



Novartis India Limited
Registered Office:
Inspire BKC
Part of 601 & 701
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
Maharashtra, India
Tel +91 22 50243000
Fax +91 22 50243010
Email: india.investors@novartis.com
CIN No. L24200MH1947PLC006104
Website: www.novartis.in

July 29, 2022

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code: 500672

Dear Sir/ Madam,

Sub.: Voting Results of the 74th Annual General Meeting of Novartis India Limited ('the Company') held on July 29, 2022 and Scrutinizers' Report

Pursuant to Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following:

1. Voting results of the business transacted at the 74th Annual General Meeting of the Company and
2. Scrutinizers' Report

This is for your information and record.

Thanking you

Yours sincerely,

For **Novartis India Limited**



Nikhil Malpani
Company Secretary and Compliance Officer

Novartis India Ltd								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2022, together with the Reports of the Directors and the Auditors thereon.					
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
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	226874	22103	9.7424	22103	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22103	9.7424	22103	0	100.0000	0.0000
Public Non Institutions	E-Voting	7013243	121701	1.7353	121608	93	99.9236	0.0764
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		121701	1.7353	121608	93	99.9236	0.0764
Total		24690797	17594484	71.2593	17594391	93	99.9995	0.0005



Novartis India Ltd								
Resolution Required : (Ordinary)			2 - To declare Dividend for the financial year ended March 31, 2022					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	226874	22103	9.7424	22103	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22103	9.7424	22103	0	100.0000	0.0000
Public Non Institutions	E-Voting	7013243	121911	1.7383	121797	114	99.9065	0.0935
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		121911	1.7383	121797	114	99.9065	0.0935
Total		24690797	17594694	71.2601	17594580	114	99.9994	0.0006



Novartis India Ltd								
Resolution Required : (Ordinary)			3 - To appoint Ms. Monaz Noble (DIN: 03086192) as Director, who retires by rotation and being eligible, offers herself for re-appointment					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	226874	22103	9.7424	22103	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22103	9.7424	22103	0	100.0000	0.0000
Public Non Institutions	E-Voting	7013243	121701	1.7353	121597	104	99.9145	0.0855
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		121701	1.7353	121597	104	99.9145	0.0855
Total		24690797	17594484	71.2593	17594380	104	99.9994	0.0006



Novartis India Ltd								
Resolution Required : (Ordinary)			4 - Appointment of M/s B S R & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	226874	22103	9.7424	22103	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22103	9.7424	22103	0	100.0000	0.0000
Public Non Institutions	E-Voting	7013243	121701	1.7353	121597	104	99.9145	0.0855
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		121701	1.7353	121597	104	99.9145	0.0855
Total		24690797	17594484	71.2593	17594380	104	99.9994	0.0006



Novartis India Ltd								
Resolution Required : (Special)			5 - Approval of payment of Commission to the Independent Directors for the financial year 2021-22					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	226874	22103	9.7424	22103	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22103	9.7424	22103	0	100.0000	0.0000
Public Non Institutions	E-Voting	7013243	122660	1.7490	11772	110888	9.5973	90.4027
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		122660	1.7490	11772	110888	9.5973	90.4027
Total		24690797	17595443	71.2632	17484555	110888	99.3698	0.6302



Novartis India Ltd								
Resolution Required : (Special)			6 - Approval of payment of Commission or otherwise to the Non-Executive and Independent Directors for a period of 5 (five) years commencing from April 1, 2022 to March 31, 2027					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	226874	22103	9.7424	22103	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22103	9.7424	22103	0	100.0000	0.0000
Public Non Institutions	E-Voting	7013243	122769	1.7505	11981	110788	9.7590	90.2410
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		122769	1.7505	11981	110788	9.7590	90.2410
Total		24690797	17595552	71.2636	17484764	110788	99.3704	0.6296



Novartis India Ltd								
Resolution Required : (Ordinary)			7 - Ratification of Remuneration paid to Mr. Sanjay Murdeshwar, Vice Chairman and Managing Director (DIN: 01481811) for the financial year 2021-22					
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
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	226874	22103	9.7424	22103	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		22103	9.7424	22103	0	100.0000	0.0000
Public Non Institutions	E-Voting	7013243	121701	1.7353	118417	3284	97.3016	2.6984
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		121701	1.7353	118417	3284	97.3016	2.6984
Total		24690797	17594484	71.2593	17591200	3284	99.9813	0.0187





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

29th July, 2022

To,

The Chairman

Novartis India Limited

Inspire - BKC, Part of 601 and 701,

Bandra Kurla Complex

Bandra East, Mumbai 400 051

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Members during the Annual General Meeting of your Company held on Friday, 29th July, 2022 at 11:00 a.m. through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.




