

Ref. No.: WOCK/SEC/SE/2024-25/26

28<sup>th</sup> June, 2024

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

**Subject: Disclosure of Scrutinizers Report on Voting Results of 25<sup>th</sup> Annual General Meeting (“AGM”)**

We enclose herewith the Scrutinizer’s Report on the voting results of remote e-voting and e-voting during the 25<sup>th</sup> Annual General Meeting of the Company held today i.e. 28<sup>th</sup> June, 2024.

The Scrutinizer’s Report is 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**

**Rashmi Mamtura**  
**Company Secretary**

# Virendra Bhatt

Practicing Company Secretary

Office:

Office No. 03, A Wing, 9<sup>th</sup> Floor,  
Pinnacle Corporate Park  
BKC CST Link Rd., MMRDA Area,  
Bandra Kurla Complex,  
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## 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,  
The Chairman  
**Wockhardt Limited**  
D-4 MIDC, Chikalthana,  
Aurangabad- 431006,  
Maharashtra, India.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Twenty-Fifth Annual General Meeting of Wockhardt Limited held on Friday, 28<sup>th</sup> June, 2024 at 11.00 a.m. (IST) through video conferencing ("VC") / other audio visual means ("OAVM").**

I, Virendra G. Bhatt, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Wockhardt Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Twenty-Fifth Annual General Meeting ("AGM") of Wockhardt Limited on Friday, 28<sup>th</sup> June, 2024 at 11.00 a.m. (IST) through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated 28<sup>th</sup> May, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Tuesday, 25<sup>th</sup> June, 2024 at 9.00 a.m. (IST) and ended on Thursday, 27<sup>th</sup> June, 2024 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, 21<sup>st</sup> June, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

**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, 2024 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, 2024 together with the Report of the Auditors thereon.**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members who voted	No. of votes cast by them	% age	No. of members who voted	No. of votes cast by them	% age
E-Voting	562	99642137	99.8667%	14	133009	0.1333%

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

**Appointment of Director retiring by rotation:**

**To appoint a Director in place of Dr. Huzaifa Khorakiwala (DIN: 02191870), who retires from office by rotation and being eligible, offers himself for re-appointment:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	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
E-Voting	549	99128793	99.3250%	28	673688	0.6750%

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

**Appointment of M/s. M S K C & Associates, Chartered Accountants as Statutory Auditors of the Company and Fixation of Remuneration:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	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
E-Voting	553	99667401	99.8648%	23	134931	0.1352%

**SPECIAL BUSINESS:**

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

**Ratification of remuneration payable to the Cost Auditors for the Financial Year 2024-25:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	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
E-Voting	558	99799434	99.9969%	19	3047	0.0031%

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

**Approval of Material Related Party Transactions:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	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
E-Voting	475	11796598	58.8557%	83	8246643	41.1443%

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

**Re-appointment of Dr. Habil Khorakiwala (DIN: 00045608) as an Executive Chairman and Fixing of his Remuneration:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	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
E-Voting	<b>483</b>	<b>91845750</b>	<b>92.0276%</b>	<b>94</b>	<b>7956582</b>	<b>7.9724%</b>

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

**Appointment of Amb. Ahmad Javed (DIN: 08668304) as an Independent Director of the Company:**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	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
E-Voting	<b>548</b>	<b>99797580</b>	<b>99.9949%</b>	<b>29</b>	<b>4901</b>	<b>0.0051%</b>

**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 ₹ 1,000 Crore**

**Voted in favour of the resolution and voted against the resolution:**

Manner of Voting	Votes in favour of the resolution			Votes against the resolution		
	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
E-Voting	<b>546</b>	<b>99156305</b>	<b>99.3523%</b>	<b>36</b>	<b>646376</b>	<b>0.6477%</b>

**Thanking You,**

**Yours faithfully,**

Virendra  
Gunvantrai  
Bhatt

Digitally signed by  
Virendra Gunvantrai  
Bhatt  
Date: 2024.06.28  
18:48:57 +05'30'

**Virendra G. Bhatt**

Practicing Company Secretary

ACS No.: 1157 / COP No.: 124

Peer Review Cert. No.: 1439/2021

**Date: 28<sup>th</sup> June, 2024**

**Place: Mumbai**

**UDIN: A001157F000634427**

**Counter Signed by:**  
**For Wockhardt Limited**

Rashmi Dinesh  
Mamtura

Digitally signed by Rashmi Dinesh  
Mamtura  
Date: 2024.06.28 18:50:11 +05'30'