

Ref. No.: WOCK/SEC/SE/2023-24/039

16<sup>th</sup> August, 2023

<b>BSE Limited</b> Corporate Relations Department P J Towers Dalal Street Mumbai - 400 001  <b>Scrip Code: 532300</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai - 400 051  <b>NSE Symbol: WOCKPHARMA</b>
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Dear Sir/Madam,

**Subject: Disclosure of Voting Results of 24<sup>th</sup> Annual General Meeting (“AGM”) pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the combined voting results of remote e-voting and e-voting during the 24<sup>th</sup> Annual General Meeting of the Company held today i.e. 14<sup>th</sup> August, 2023 along with the Scrutinizer’s Report thereon.

The voting results and Scrutinizer’s Report are also being placed on the Company’s website [www.wockhardt.com](http://www.wockhardt.com) and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Please take the above information on record.

Thanking you,

For **Wockhardt Limited**

**Debashis Dey**  
**Company Secretary**



## VOTING RESULTS

### AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

<b>Voting results</b>	
Record date	07-08-2023
Total number of shareholders on record date	180740
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	12
b) Public	148
<b>No. of resolution passed in the meeting</b>	10

# Regulation 44 of Wockhardt Limited - AGM 14.08.2023

## Resolution No.: 01 - Ordinary Resolutions

### Adoption of Audited Financial Statements:

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2023 together with the Report of the Auditors thereon.

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 poll	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting poll	4178205	3236754	77.4676	3236754	0	100.0000	0.0000
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3236754</b>	<b>77.4676</b>	<b>3236754</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting poll	57760292	3094506	5.3575	3093435	1071	99.9654	0.0346
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094506</b>	<b>5.3575</b>	<b>3093435</b>	<b>1071</b>	<b>99.9654</b>	<b>0.0346</b>
<b>Total</b>		<b>144094573</b>	<b>88487336</b>	<b>61.4092</b>	<b>88486265</b>	<b>1071</b>	<b>99.9988</b>	<b>0.0012</b>

## **Resolution No.: 02 - Ordinary Resolution**

### **Appointment of Director retiring by rotation:**

To appoint a Director in place of Ms. Zahabiya Khorakiwala (DIN: 00102689), who retires from office by rotation and, being eligible, offers herself for re-appointment.

<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]={[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={[4]/[2]}*100</b>	<b>[7]={[5]/[2]}*100</b>
Promoter and Promoter Group	E-Voting	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4178205	3269404	78.2490	493346	2776058	15.0898	84.9102
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>493346</b>	<b>2776058</b>	<b>15.0898</b>	<b>84.9102</b>
Public Non Institutions	E-Voting	57760292	3094186	5.3569	3090663	3523	99.8861	0.1139
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094186</b>	<b>5.3569</b>	<b>3090663</b>	<b>3523</b>	<b>99.8861</b>	<b>0.1139</b>
<b>Total</b>		<b>144094573</b>	<b>88519666</b>	<b>61.4316</b>	<b>85740085</b>	<b>2779581</b>	<b>96.8599</b>	<b>3.1401</b>

## Resolution No.: 03 - Ordinary Resolution

**Ratification of remuneration payable to the Cost Auditors for the Financial Year 2023-24**

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	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4178205	3269404	78.2490	3269404	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>3269404</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	57760292	3094166	5.3569	3092949	1217	99.9607	0.0393
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094166</b>	<b>5.3569</b>	<b>3092949</b>	<b>1217</b>	<b>99.9607</b>	<b>0.0393</b>
<b>Total</b>		<b>144094573</b>	<b>88519646</b>	<b>61.4316</b>	<b>88518429</b>	<b>1217</b>	<b>99.9986</b>	<b>0.0014</b>

## Resolution No.: 04 - Special Resolution

### Appointment of Ms. Amelia Fernandes 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	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4178205	3269401	78.2489	3032145	237256	92.7431	7.2569
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269401</b>	<b>78.2489</b>	<b>3032145</b>	<b>237256</b>	<b>92.7431</b>	<b>7.2569</b>
Public Non Institutions	E-Voting	57760292	3094186	5.3569	3092760	1426	99.9539	0.0461
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094186</b>	<b>5.3569</b>	<b>3092760</b>	<b>1426</b>	<b>99.9539</b>	<b>0.0461</b>
<b>Total</b>		<b>144094573</b>	<b>88519663</b>	<b>61.4316</b>	<b>88280981</b>	<b>238682</b>	<b>99.7304</b>	<b>0.2696</b>

