

17th May 2024

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| <p>(1) BSE Ltd.
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 500087</p> | <p>(2) National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, 5th floor
Plot no. C/1, G Block
Bandra Kurla Complex
Bandra (East), Mumbai - 400 051
Scrip Code: CIPLA</p> |
| <p>(3) SOCIETE DE LA BOURSE DE LUXEMBERG
Societe Anonyme
35A Boulevard Joseph II
L-1840 Luxembourg</p> | |

Sub: Result of the Postal Ballot along with Scrutiniser's Report

Dear Sir/Madam,

This is in furtherance to our intimation dated 16th April, 2024 w.r.t. Postal Ballot Notice, seeking approval of the members for the following matters by way of Postal Ballot:

1. To appoint Dr. Balram Bhargava as an Independent Director of the Company; and
2. To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer.

The aforesaid resolutions have been passed by members with requisite majority. Please find enclosed details of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the Scrutinizer's Report.

The voting results and the Scrutinizer's Report are also being uploaded on the Company's website, i.e. www.cipla.com, under the Investors section, and on the website of the e-voting agency i.e. National Security Depository Limited at www.evoting.nsdl.com.

We request you to kindly take the above disclosure on record.

Yours faithfully,

For **Cipla Limited**

Rajendra Chopra
Company Secretary

Encl.: as above

Prepared by: Pavankumar Yadav

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General information about company

Scrip code	500087
NSE Symbol	CIPLA
MSEI Symbol	NOTLISTED
ISIN	INE059A01026
Name of the company	Cipla Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-05-2024
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Avinash Bagul
Firms Name	M/s BNP & Associates
Qualification	CS
Membership Number	5578
Date of Board Meeting in which appointed	11-04-2024
Date of Issuance of Report to the company	17-05-2024

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Voting results

Record date	12-04-2024
Total number of shareholders on record date	456247
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To appoint Dr Balram Bhargava as an Independent Director of the Company

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	269635378	269635378	100.0000	269635378	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		269635378	269635378	100.0000	269635378	0	100.0000
Public-Institutions	E-Voting	403463539	361036167	89.4842	359261611	1774556	99.5085	0.4915
	Poll							
	Postal Ballot (if applicable)							
	Total		403463539	361036167	89.4842	359261611	1774556	99.5085
Public- Non Institutions	E-Voting	134268145	9481566	7.0617	9451918	29648	99.6873	0.3127
	Poll							
	Postal Ballot (if applicable)							
	Total		134268145	9481566	7.0617	9451918	29648	99.6873
Total		807367062	640153111	79.2890	638348907	1804204	99.7182	0.2818
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer

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	269635378	269635378	100.0000	269635378	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		269635378	269635378	100.0000	269635378	0	100.0000
Public-Institutions	E-Voting	403463539	361036167	89.4842	209811223	151224944	58.1136	41.8864
	Poll							
	Postal Ballot (if applicable)							
	Total		403463539	361036167	89.4842	209811223	151224944	58.1136
Public- Non Institutions	E-Voting	134268145	9481149	7.0614	9423519	57630	99.3922	0.6078
	Poll							
	Postal Ballot (if applicable)							
	Total		134268145	9481149	7.0614	9423519	57630	99.3922
Total		807367062	640152694	79.2889	488870120	151282574	76.3677	23.6323

Whether resolution is Pass or Not.

Yes

Disclosure of notes on resolution

Add Notes

SCRUTINIZER'S REPORT

Date: 17th May, 2024

To,
The Chairman
Cipla Limited
Cipla House Peninsula Business Park,
Ganpatrao Kadam Marg, Lower Parel,
Mumbai - 400013

Subject: Cipla Limited - Scrutinizer's Report on Postal Ballot (E-voting) Results

The Board of Directors of Cipla Limited (*hereinafter referred to as "the Company"*) vide board resolution dated 11th April, 2024, have appointed me as the Scrutinizer to scrutinize the Postal Ballot e-voting process in a fair and transparent manner in respect of all the Resolutions as stated in the Postal Ballot Notice dated 11th April, 2024 (the "**Postal Ballot Notice**").

