company.
8. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated February 05, 2024 are as under:

**1. RESOLUTION NO. 1: SPECIAL RESOLUTION**

*Appointment of Mr. Anand Kusre (DIN 00818477) as a Non-Executive Independent Director for a term of five years w.e.f. 5th February, 2024.*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
<b>115</b>	<b>5,51,38,774</b>	<b>96.7877</b>

- (ii) *Voted against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
<b>21</b>	<b>18,30,000</b>	<b>3.2123</b>

- (iii) *Invalid* votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-



## 2. RESOLUTION NO. 2: SPECIAL RESOLUTION

*Appointment of Mr. Arun Todarwal (DIN 00020916) as a Non-Executive Independent Director for a term of five years w.e.f. 5th February, 2024*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
129	5,62,04,954	98.6592

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
7	7,63,820	1.3408

(iii) *Invalid* votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

## 3. RESOLUTION NO. 3: ORDINARY RESOLUTION

*Material Related party transaction(s) with Ipca Laboratories Limited, holding company of Unichem Laboratories Limited*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
122	74,78,094	99.9987

(ii) *Voted against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
4	94	0.0013

(iii) *Invalid* votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

#### 4. RESOLUTION NO. 4: ORDINARY RESOLUTION

*Material Related party transaction(s) between Ipca Laboratories Limited and Unichem Pharmaceuticals (USA) Inc. (wholly owned subsidiary of the Unichem Laboratories Limited)*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
123	74,78,119	99.9991

(ii) *Voted against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
3	69	0.0009

(iii) *Invalid* votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

5. RESOLUTION NO. 5: ORDINARY RESOLUTION

*Material Related party transaction(s) with Unichem Pharmaceuticals (USA) Inc. (wholly owned subsidiary of Unichem Laboratories Limited)*

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
122	74,78,094	99.9987

(ii) Voted *against* the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
4	94	0.0013

(iii) *Invalid* votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

9. The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

Based on the above information, you may kindly announce the results.

Thanking you,  
Sincerely,

**For Alwyn Jay & Co.**  
Company Secretaries



**Alwyn D'Souza**  
Partner  
FCS No.5559, CP No.5137  
[UDIN: F005559E003623536]

Place: Mumbai  
Date: March 23, 2024

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited ('CDSL') [www.evotingindia.com](http://www.evotingindia.com) in our presence at 5.01 P.M. IST on March 22, 2024.



*Edlon Dsouza*

B/508, Shree Girnar Tower CHSL  
Saibaba Nagar,  
Mira Road East, Thane 401107



*Krishnakant Adagale*

Row House No.18,  
Mansi Row Co.op Hsg Soc Ltd  
Kashigaon, Mira Road East,  
Thane 401107

Countersigned by:

**For Unichem Laboratories Limited**



**Pradeep Bhandari**  
Head – Legal & Company Secretary  
(M.No. A14177)

Mumbai dated March 23, 2024