

January 13, 2023

**To,  
Dy. General Manager  
Department of Corporate Services,  
BSE Ltd.,  
P. J. Towers, Dalal Street,  
Fort, Mumbai – 400 001**

**To,  
The Manager – Listing,  
National Stock Exchange of India Ltd.,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051**

**Ref: Scrip Code: 543322**

**Ref: Scrip Name: GLS**

Dear Sirs,

**Sub: Minutes of the Resolutions passed by way of Postal Ballot through remote e-voting**

With reference to the captioned subject, we are enclosing the certified copy of Minutes of the resolutions passed by way of Postal Ballot through remote e-voting process by the Shareholders of the Company on 3rd January, 2023. The Results of the Postal Ballot were declared on 3rd January, 2023.

Kindly take the same on your records.

Thanking you

Yours faithfully,  
**For Glenmark Life Sciences Limited**

**Rudalf Corriea  
Company Secretary & Compliance Officer**

*Encl.: as above*

**CERTIFIED COPY OF THE MINUTES OF THE RESOLUTIONS PASSED THROUGH POSTAL BALLOT BY WAY OF REMOTE E-VOTING PROCESS BY MEMBERS OF GLENMARK LIFE SCIENCES LIMITED ON TUESDAY, 3RD JANUARY, 2023, RESULTS OF WHICH WERE DECLARED ON TUESDAY, 3RD JANUARY, 2023**

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The notice of postal ballot dated 1st December, 2022 ('Notice') pursuant to Section 110 of the Companies Act, 2013 ('the Act'), read with rule 22 of the Companies (Management and Administration) Rules, 2014, was sent by electronic mode to the members at their email addresses registered with the Depository Participant / the Company on Friday, 2nd December 2022. The Notice was sent to all the members whose names appeared in the Register of Members / the List of Beneficial Owners maintained by the Company / depositories as on Friday, 25th November 2022.

The Board of Directors at its meeting held on 21st October 2022, appointed Mr. Bhadresh Shah (ACS 23847: COP 15957), Practicing Company Secretary, as the Scrutinizer for conduct of the e-voting process in a fair and transparent manner. Pursuant to the provisions of Section 108 and Section 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and various MCA circulars, the Company had provided e-voting facility to its Members in respect of the business to be transacted through postal ballot as stated in the Notice. The Company availed the services of KFin Technologies Limited to provide e-voting facility to the Members.

After scrutiny of votes cast as received through e-voting facility up to 5.00 p.m. on Tuesday, 3rd January 2023 (being the last date fixed for e-voting), Mr. Bhadresh Shah, Scrutinizer submitted his report on Tuesday, 3rd January 2023. The extract of the report is given below:

Item no. 1:

**Ordinary Resolution:**

**To approve Appointment of Mr. Vinod Naik (DIN: 03635487) as a Director**

Total number of shareholders on record date (cut-off date- November 25, 2022)	2,30,611		
Total no. of shares	12,25,27,172		
E-voting as per postal ballot notice	From Monday, December 05, 2022 from 09:00 a.m. IST till Tuesday, January 03, 2023 at 05:00 p.m. IST.		
		Number of votes	Number of shares
Total votes cast through e-voting	A	455	10,63,92,097
Less: Invalid e-voting abstained/less voted	B	6	152
Net e-voting (A-B) considered valid	C	449	10,63,91,945

The Summary of voting results was as under:

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	10,15,12,750	10,15,04,925	99.9923	10,15,04,925	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10,15,04,925</b>	<b>99.9923</b>	<b>10,15,04,925</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	58,28,330	47,68,782	81.8207	47,68,782	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>47,68,782</b>	<b>81.8207</b>	<b>47,68,782</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1,51,86,092	1,18,238	0.7786	1,16,197	2,041	98.2738	1.7261
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>1,18,238</b>	<b>0.7786</b>	<b>1,16,197</b>	<b>2,041</b>	<b>98.2738</b>	<b>1.7261</b>
<b>Total</b>		<b>12,25,27,172</b>	<b>10,63,91,945</b>	<b>86.8313</b>	<b>10,63,89,904</b>	<b>2,041</b>	<b>99.9981</b>	<b>0.0019</b>

