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**Announcement of the consolidated Results of Remote E-Voting and E-Voting during Twenty Eighth Annual General Meeting of Zydus Lifesciences Limited**

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 (“the **Act**”) read with rule 20 of the Companies (Management and Administration) Rules, 2014 (“the **Rules**”), Zydus Lifesciences Limited (“the **Company**”) had provided remote e-voting facility to the members for exercising the voting rights and e-voting facility was also provided during the Twenty Eighth Annual General Meeting (“**AGM**”) of the Company.

The voting on the 7 resolutions contained in the Notice of AGM dated May 18, 2023 were casted through remote e-voting and e-voting during AGM. Based on the report submitted by Mr. Manoj Hurkat, Practicing Company Secretary, the Scrutinizer appointed for both, remote e-voting and e-voting during AGM, I declare the 7 resolutions contained in the Notice of AGM as passed with requisite majority. The summary of results is as under:

Item No. of Notice	Particulars of business	Voting in favour of the resolution		Votes against the resolution	
		Nos.	%	Nos.	%
Item No. 1 of the Notice (As an Ordinary Business)	Remote e-voting	883203824	100	433	Negligible
	E-voting during AGM	8518	100	0	NA
	<b>Total</b>	<b>883212342</b>	<b>100</b>	<b>433</b>	<b>Negligible</b>
Item No. 2 of the Notice (As an Ordinary Business)	Remote e-voting	883203817	100	440	Negligible
	E-voting during AGM	8518	100	0	NA
	<b>Total</b>	<b>883212335</b>	<b>100</b>	<b>440</b>	<b>Negligible</b>
Item No. 3 of the Notice (As an Ordinary Business)	Remote e-voting	883561630	100	425	Negligible
	E-voting during AGM	8518	100	0	NA
	<b>Total</b>	<b>883570148</b>	<b>100</b>	<b>425</b>	<b>Negligible</b>
Item No. 4 of the Notice (As an Ordinary Business)	Remote e-voting	882067660	99.86	1229438	0.14
	E-voting during AGM	8518	100	0	NA
	<b>Total</b>	<b>882076178</b>	<b>99.86</b>	<b>1229438</b>	<b>0.14</b>
Item No. 5 of the Notice (As an Ordinary Business)	Remote e-voting	883134891	99.97	251313	0.03
	E-voting during AGM	8518	100	0	NA
	<b>Total</b>	<b>883143409</b>	<b>99.97</b>	<b>251313</b>	<b>0.03</b>
Item No. 6 of the Notice (As a Special Business)	Remote e-voting	880958507	99.73	2427697	0.27
	E-voting during AGM	8518	100	0	NA
	<b>Total</b>	<b>880967025</b>	<b>99.73</b>	<b>2427697</b>	<b>0.27</b>
Item No. 7 of the Notice (as a Special Business)	Remote e-voting	883383735	100	2459	Negligible
	E-voting during AGM	8518	100	0	NA
	<b>Total</b>	<b>883392253</b>	<b>100</b>	<b>2459</b>	<b>Negligible</b>

For, ZYDUS LIFESCIENCES LIMITED

**PANKAJ R. PATEL**  
**DIN: 00131852**  
**CHAIRMAN OF TWENTY EIGHTH ANNUAL GENERAL MEETING**

Place: Ahmedabad  
Date: August 11, 2023

Zydus Lifesciences Limited (formerly known as Cadila Healthcare Limited)

Regd. Office : Zydus Corporate Park, Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad-382 481, Gujarat, India. | Phone : +91-79-71800000, +91-79-48040000  
website : www.zyduslife.com | CIN : L24230GJ1995PLC025878



**Consolidated Report of Scrutinizer**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xii) of**  
**The Companies (Management and Administration) Rules, 2014]**

To,  
The Chairmen  
(Mr. Pankaj R Patel for item nos. 1-3, 5-7 and Mr. Mukesh M Patel for item no. 4)  
of the 28<sup>th</sup> Annual General Meeting (AGM) of  
ZYDUS LIFESCIENCES LIMITED  
(Formerly known as CADILA HEALTHCARE LIMITED)  
Held on 11<sup>th</sup> August, 2023 at 10.00 a.m. (IST)  
Through Video Conference (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,



1. I, CS Manoj Rajaram Hurkat, Practicing Company Secretary, have been appointed by the Board of Directors of Zydus Lifesciences Limited (“**Company**”) (Formerly known as Cadila Healthcare Limited) as a Scrutinizer for the purpose of scrutinizing the Remote E-voting & E-voting during the 28<sup>th</sup> Annual General meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with 28<sup>th</sup> Annual General Meeting held on 11<sup>th</sup> August, 2023 at 10.00 a.m. (IST) through VC/ OAVM as per framework issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 read with Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated 5<sup>th</sup> May, 2022 and Circular No. 10/2022 dated 8<sup>th</sup> December, 2022 (MCA Circulars) and also SEBI Circular dated 12<sup>th</sup> May, 2020, Circular dated 15<sup>th</sup> January, 2021, Circular dated 13<sup>th</sup> May, 2022 and Circular dated 5<sup>th</sup> January, 2023 (SEBI Circulars).
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of the Act, MCA Circulars, SEBI Circulars and Rules relating to voting on the resolutions contained in the Notice to the 28<sup>th</sup> Annual General Meeting of the members of the Company.