## Resolution No.: 05 - Special Resolution

**Approval for re-appointment of Dr. Huzaifa Khorakiwala (DIN: 02191870) as an Executive Director and Fixation of Remuneration**

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	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4178205	3269404	78.2490	1102776	2166628	33.7302	66.2698
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>1102776</b>	<b>2166628</b>	<b>33.7302</b>	<b>66.2698</b>
Public Non Institutions	E-Voting	57760292	3093088	5.3550	3089489	3599	99.8836	0.1164
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3093088</b>	<b>5.3550</b>	<b>3089489</b>	<b>3599</b>	<b>99.8836</b>	<b>0.1164</b>
<b>Total</b>		<b>144094573</b>	<b>88518568</b>	<b>61.4309</b>	<b>86348341</b>	<b>2170227</b>	<b>97.5483</b>	<b>2.4517</b>

## Resolution No.: 06 - Special Resolution

**Approval for re-appointment of Dr. Murtaza Khorakiwala (DIN: 00102650) as  
Managing Director and Fixation of Remuneration**

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	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4178205	3269404	78.2490	1102776	2166628	33.7302	66.2698
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>1102776</b>	<b>2166628</b>	<b>33.7302</b>	<b>66.2698</b>
Public Non Institutions	E-Voting	57760292	3094186	5.3569	3092187	1999	99.9354	0.0646
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094186</b>	<b>5.3569</b>	<b>3092187</b>	<b>1999</b>	<b>99.9354</b>	<b>0.0646</b>
<b>Total</b>		<b>144094573</b>	<b>88519666</b>	<b>61.4316</b>	<b>86351039</b>	<b>2168627</b>	<b>97.5501</b>	<b>2.4499</b>



## Resolution No.: 07 - Ordinary Resolution

### Approval of Material Related Party Transactions

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	82156076	0	0.0000	0	0	0.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4178205	3269404	78.2490	80977	3188427	2.4768	97.5232
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>80977</b>	<b>3188427</b>	<b>2.4768</b>	<b>97.5232</b>
Public Non Institutions	E-Voting	57760292	3094186	5.3569	3092680	1506	99.9513	0.0487
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094186</b>	<b>5.3569</b>	<b>3092680</b>	<b>1506</b>	<b>99.9513</b>	<b>0.0487</b>
<b>Total</b>		<b>144094573</b>	<b>6363590</b>	<b>4.4163</b>	<b>3173657</b>	<b>3189933</b>	<b>49.8721</b>	<b>50.1279</b>

## **Resolution No.: 08 - Special Resolution**

**Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of Equity Shares or other eligible securities for an amount not exceeding Rs. 1,600 Crore.**

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	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4178205	3269404	78.2490	44305	3225099	1.3551	98.6449
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>44305</b>	<b>3225099</b>	<b>1.3551</b>	<b>98.6449</b>
Public Non Institutions	E-Voting	57760292	3094186	5.3569	3092115	2071	99.9331	0.0669
	poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094186</b>	<b>5.3569</b>	<b>3092115</b>	<b>2071</b>	<b>99.9331</b>	<b>0.0669</b>
<b>Total</b>		<b>144094573</b>	<b>88519666</b>	<b>61.4316</b>	<b>85292496</b>	<b>3227170</b>	<b>96.3543</b>	<b>3.6457</b>

## Resolution No.: 09 - Special Resolution

**To re-confirm authority to the Board to approve Borrowings upto Rs. 3,000 Crore**

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 poll	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting poll	4178205	3269404	78.2490	82831	3186573	2.5335	97.4665
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>82831</b>	<b>3186573</b>	<b>2.5335</b>	<b>97.4665</b>
Public Non Institutions	E-Voting poll	57760292	3094186	5.3569	3091970	2216	99.9284	0.0716
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094186</b>	<b>5.3569</b>	<b>3091970</b>	<b>2216</b>	<b>99.9284</b>	<b>0.0716</b>
<b>Total</b>		<b>144094573</b>	<b>88519666</b>	<b>61.4316</b>	<b>85330877</b>	<b>3188789</b>	<b>96.3976</b>	<b>3.6024</b>