Viswanathan N.S

Partner



SCRUTINIZER'S REPORT

Name of the Company	Novartis India Limited
Type of Meeting	74th Annual General Meeting
Day, Date & Time	Friday, July 29, 2022 at 11:00 a.m
Deemed Venue	Inspire - BKC, Part of 601 and 701, Bandra Kurla Complex, Bandra East, Mumbai 400 051
Mode	Video Conferencing /Other Audio Visual Means ("VC")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members at the Annual General Meeting ("AGM") of Novartis India Limited (hereinafter referred to as 'the Company') held on Friday, July 29, 2022 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1. Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in Financial Express (English Newspaper) and Navshakti (Marathi Newspaper) on **June 24, 2022**





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

specifying the date & time of the AGM, availability of the Notice on the Company's website and website of Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

- 2.2. The Company hosted the detailed notice of AGM on its website and also intimated the same to BSE Limited on **June 30, 2022**.
- 2.3. The Company has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by Link Intime India Private Limited, Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on **June 30, 2022** by e-mail to **37,139** Members who had registered their email ids with the Company/ Depositories.

3. Cut-off date

- 3.1 Voting rights with respect to the agenda items were reckoned as on **Friday, July 22, 2022**, being the cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1. Agency

The Company appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

4.2. Remote e-voting period

Remote e-voting platform was open from **9.00 a.m. on Tuesday, July 26, 2022 till 5.00 p.m. on Thursday, July 28, 2022** and Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by NSDL.

5. Voting at the AGM

5.1. In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Members who had cast their votes through remote e-voting.

6. Counting Process

On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the NSDL e-voting platform and downloaded the results for scrutiny.

7. Results

7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated June 23, 2022 is enclosed herewith.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

7.2. Based on the aforesaid results, we report that 5 (Five) Ordinary Resolutions as set out in Item No. 1 to 4 and Item No. 7 and 2 (Two) Special Resolutions as set out in Item No. 5 and 6 of the Notice of the AGM dated **June 23, 2022** have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

On behalf

Viswanathan N.S

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000708810

July 29, 2022 | Thane





CONSOLIDATED RESULTS

Item No. 1: Consideration and adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2022, together with the Reports of the Directors and the Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	165	1,75,94,147	9	244	174	1,75,94,391	99.9995
Dissent	2	87	2	6	4	93	0.0005
Total	167	1,75,94,234	11	250	178	1,75,94,484	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated **June 23, 2022** has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

Sw N. S.



Viswanathan N.S

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000708810

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S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 2: Declaration of Dividend for the financial year ended March 31, 2022

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	166	1,75,94,334	10	246	176	1,75,94,580	99.9994
Dissent	2	110	1	4	3	114	0.0006
Total	168	1,75,94,444	11	250	179	1,75,94,694	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated **June 23, 2022** has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

SV Kwanal



Viswanathan N.S
Partner

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ICSI UDIN: A061955D000708810

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CONSOLIDATED RESULTS

Item No. 3: Appointment of Ms. Monaz Noble (DIN: 03086192) as Director, who retires by rotation and being eligible, offers herself for re-appointment

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	163	1,75,94,136	9	244	172	1,75,94,380	99.9994
Dissent	4	98	2	6	6	104	0.0006
Total	167	1,75,94,234	11	250	178	1,75,94,484	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated **June 23, 2022** has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

Swkward



Viswanathan N.S
Partner

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July 29, 2022 | Thane



CONSOLIDATED RESULTS

Item No. 4: Appointment of M/s B S R & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	164	1,75,94,138	8	242	172	1,75,94,380	99.9994
Dissent	3	96	3	8	6	104	0.0006
Total	167	1,75,94,234	11	250	178	1,75,94,484	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated **June 23, 2022** has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

Viswanathan N.S.



Viswanathan N.S

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000708810

July 29, 2022 | Thane



CONSOLIDATED RESULTS

Item No. 5: Approval of payment of Commission to the Independent Directors for the financial year 2021-22

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	150	1,74,84,433	7	122	157	1,74,84,555	99.3698
Dissent	18	1,10,760	4	128	22	1,10,888	0.6302
Total	168	1,75,95,193	11	250	179	1,75,95,443	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the AGM dated **June 23, 2022** has been **passed with requisite majority**.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries



Viswanathan N.S
Partner

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ICSI UDIN: A061955D000708810

July 29, 2022 | Thane



CONSOLIDATED RESULTS

Item No. 6: Approval of payment of Commission or otherwise to the Non-Executive and Independent Directors for a period of 5 (five) years commencing from April 01, 2022 to March 31, 2027

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	150	1,74,84,523	7	241	157	1,74,84,764	99.3704
Dissent	19	1,10,779	4	9	23	1,10,788	0.6296
Total	169	1,75,95,302	11	250	180	1,75,95,552	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated **June 23, 2022** has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries



Viswanathan N.S
Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000708810

July 29, 2022 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 7: Ratification of Remuneration paid to Mr. Sanjay Murdeshwar, Vice Chairman and Managing Director (DIN: 01481811) for the financial year 2021-22.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	156	1,75,91,080	6	120	162	1,75,91,200	99.9813
Dissent	11	3,154	5	130	16	3,284	0.0187
Total	167	1,75,94,234	11	250	178	1,75,94,484	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 7** of the Notice of the AGM dated **June 23, 2022** has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

SW Viswanathan



Viswanathan N.S
Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000708810

July 29, 2022 | Thane