



Date: 26th September, 2023

To The Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex Bandra (East) <u>Mumbai - 400 051</u> <i>Stock Code : INDOCO-EQ</i>	To The Listing Department Bombay Stock Exchange Limited Floor 25, P. J. Towers, Dalal Street, <u>Mumbai - 400 001</u> <i>Stock Code : 532612</i>
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Dear Sir/Madam,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of Voting Results of 76th Annual General Meeting of the Company along with Scrutinizers Report.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of voting results inclusive of remote e-voting and e-voting during AGM of the Company held on Tuesday, 26th September, 2023 at 10:30 a.m. through Video Conferencing (VC)/Other Audio Video Means (OAVM).

We are also enclosing the consolidated report of the Scrutinizer, CS Ajit Sathe, Practicing Company Secretary on remote e-voting and e-voting during the AGM.

The above are also being uploaded on the Company's website www.indoco.com and on the website of Link Intime India Private Limited, <https://instavote.linkintime.co.in>.

Thanking you,
Yours faithfully,
For Indoco Remedies Limited



Ramanathan Hariharan
Company Secretary & Head- Legal

VOTING RESULTS OF THE 76TH ANNUAL GENERAL MEETING (AGM) OF INDOCO REMEDIES LIMITED	
Date of the AGM	September 26 ,2023
Total number of shareholders on record date (i.e. September 19, 2023)	37024
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	15
Public:	60



Indoco Remedies Limited								
Resolution Required : (Ordinary)			Resolution No. 1 - To receive, consider and adopt; <input type="checkbox"/> <input type="checkbox"/> (a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and the Auditors thereon <input type="checkbox"/> <input type="checkbox"/> (b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of the Auditors thereon <input type="checkbox"/>					
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	54131004	54120277	99.9802	54120277	0	100.0000	0.0000
	E-voting during the AGM		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54131004	100.0000	54131004	0	100.0000	0.0000
Public Institutions	E-Voting	17840236	15847513	88.8302	15847513	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15847513	88.8302	15847513	0	100.0000	0.0000
Public Non Institutions	E-Voting	20179115	4098198	20.3091	4098191	7	99.9998	0.0002
	E-voting during the AGM		66278	0.3284	66277	1	99.9985	0.0015
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4164476	20.6376	4164468	8	99.9998	0.0002
Total		92150355	74142993	80.4587	74142985	8	100.0000	0.0000

Whether resolution is passed or not? (yes/No): Yes



Indoco Remedies Limited								
Resolution Required : (Ordinary)			Resolution No. 2 - To declare a Final dividend of Rs. 2.25 per equity share for the financial year ended March 31, 2023					
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	54131004	54120277	99.9802	54120277	0	100.0000	0.0000
	E-voting during the AGM		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54131004	100.0000	54131004	0	100.0000	0.0000
Public Institutions	E-Voting	17840236	15855543	88.8752	15855543	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15855543	88.8752	15855543	0	100.0000	0.0000
Public Non Institutions	E-Voting	20179115	4098198	20.3091	4098191	7	99.9998	0.0002
	E-voting during the AGM		66278	0.3284	66277	1	99.9985	0.0015
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4164476	20.6376	4164468	8	99.9998	0.0002
Total		92150355	74151023	80.4674	74151015	8	100.0000	0.0000

Whether resolution is passed or not? (yes/No): Yes



Indoco Remedies Limited								
Resolution Required : (Ordinary)			Resolution No. 3 - To appoint a Director in place of Ms. Aditi Panandikar (DIN:00179113), 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	54131004	54120277	99.9802	54120277	0	100.0000	0.0000
	E-voting during the AGM		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54131004	100.0000	54131004	0	100.0000	0.0000
Public Institutions	E-Voting	17840236	15855543	88.8752	15838823	16720	99.8945	0.1055
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15855543	88.8752	15838823	16720	99.8945	0.1055
Public Non Institutions	E-Voting	20179115	4098198	20.3091	4098036	162	99.9960	0.0040
	E-voting during the AGM		66278	0.3284	66277	1	99.9985	0.0015
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4164476	20.6376	4164313	163	99.9961	0.0039
Total		92150355	74151023	80.4674	74134140	16883	99.9772	0.0228

Whether resolution is passed or not? (yes/No): Yes



Indoco Remedies Limited								
Resolution Required : (Ordinary)			Resolution No. 4 - To ratify the remuneration of the Cost Auditors for the financial year 2023-2024					
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	54131004	54120277	99.9802	54120277	0	100.0000	0.0000
	E-voting during the AGM		10727	0.0198	10727	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		54131004	100.0000	54131004	0	100.0000	0.0000
Public Institutions	E-Voting	17840236	15855543	88.8752	15855543	0	100.0000	0.0000
	E-voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15855543	88.8752	15855543	0	100.0000	0.0000
Public Non Institutions	E-Voting	20179115	4098198	20.3091	4098187	11	99.9997	0.0003
	E-voting during the AGM		66278	0.3284	66277	1	99.9985	0.0015
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4164476	20.6376	4164464	12	99.9997	0.0003
Total		92150355	74151023	80.4674	74151011	12	100.0000	0.0000

Whether resolution is passed or not? (yes/No): Yes





SCRUTINIZER'S COMBINED REPORT

[Pursuant to Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 76th Annual General Meeting of the members of Indoco Remedies Limited (CIN: L85190MH1947PLC005913) (hereinafter referred to as "the Company") held on Tuesday, 26th September, 2023, at 10.30 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") only.