## Resolution No.: 10 - Special Resolution

To approve creation of charge on assets 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 poll	82156076	82156076	100.0000	82156076	0	100.0000	0.0000
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>82156076</b>	<b>100.0000</b>	<b>82156076</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting poll	4178205	3269404	78.2490	80977	3188427	2.4768	97.5232
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3269404</b>	<b>78.2490</b>	<b>80977</b>	<b>3188427</b>	<b>2.4768</b>	<b>97.5232</b>
Public Non Institutions	E-Voting poll	57760292	3094206	5.3570	3091990	2216	99.9284	0.0716
			0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3094206</b>	<b>5.3570</b>	<b>3091990</b>	<b>2216</b>	<b>99.9284</b>	<b>0.0716</b>
<b>Total</b>		<b>144094573</b>	<b>88519686</b>	<b>61.4317</b>	<b>85329043</b>	<b>3190643</b>	<b>96.3956</b>	<b>3.6044</b>

# Virendra Bhatt

Company Secretary

Office :

Office No.: 03, A Wing, 9th Floor,  
Pinnacle Corporate Park,  
BKC CST Link Rd., MMRDA Area,  
Bandra Kurla Complex,  
Bandra East, Mumbai - 400 051

Tel.: 022 - 2652 9367 / 68

Mobile No.: +91 98200 48670

Email : bhattvirendra1945@yahoo.co.in

## Consolidated Scrutinizer's Report

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

To,  
Wockhardt Limited  
D-4 MIDC, Chikalthana,  
Aurangabad - 431006,  
Maharashtra, India.

Dear Sir / Madam,

1. I, Virendra G. Bhatt, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Wockhardt Limited** ("the Company") (CIN: L24230MH1999PLC120720) for the Twenty-Fourth (24<sup>th</sup>) Annual General Meeting of the Equity Shareholders of the Company held on Monday, 14<sup>th</sup> August, 2023 at 03:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the Notice dated 18<sup>th</sup> July, 2023 ("**Notice**"), issued in accordance with the Circulars issued by the Ministry of Corporate Affairs ("**MCA**"), Government of India (hereinafter referred to as "**MCA Circulars**") and the Securities and Exchange Board of India (hereinafter referred to as "**the SEBI Circulars**"), calling the Annual General Meeting of the Equity Shareholders ("**the Meeting**" / "**AGM**") through VC / OAVM.
2. The said appointment as Scrutinizer has been in accordance with the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("**LODR**"). As the Scrutinizer, I had to scrutinize:



- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
- (ii) process of e-voting at the AGM through electronic voting system.

### **Management's Responsibility**

3. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; (iii) the SEBI Circulars; and (iv) LODR relating to e-voting on the resolutions contained in the Notice calling the AGM. The Management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **Scrutinizer's Responsibility**

4. My responsibility as a scrutinizer was restricted to scrutinize the voting process (i.e. remote e-voting and e-voting at the AGM) in a fair and transparent manner and to prepare Consolidated Scrutinizer's report of the votes cast "*in favour*" or "*against*" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("**NSDL**"), the agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendance papers / documents furnished to me / my authorized representative electronically by the Company and / or Registrar and Share Transfer Agent ("**RTA**") for my verification.

### **Cut-off date**

5. The Equity Shareholders of the Company as on the cut-off date, as set out in the Notice, i.e., Monday, 07<sup>th</sup> August, 2023 were entitled to vote on the resolutions (Item Nos. 01 to 10 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid up equity share capital of the Company as on the cut-off date.
6. **E-voting at the AGM**
  - i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting ("**e-votes**") was locked by NSDL under my instructions.
  - ii. The e-votes cast at the Meeting were unblocked on Monday, 14<sup>th</sup> August, 2023 after the conclusion of the AGM.