In compliance with the provisions of Section 110 of the Companies Act, 2013 (the "**Act**") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**") Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, including any circulars, statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "**MCA**"), Government of India, for holding general meetings/ conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 and 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, and 09/23 dated September 25, 2023 (collectively referred to as "**MCA Circulars**") and any other applicable laws and regulations, the special businesses mentioned in the Postal Ballot Notice dated 11th April, 2024, were proposed to be passed by the Members of the Company through Postal Ballot via remote electronic voting ("**e-voting**") only. The Company had, accordingly, provided facility of e-voting to all Members of the Company to enable them to cast their votes electronically on the special business mentioned in the Notice.

The Company has engaged the services of National Securities Depository Limited, as the Electronic Voting Service Provider ("**NSDL**" or "**EVSP**") who had made necessary arrangements to facilitate e-voting by the shareholders of the Company on their website at www.evoting.nsdl.com. KFin Technologies Limited are the Registrar and Share Transfer Agents for the Company (the "**RTA**").



Accordingly, the Company had sent the Postal Ballot Notice including all the requisite information required by the shareholders to cast their vote(s), in electronic form only to all those Members who had registered their e-mail addresses with the Company / RTA / Depository Participants, as on Friday, 12th April, 2024 (being the cut-off date specified for this purpose). The communication of the assent or dissent of the Members was sought through the e-voting system only.

The Company and the EVSP had uploaded the Postal Ballot Notice together with the explanatory statement on their respective websites viz. www.cipla.com and www.evoting.nsdl.com and Electronic Voting Event Number "128345" ('EVEN') was generated for casting the votes through e-voting mode. The Company and the EVSP have complied with all the necessary formalities specified under the Act, the Rules framed thereunder and the MCA Circulars issued in this regard.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made thereunder and SEBI Listing Regulations relating to the items placed for approval of the members through postal ballot by e-voting. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinizing the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report on the votes cast in favour and against the resolutions stated in the Notice, based on the data generated from the e-voting system provided by EVSP.

I report that the Postal Ballot Notice sent on 16th April, 2024 through e-mail to 4,41,482 members whose e-mail addresses were registered with the Company /RTA /Depositories and as made available with the RTA. The total Number of Members as on the Cut-off date was 4,56,247.

The e-voting period commenced from Wednesday, 17th April, 2024 from 9.00 a.m. (IST) and ended on Thursday, 16th May, 2024 at 5.00 p.m. (IST). The Company also published an advertisement in newspapers having nation-wide circulation on Wednesday, 17th April, 2024 in "Business Standard" English Newspaper (all editions), and in "Sakal", Marathi Newspaper (Mumbai edition) providing requisite information as required under Rules and MCA Circulars.

The item for which approval of the Members of the Company was sought as stated in the Postal Ballot Notice is mentioned hereunder: -

Sr. No.	Type of Resolution	Description of the resolution
1.	Special Resolution	To appoint Dr. Balram Bhargava as an Independent Director of the Company
2	Ordinary Resolution	To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer



SUMMARY OF VOTES CAST

The e-voting process concluded at 5.00 p.m. IST on Thursday, 16th May, 2024. After the closure of E-voting process, the votes cast through e-voting facility were duly unblocked by me as the Scrutinizer in the presence of Ms. Shriya Sanghavi and Ms. Amita Parmar witnesses, not in employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. Since e-voting facility was provided by NSDL, the details of the e-voting exercised by the Members were duly compiled by NSDL. The details of the e-voting, the compilation of the Register containing the statement of Member's name, DP ID, Client ID and/or folio number, number of shares held, number of votes exercised, votes in favour, votes against were generated by NSDL from their website were duly scrutinized.

On scrutiny, I report that out of 4,56,247 Members holding 80,73,67,062 shares as on the cut-off date, i.e. Friday, 12th April, 2024, **3,113** Members holding **64,35,53,352** shares have exercised their votes through remote e-voting.

