



31st October 2019

The Secretary,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai 400 001

The Secretary,
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra East,
Mumbai 400 050

Results of Postal Ballot and E-voting

Dear Sirs

We would like to inform you that the Special Resolution in the Postal Ballot Notice dated 10th September 2019 has been passed by the members of the Company with requisite majority.

Please find enclosed:

1. Voting results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated 31st October 2019.

Please take the above information on record.

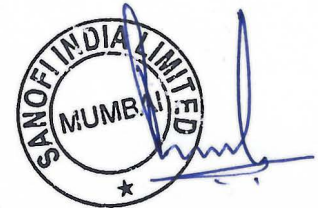
Thanking you,

Yours sincerely,
SANOFI INDIA LIMITED


GIRISH TEKCHANDANI
COMPANY SECRETARY

Sanofi India Limited

Resolution Required : (Special)		Special Resolution for slump sale and transfer of the Company's manufacturing facility at Ankleshwar, Gujarat							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	13909587	13909587	100.0000	13909587	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		13909587	100.0000	13909587	0	100.0000	0.0000	0
Public Institutions	E-Voting	6967251	6236851	89.5167	3254638	2982213	52.1840	47.8160	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		6236851	89.5167	3254638	2982213	52.1840	47.8160	0
Public Non Institutions	E-Voting	2153784	930	0.0432	610	320	65.5914	34.4086	0
	Poll		10465	0.4859	9468	997	90.4730	9.5270	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		11395	0.5291	10078	1317	88.4423	11.5577	0
Total		23030622	20157833	87.5262	17174303	2983530	85.1992	14.8008	0



MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 9th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

Combined Scrutinizer Report on Voting through Postal Ballot and E-voting

To
The Chairman
Sanofi India Limited
Sanofi House, CTS No.117-B,
L&T Business Park, Saki Vihar Road,
Powai, Mumbai 400 072

Dear Sir,

Ref: Scrutinizer's Report on voting through Postal Ballot including voting through electronic means in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014.

- A. Pursuant to the resolution passed by the Board of Directors of **Sanofi India Limited** (hereinafter referred as "the Company") on Tuesday 10th September, 2019, I, Mr. Makarand Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot process in respect of the Resolutions set out in the Postal Ballot Notice dated 10th September, 2019. ("Notice")
- B. Members approval was sought for Slump sale and transfer of the Company's manufacturing facility at Ankleshwar, Gujarat
- C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along with explanatory statement and postal ballot form on Monday, 30th September, 2019.
- D. The voting period commenced on 1st October, 2019 at 9:00 a.m. (IST) and ended on Wednesday, 30th October, 2019 at 5:00 p.m. (IST) for voting through physical postal ballot form as well as through e-voting.
- E. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL")
- F. Particulars of postal ballot forms received including the votes cast through remote e-voting have been entered in the Register separately maintained for the purpose.
- G. The physical postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.



- H. The e-voting was unblocked at 5:00 p.m. (IST) on 30th October, 2019 and the e-voting summary statement was downloaded from e-voting website of CDSL.
- I. All ballot forms received/ votes cast up to 5:00 p.m. on 30th October, 2019 being the last date and time fixed by the Company for said purpose were considered for scrutiny.



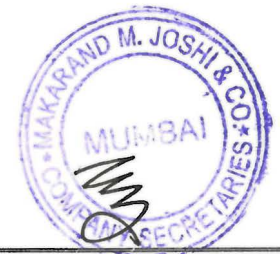
J. Result of the Postal Ballot (e-voting and voting through Postal Ballot Forms) is as under:

Resolution Item No. 1: Special Resolution

Slump sale and transfer of the Company's manufacturing facility at Ankleshwar, Gujarat

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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	13909587	13909587	100.00	13909587	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		13909587	100.00	13909587	0	100.00	0.00
Public Institutions	E-Voting	6967251	6236851	89.52	3254638	2982213	52.18	47.82
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		6236851	89.52	3254638	2982213	52.18	47.82
Public Non Institutions	E-Voting	2153784	930	0.04	610	320	65.59	34.41
	Postal Ballot		10465	0.49	9468	997	90.47	9.53
	Total		11395	0.53	10078	1317	88.44	11.56
Total		23030622	20157833	87.53	17174303	2983530	85.20	14.80

*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



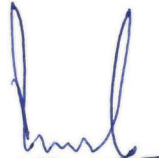
- K. The aforesaid resolutions were passed by requisite majority.
- L. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of voting by Postal ballot.

For Makarand M. Joshi & Co.,
Practicing Company Secretaries

Makarand Joshi
Partner
FCS No: 5533
CP No. 3662
Place : Mumbai
Date : 31-10-2019



For Sanofi India Limited


Chairman/ Authorised Representative
Place : Mumbai
Date : 31/10/2019.