Dear Sir,

1. I, CS Ajit Sathe, proprietor of M/s. A. Y. Sathe & Co., Practicing Company Secretary, Mumbai, have been appointed as Scrutinizer by:

The Board of Directors of **Indoco Remedies Limited (CIN: L85190MH1947PLC005913)** for the purpose of Scrutinizing the process of voting by electronic means (i.e. remote e-voting and voting at the AGM through an electronic voting system) as prescribed under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 76th Annual General Meeting (AGM) of the Company, held on Tuesday, 26th September, 2023, at 10:30 AM (IST) through VC/ OAVM.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means (i.e remote e-voting and voting at the AGM through an electronic voting system) on the resolutions contained in the Notice of the 76th Annual General Meeting (AGM) of the members of the company. My responsibility as a scrutinizer of voting through electronic means (i.e. remote e-voting and voting at the AGM through an electronic voting system) is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Link Intime India Private Limited (LIPL), the authorised agency engaged by the company to provide e-voting facility for remote e-voting and also for voting at the AGM through an electronic voting system.

3. Further to the above, I submit my report as under:

- i. In accordance with the notice of 76th AGM dated 23rd May 2023, sent to the shareholders along with Annual Report for the financial year 2022-2023, in electronic form only to those Members whose e-mail addresses are registered with the Company/ Registrar and Share Transfer Agent/ Depository Participant, and pursuant to the advertisement issued as per Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, the remote e-voting period remained open from Friday, 22nd September, 2023 at 9:00 A.M. (IST) till Monday, 25th September, 2023 at 05:00 P.M. (IST).
- ii. The members of the Company as on the "cut-off" date i.e Tuesday, 19th September, 2023, were entitled to vote on the resolutions (Item No. 1 to 4) as set out in the notice of 76th AGM of the company.





- iii. The votes cast were unblocked at 12.05 P.M. IST on 26th September, 2023 in the presence of 2 witnesses, Mr. Soman M.E. and CS Dhanashri Kunte, who are not in the employment of the Company.
- iv. Thereafter, the details containing, inter-alia, the list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Link Intime India Private Limited (LIPL) i.e. "<https://instavote.linkintime.co.in>".

4. I submit herewith my Combined Report on the results of remote e-voting and also for voting at the AGM through an electronic voting system:

Agenda Item No. of Notice	Manner of Voting	E-voting at the AGM		Remote E-Voting		Total Voting	
		No's	%	No's	%	No's	%
Item No. 1 of the Notice (As an Ordinary Resolution) To receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of the Board of Directors and the Auditors thereon; (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Report of the Auditors thereon.	Votes in favour of the resolution	77004	100	74065981	100	74142985	100
	Votes against the resolution	1	0	7	0	8	0
	Total	77005	100	74065988	100	74142993	100
Item No. 2 of the Notice (As an Ordinary Resolution) To declare a final dividend of Rs. 2.25 per equity share for the financial year ended March 31, 2023.	Votes in favour of the resolution	77004	100	74074011	100	74151015	100
	Votes against the resolution	1	0	7	0	8	0
	Total	77005	100	74074018	100	74151023	100





Agenda Item No. of Notice	Manner of Voting	E-voting at the AGM		Remote E-Voting		Total Voting	
		No's	%	No's	%	No's	%
Item No. 3 of the Notice (As an Ordinary Resolution) To appoint a director in place of Ms. Aditi Panandikar (DIN-00179113), who retires by rotation and being eligible, offers herself for re-appointment.	Votes in favour of the resolution	77004	100	74057136	99.98	74134140	99.98
	Votes against the resolution	1	0	16882	0.02	16883	0.02
	Total	77005	100	74074018	100	74151023	100
Item No. 4 of the Notice (As an Ordinary Resolution) To ratify the remuneration of Cost Auditors for the financial year 2023-24	Votes in favour of the resolution	77004	100	74074007	100	74151011	100
	Votes against the resolution	1	0	11	0	12	0
	Total	77005	100	74074018	100	74151023	100

In calculating percentage, invalid votes and votes abstain have not been taken into account. All the Resolutions stand passed with the requisite majority.

5. I observed that 198 members had cast their votes by remote e-voting and 11 members voted at the meeting.

Thanking you.

Yours faithfully,
For A Y Sathe & Co.,



CS Ajit Sathe
Company Secretary in Whole-time Practice & Scrutinizer
Membership No.: FCS-2899; CP No. 738

Place: Mumbai
Dated: 26th September 2023
UDIN: F002899E001087391
Peer Review Certificate No. is 1585/2021