The details of Postal Ballot results for the special business(es) placed for consideration and approval of the Members is given below:

NOTES:

- 1. Votes cast in favour or against has been considered on the basis of number of shares held as on 12th April, 2024 i.e. the cut-off date reckoned for the purpose of postal ballot.**
- 2. *Vote Cast in favour or against have been calculated based on the Valid Votes cast through remote e-voting.**

Item No 1: Special Resolution:**To appoint Dr. Balram Bhargava as an Independent Director of the Company**

Total no. of Members	4,56,247		
Total no. of Equity Shares	80,73,67,062		
Manner of Voting		Number of Votes	Number of Shares
Total votes/ shares cast through e-voting	A	3113	64,35,53,352
Less: <i>Invalid votes</i>	B		
Votes/ shares not casted in favour or against the resolution *refer note above		-	34,00,241
Net Number of votes/ shares (A-B) considered valid	C	3113	64,01,53,111



Summary of e-voting through Postal Ballot

Promoter / Public	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes cast (6)=[(4)/(2)]*100	% of votes against on votes cast (7)=[(5)/(2)]*100
Promoter and Promoter Group	26,96,35,378	26,96,35,378	100	26,96,35,378	0	100	0.00
Public-Institutional holders	40,34,63,539	36,10,36,167	89.484	35,92,61,611	17,74,556	99.508	0.492
Public-others	13,42,68,145	94,81,566	7.062	94,51,918	29,648	99.687	0.313
Total	80,73,67,062	64,01,53,111	79.289	63,83,48,907	18,04,204	99.718	0.282

Percentage of votes cast in Favour: 99.718

Percentage of votes cast Against: 0.282

RESULTS: -

As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against the Resolution, I report that the Special Resolution as per Item No. 1 as set forth in the Postal Ballot Notice dated 11th April, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date for e-voting i.e. Thursday, 16th May, 2024 after the conclusion of voting period i.e. 5.00 p.m. (IST).

Item No 2: As an Ordinary Resolution:

To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer

Total no. of Members	4,56,247		
Total no. of Equity Shares	80,73,67,062		
Manner of voting		Number of Votes	Number of Shares
Total votes/ shares cast through e-voting	A	3113	64,35,53,352
Less: Invalid votes	B	10	34,00,658



votes/ shares not casted in favour or against the resolution *refer note above			
Net Number of votes/ shares (A-B) considered valid	C	3103	64,01,52,694

Summary of e-voting through Postal Ballot

Promoter / Public	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes cast (6)= $[(4)/(2)]*100$	% of votes against on votes cast (7)= $[(5)/(2)]*100$
Promoter and Promoter Group	26,96,35,378	26,96,35,378	100	26,96,35,378	0	100	0.00
Public-Institutional holders	40,34,63,539	36,10,36,167	89.484	20,98,11,223	15,12,24,944	58.114	41.886
Public-others	13,42,68,145	94,81,149	7.061	94,23,519	57,630	99.392	0.608
Total	80,73,67,062	64,01,52,694	79.289	48,88,70,120	15,12,82,574	76.368	23.632

Percentage of votes cast in Favour: 76.368

Percentage of votes cast Against: 23.632

RESULTS: -

As the number of votes cast in favour of the Resolution is more than the number of votes cast against the Resolution, I report that the Ordinary Resolution as per Item No. 2 as set forth in the Postal Ballot Notice dated 11th April, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date for e-voting i.e. Thursday, 16th May, 2024 after the conclusion of voting period i.e. 5.00 p.m. (IST).

I further report that Mr. Rajendra Chopra has been authorised to receive and announce the above results of voting within two working days of the closure of the remote e-voting period. The result of the Postal Ballot will be displayed on the website of the Company www.cipla.com, on the website of NSDL www.evoting.nsdl.com and at the Registered Office



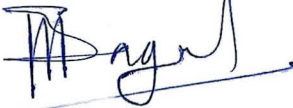
of the Company. The results will also be disclosed on the website of the BSE Limited and National Stock Exchange of India Limited, the Stock Exchanges.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and recording the consent or otherwise received from the Members, by e-voting which includes all the particulars of the Members such as the name, folio number/DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of the Company.

Thanking you,
Yours faithfully

**For BNP & Associates
Company Secretaries**



Avinash Bagul
Partner
(FCS No. 5578 COP No. 19862)

Place: Mumbai
Date: 17th May, 2024
UDIN: F005578F000390721

The following were the witnesses to the unblocking of the votes on Thursday, May 16, 2024



1. Ms. Shriya Sanghavi



2. Ms. Amita Parmar

**Received the Report
For Cipla Limited**

Rajendra Chopra
Company Secretary

Place: Mumbai
Date: 17th May, 2024