- iii. The e-votes were reconciled with the records maintained by the Company / RTA and the authorizations lodged with me / the Company / NSDL.

#### 7. Remote e-voting process

- i. The remote e-voting period remained open from Friday, 11<sup>th</sup> August, 2023 (09:00 a.m. IST) to Sunday, 13<sup>th</sup> August, 2023 (05:00 p.m. IST).
- ii. The votes cast during the remote e-voting were unblocked on Monday, 14<sup>th</sup> August, 2023 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Yashlika Mhatre and Ms. Shriya N. Gham, who are not in the employment of the Company and / or NSDL. They have signed below in confirmation of the same.



Ms. Yashlika Mhatre



Ms. Shriya N. Gham

- iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://https://www.evoting.nsdl.com/>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and voting at the Meeting, based on the report generated by NSDL, scrutinized on test-check basis, and relied upon by me as under:



**ORDINARY BUSINESS:**

**Item No.: 01 – Ordinary Resolutions**

**Adoption of Audited Financial Statements:**

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2023 together with the Report of the Auditors thereon.

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	337	88486265	99.9988	3	1071	0.0012	32670

**Item No.: 2 - Ordinary Resolution**

**Appointment of Director retiring by rotation:**

To appoint a Director in place of Ms. Zahabiya Khorakiwala (DIN: 00102689), who retires from office by rotation and, being eligible, offers herself for re-appointment.

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	285	85740085	96.8599	56	2779581	3.1401	340





**SPECIAL BUSINESS:**

**Item No.: 3 - Ordinary Resolution**

**Ratification of remuneration payable to the Cost Auditors for the Financial Year 2023-24.**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	330	88518429	99.9986	7	1217	0.0014	360

**Item No.: 4 - Special Resolution**

**Appointment of Ms. Amelia Fernandes (DIN: 08821072) as an Independent Director of the Company.**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	322	88280981	99.7304	22	238682	0.2696	343



**Item No.: 5 - Special Resolution**

**Approval for re-appointment of Dr. Huzaifa Khorakiwala (DIN: 02191870) as an Executive Director and Fixation of Remuneration.**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	297	86348341	97.5483	44	2170227	2.4517	1438

**Item No.: 6 - Special Resolution**

**Approval for re-appointment of Dr. Murtaza Khorakiwala (DIN: 00102650) as Managing Director and Fixation of Remuneration.**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	300	86351039	97.5501	42	2168627	2.4499	340

**Item No.: 7 - Ordinary Resolution**

**Approval of Material Related Party Transactions.**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	271	3173657	49.8721	51	3189933	50.1279	82156416



**Item No.: 8 - Special Resolution**

**Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of Equity Shares or other eligible securities for an amount not exceeding Rs. 1,600 Crore.**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	290	85292496	96.3543	50	3227170	3.6457	340

**Item No.: 9 - Special Resolution**

**To re-confirm authority to the Board to approve Borrowings upto Rs. 3,000 Crore**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	289	85330877	96.3976	51	3188789	3.6024	340

**Item No.: 10 - Special Resolution**

**To approve creation of charge on assets of the Company**

**Voting Results:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes / Abstain from voting
	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of Members who voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of votes
E-Voting	289	85329043	96.3956	52	3190643	3.6044	320



*[Handwritten signature]*

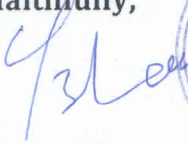

9. All the Resolutions mentioned in Notice of the 24<sup>th</sup> Annual General Meeting as per the details given above stand passed with requisite majority **except Resolution No.: 07 which was not approved by the Members.**
10. The electronic data and all other relevant records relating to voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
11. This report is issued in accordance with the terms of the Engagement Letter.

#### **Restriction on Use**

12. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company, (iii) placing at the Registered Office of the Company and (iv) placing on website of Depositories. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**Thanking You,**

**Yours faithfully,**

**Virendra G. Bhatt**

Practicing Company Secretary

ACS No.: 1157 / COP No.: 124

Peer Review Cert. No.: 1439/2021

**Date: 16<sup>th</sup> August, 2023**

**Place: Mumbai**

**UDIN: A001157E000809272**

Counter Signed by:  
**For Wockhardt Limited**