



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

March 25, 2021

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

**Sub.: Results of Postal Ballot & Disclosure under Regulation 30, Schedule III, Part A (13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)**

**Ref.: Scrip Code - 500672**

Dear Sirs,

This is further to our letter dated February 22, 2021, thereby submitting the Notice of the Postal Ballot dated February 11, 2021 issued to the Members of the Company seeking approval for re-appointment of Ms. Sandra Martyres (DIN: 00798406) as an Independent Director for a term of 5 years up to April 18, 2026.

The Special resolution as set out in the Postal Ballot Notice has been approved by the Members of the Company with requisite majority. The details of the voting results, as per the requirements of Regulation 44 of the SEBI LODR Regulations are enclosed in the prescribed format along with the Scrutinizer’s Report. The same is being uploaded on the website of the Company i.e. [www.novartis.in](http://www.novartis.in) and e-voting website of Link Intime India Private Limited i.e. <https://instavote.linkintime.co.in>.

The aforesaid may be deemed to be proceedings under Regulation 30 of the SEBI LODR Regulations.

This is for your information and record.

Thanking You.

Yours sincerely,

**For Novartis India Limited**

**Trivikram Guda**  
**Company Secretary & Compliance Officer**

Encl.: as above



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

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**SCRUTINIZER'S REPORT**

To,

The Chairman

**Novartis India Limited**

**CIN: L24200MH1947PLC006104**

Inspire - BKC, Part of 601 and 701,  
Bandra Kurla Complex,  
Bandra East,  
Mumbai - 400 051.

Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by **Novartis India Limited ("the Company")** seeking consent of its Members for the Special Resolution as contained in the Notice of Postal Ballot dated February 11, 2021.

1. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on **February 11, 2021** to conduct the Postal Ballot as contained in the Notice dated **February 11, 2021**.
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 14/ 2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/ 2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/ 2020 dated 15<sup>th</sup> June, 2020, General Circular No. 33/ 2020 dated 28<sup>th</sup> September, 2020 and General Circular No. 39/ 2020 dated 31<sup>st</sup> December, 2020 respectively (**collectively referred to**





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

as “MCA circulars”) , in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19” issued by the Ministry of Corporate Affairs, Government of India;

Members’ approval was sought for the following :

- i. Re-appointment of Ms. Sandra Martyres (DIN: 00798406) as an Independent Director of the Company, to hold office for a term of 5 years with effect from April 19, 2021.
3. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **Wednesday, February 17, 2021 (“the cut-off date”)**, the Company completed dispatch of the Notice of Postal Ballot by E-Mail on **February 22, 2021**, to **31,312** Members who had registered their email-ids with the Company / Depositories.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by Link Intime India Private Limited from **9:00 a.m. (IST) on Tuesday, 23<sup>rd</sup> February, 2021** to **5:00 p.m. (IST) on Wednesday, 24<sup>th</sup> March, 2021**.
5. **51** Members had cast their votes on the remote e-voting platform till **5:00 p.m. (IST) on Wednesday, 24<sup>th</sup> March, 2021**.
6. Members’ demographic details, their voting rights and voting pattern were provided by Link Intime India Private Limited, Registrar & Transfer Agent of the Company.
7. After the scrutiny of the remote e-voting result, we report that the Special Resolution as contained in the Notice of Postal Ballot dated February 11, 2021 has been passed with requisite majority.





# **S. N. ANANTHASUBRAMANIAN & CO**

## **Company Secretaries**

We have annexed with this report, the details of the Postal Ballot through remote e-voting and the analysis of the result of the Special Resolution as contained in the said Notice.

**For S.N. ANANTHASUBRAMANIAN & CO.**

**Company Secretaries**

*Ashwini Vartak*



**Ashwini Vartak**

**Partner**

**ACS: 29463 | COP No.: 16723**

**ICSI UDIN: A029463B004138546**

**25<sup>th</sup> March, 2021 | Thane**



# S. N. ANANTHASUBRAMANIAN & CO

## Company Secretaries

### Details of the Postal Ballot through Remote e-voting

<b>A</b>	<b>Remote e-voting</b>	<b>Special Resolution</b>
		<b>Item No.1</b>
1	Number of Members voted	<b>51</b>
2	Abstain	<b>01</b>
	<b>Total Valid Voters</b>	<b>50</b>





**Result of Postal Ballot**

**Item No. 1: Approval for re-appointment of Ms. Sandra Martyres (DIN: 00798406) as an Independent Director, to hold office for a term of 5 years with effect from April 19, 2021.**

Particulars	Number of valid		Percentage (%)
	Remote e-voters	Remote e-votes	
<b>Assent</b>	<b>45</b>	<b>1,74,67,217</b>	<b>99.9946</b>
<b>Dissent</b>	<b>5</b>	<b>940</b>	<b>0.0054</b>
<b>Total</b>	<b>50</b>	<b>1,74,68,157</b>	<b>100.0000</b>

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Notice of Postal Ballot dated February 11, 2021 has been passed with **requisite majority**.

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

**Ashwini Vartak**  
**Partner**

**ACS: 29463 | COP No.: 16723**

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**25<sup>th</sup> March, 2021 | Thane**