My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both remote e-voting and e-voting during the AGM) system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities as appointed by the Company.

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

**A. For Remote E-voting:**

- I. The remote e-voting period remained open from Tuesday, 8<sup>th</sup> August, 2023 (9.00 a.m.) to Thursday, 10<sup>th</sup> August, 2023 (5.00 p.m.).
- II. The Members of the Company as on "cut off" date i.e. 4<sup>th</sup> August, 2023 were entitled to vote on the resolutions stated in the Notice of the 28<sup>th</sup> Annual General Meeting. The paid up capital as on cut-off date was Rs. 101,22,04,139 divided into 101,22,04,139 Equity Shares of Re. 1/- each.
- III. The votes casted were subsequently unblocked by me on 11<sup>th</sup> August, 2023 at 11.30 a.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudama Homes, B/h Nandigram Society, Nana Chiloda, Ahmedabad-382345	
02.	Dhruvi Shah C-2, Archana Park Society, Swastik Cross Road, C. G. Road, Ahmedabad – 380009	

- IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization lodged with the Company.



V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.

**B. For E-voting during the AGM:**

- I. The e-voting was conducted together on all the item nos. 1 to 7 on the agenda during the AGM.
  - II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.
  - III. After ensuring that all the members who desire to cast their vote through E-voting at the AGM have exercised their right to vote and after seeking permission from the Chairman of 28<sup>th</sup> Annual General Meeting, e-voting at the AGM was closed/blocked.
  - IV. The electronic votes casted by the members during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
  - V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the e-voting system of CDSL.
4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:



**(a) Resolution 1:**

**Ordinary Resolution for receiving, considering and adopting the standalone financial statements of the Company for the year ended on March 31, 2023 and the reports of the Board of Directors and the Auditors thereon:**

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	810	883203824	100%
E-voting (During AGM)	7	8518	100%
Total	817	883212342	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	8	433	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	8	433	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 4 shareholders in respect of 357808 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



**(b) Resolution 2:**

**Ordinary Resolution for receiving, considering and adopting the consolidated financial statements of the Company for the year ended on March 31, 2023 and the report of the Auditors thereon:**

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	809	883203817	100%
E-voting (During AGM)	7	8518	100%
Total	816	883212335	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	9	440	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	9	440	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 4 shareholders in respect of 357808 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



**(c) Resolution No. 3:**

**Ordinary Resolution for declaration of dividend for the financial year 2022-2023:**

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	813	883561630	100%
E-voting (During AGM)	7	8518	100%
Total	820	883570148	100%

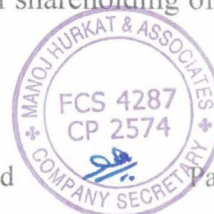
**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	8	425	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	8	425	Negligible

**(iii) Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There is one shareholder in respect of 10 equity shares who has not cast his votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



**(d) Resolution No. 4:**

**Ordinary Resolution for reappointment of Dr. Sharvil P. Patel (DIN-00131995) as a 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 voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	769	882067660	99.86%
E-voting (During AGM)	7	8518	100%
Total	776	882076178	99.86%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	45	1229438	0.14%
E-voting (During AGM)	Nil	Nil	Nil
Total	45	1229438	0.14%

(iii) **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 8 shareholders in respect of 264967 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



**(e) Resolution No. 5:**

**Ordinary Resolution for reappointment of Mr. Ganesh Nayak (DIN-00017481) as a 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 voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	775	883134891	99.97%
E-voting (During AGM)	7	8518	100%
Total	782	883143409	99.97%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	44	251313	0.03%
E-voting (During AGM)	Nil	Nil	Nil
Total	44	251313	0.03%

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 3 shareholders in respect of 175861 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.

**(f) Resolution No. 6:**

**Special Resolution for reappointment of Mr. Bhadresh K Shah (DIN: 00058177) as an Independent Director for second term of 5 years:**

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	763	880958507	99.73%
E-voting (During AGM)	7	8518	100%
Total	770	880967025	99.73%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	56	2427697	0.27%
E-voting (During AGM)	Nil	Nil	Nil
Total	56	2427697	0.27%

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 3 shareholders in respect of 175681 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.

**(g) Resolution No. 7:**

**Ordinary Resolution for ratification of remuneration of the Cost Auditors:**

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	796	883383735	100%
E-voting (During AGM)	7	8518	100%
Total	803	883392253	100%

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	22	2459	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	22	2459	Negligible

**(iii) Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote )	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 4 shareholders in respect of 175871 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



5. A compact disk (CD) / Excel Sheet send other supportive documents containing list of equity shareholders who voted “For”, “Against” and those votes which were considered “Invalid” for each resolution and also resolutions received from corporate shareholders etc. Will be returned for safe keeping by our separate letter to the Company.
6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.


Thanking you,

Yours faithfully,

Place: Ahmedabad

Date: 11<sup>th</sup> August, 2023



  
Signature of the Scrutinizer  
[CS MANOJ HURKAT]  
UDIN: F004287E000781008

**Countersigned by:**

**For, ZYDUS LIFESCIENCES LIMITED**

**Dhaval N. Soni**  
**Company Secretary**