Percentage of votes cast in favour: 99.9981%

Percentage of votes cast against: 0.0019%

Item no. 2:

**Ordinary Resolution:**

**Appointment of Mr. Vinod Naik (DIN: 03635487) as a Whole Time Director**

Total number of shareholders on record date (cut-off date- November 25, 2022)	2,30,611		
Total no. of shares	12,25,27,172		
E-voting as per postal ballot notice	From Monday, December 05, 2022 from 09:00 a.m. IST till Tuesday, January 03, 2023 at 05:00 p.m. IST.		
		Number of votes	Number of shares
Total votes cast through e-voting	A	455	10,63,92,097
Less: Invalid e-voting abstained/less voted	B	6	152
Net e-voting (A-B) considered valid	C	449	10,63,91,945

The Summary of voting results was as under:

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	10,15,12,750	10,15,04,925	99.9923	10,15,04,925	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>10,15,04,925</b>	<b>99.9923</b>	<b>10,15,04,925</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	58,28,330	47,68,782	81.8207	45,90,098	1,78,684	96.2530	3.7469
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>47,68,782</b>	<b>81.8207</b>	<b>45,90,098</b>	<b>1,78,684</b>	<b>96.2530</b>	<b>3.7469</b>
Public Non Institutions	E-Voting	1,51,86,092	1,18,238	0.7786	1,14,790	3,448	97.0838	2.9161
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>1,182,38</b>	<b>0.7786</b>	<b>1,14,790</b>	<b>3,448</b>	<b>97.0838</b>	<b>2.9161</b>
<b>Total</b>		<b>12,25,27,172</b>	<b>10,63,91,945</b>	<b>86.8313</b>	<b>10,62,09,813</b>	<b>18,21,32</b>	<b>99.8288</b>	<b>0.1712</b>

Percentage of votes cast in favour: 99.8288%

Percentage of votes cast against: 0.1712%

After receiving the Scrutinizer's Report and as per the authority granted under the Board resolution dated 21st October 2022, the Evoting result of the Postal Ballot were declared on Tuesday, 3rd January, 2023. The resolutions at item no. 1 and 2 in the Notice, were approved with requisite majority and deemed to have been passed on Tuesday, 3rd January, 2023 (being the last date specified in the Notice for receipt of votes through the e-voting process). The results were intimated to the stock exchanges where the shares of the Company are listed and were also displayed on the website of the Company [www.glenmarklifesciences.com](http://www.glenmarklifesciences.com)

The Ordinary resolutions duly approved by the Members were as under:

#### **RESOLUTION NO. 1:**

##### **Appointment of Mr. Vinod Naik (DIN: 03635487) as a Director**

**“RESOLVED THAT** Mr. Vinod Naik (DIN: 03635487), who has been appointed as an Additional Director of the Company by the Board of Directors with effect from 21st October 2022, in terms of Section 161(1) of the Companies Act, 2013 and Article 168 of the Articles of

Association of the Company, be and is hereby appointed as a Director of the Company and the period of his office shall be liable to determination by retirement of directors by rotation.”

**RESOLUTION NO. 2:**

**Appointment of Mr. Vinod Naik (DIN: 03635487) as a Whole Time Director**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V to the Act and subject to the requisite approval of the Central Government, if required, the Company hereby accords its approval to the appointment of Mr. Vinod Naik (DIN: 03635487), as the Whole-Time Director, for a period of 5 (Five) years with effect from 21st October 2022 on the key terms and conditions (including remuneration payable) as set out in the explanatory statement attached hereto.

**RESOLVED FURTHER THAT** the approval of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to vary, alter, increase, enhance or widen the terms and conditions of appointment and the remuneration payable to the appointee, from time to time, as they may in their discretion deem fit and subject to the limits laid down in Section 197 and all other applicable provisions of the Act including any statutory modification and re-enactment thereof for the time being in force, and the Rules framed thereunder read with Schedule V of the Act and subject to the approval of the Central Government, if necessary, and subject to any other requisite approvals as may be required under applicable law.”

Sd/-

**Chairman**

Minutes entered on: January 12, 2023

Certified True Copy

Sd/-

Rudalf Corriea

Company Secretary & Compliance Officer