

June 09, 2022

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

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

Ref: Scrip Code: 532296

Ref: Scrip Name: GLENMARK

Dear Sir,

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 14th May, 2022. The Results of the Postal Ballot were declared on 14th May, 2022.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Glenmark Pharmaceuticals Limited



Harish Kuber
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 PHARMACEUTICALS LIMITED ON SATURDAY, 14TH MAY, 2022, RESULTS OF WHICH WERE DECLARED ON SATURDAY, 14TH MAY, 2022

The notice of postal ballot dated 07th April, 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 13th April, 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, 8th April, 2022.

The Board of Directors at its meeting held on 07th April, 2022, appointed Mr. Surjan Singh Rauthan (FCS 4807: COP 3233), Practicing Company Secretary, as the Scrutinizer for conducting 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 Saturday, 14th May, 2022 (being the last date fixed for e-voting), Mr. Surjan Singh Rauthan, Scrutinizer submitted his report on Saturday, 14th May, 2022. The extract of the report is given below:

Item no. 1:

Ordinary Resolution:

To approve re-appointment of Mr. Glenn Saldanha (DIN: 00050607) as the Chairman & Managing Director

Total number of shareholders on record date (cut-off date- April 08, 2022)		3,14,368			
Total no. of shares		28,21,68,156			
E-voting as per postal ballot notice		From Friday, April 15, 2022 at 9:00 a.m. IST and end on Saturday, May 14, 2022 at 5:00 p.m. IST.			
Sl. No.	Particulars	Number of votes	Number of shares	% of total paid up equity capital	% of votes polled
A	Total votes cast through e-voting	1,174	214838740	76.1385	100.00
B	Less: Invalid e-voting (abstained/less voted)* refer note below	32	232360	0.0823	0.1082
C	Net e-voting (A-B)	1,142	214606380	76.0562	99.8919

*** NOTE:**

i) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot.

ii) A vote cast in favour or against is calculated based on the valid votes cast through Remote e-voting.

iii) One member cast partially in favour and partially against the resolution.

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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	131617687	131617687	100.0000	131617687	0	100.0000	0
	Postal Ballot		0	0	0	0	0	0
	Total		131617687	100	131617687	0	100	0
Public Institutions	E-Voting	98823169	82782581	83.7684	26751311	56031270	32.3151	67.6848
	Postal Ballot		0	0	0	0	0	0
	Total		82782581	83.7684	26751311	56031270	32.3151	67.6848
Public Non Institutions	E-Voting	51727300	206112	0.3985	194382	11730	94.3089	5.6910
	Postal Ballot		0	0	0	0	0	0
	Total		206112	0.3985	194382	11730	94.3089	5.6910
Total		282168156	214606380	76.0562	158563380	56043000	73.8857	26.1143

Percentage of votes cast in favour: 73.8857

Percentage of votes cast against: 26.1143

Item no. 2:

Ordinary Resolution:

To approve re-appointment of Mrs. Cherylann Pinto (DIN: 00111844) as an Executive Director

Total number of shareholders on record date (cut-off date- April 08, 2022)		3,14,368			
Total no. of shares		28,21,68,156			
E-voting as per postal ballot notice		From Friday, April 15, 2022 at 9:00 a.m. IST and end on Saturday, May 14, 2022 at 5:00 p.m. IST.			
Sl. No.	Particulars	Number of votes	Number of shares	% of total paid up equity capital	% of votes polled
A	Total votes cast through e-voting	1,174	214838740	76.1385	100.0000
B	Less: Invalid e-voting (abstained/less voted)* refer note below	32	234354	0.0831	0.1091
C	Net e-voting (A-B)	1,142	214604386	76.0555	99.8909

*** NOTE:**

i) Votes cast in favour or against has been considered on the basis of number of shares held as on the cut-off date reckoned for the purpose of postal ballot.

ii) A vote cast in favour or against is calculated based on the valid votes cast through Remote e-voting.

iii) One member cast partially in favour and partially against the resolution.

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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	131617687	131617687	100	131617687	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		131617687	100	131617687	0	100.0000	0
Public Institutions	E-Voting	98823169	82782581	83.7684	31345931	51436650	37.8653	62.1346
	Postal Ballot		0	0	0	0	0	0

	Total		82782581	83.7684	31345931	51436650	37.8653	62.1346
Public Non Institutions	E-Voting	51727300	204118	0.3946	193241	10877	94.6712	5.3287
	Postal Ballot		0	0	0	0	0	0
	Total		204118	0.3946	193241	10877	94.6712	5.3287
Total		282168156	214604386	76.0555	163156859	51447527	76.0268	23.9732

Percentage of votes cast in favour: 76.0268

Percentage of votes cast against: 23.9732

After receiving the Scrutinizer's Report and as per the authority granted under the Board resolution dated 07th April, 2022, the E-voting result of the Postal Ballot were declared on Saturday, 14th May, 2022. The resolution at item no. 1 and 2 in the Notice, were approved with requisite majority and deemed to have been passed on Saturday, 14th May, 2022 (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.glenmarkpharma.com

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

RESOLUTION NO. 1:

Re-appointment of Mr. Glenn Saldanha as the Chairman & Managing Director:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the Act) read with Schedule V of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded to the re-appointment of Mr. Glenn Saldanha (DIN 00050607) as the Chairman & Managing Director of the Company for a period of 5 (Five) years with effect from 16 May 2022 on a remuneration to be paid and provided and on the terms and conditions 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 within the limits provided under this resolution as mentioned in the explanatory statement attached hereto and subject to the limits laid down in Section 197 and all other applicable provisions of the Act including any statutory modification(s) and/or re-enactment(s) 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 the requisite approvals, if any, being obtained.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the appointee, the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals, if any, pay to the appointee, the remuneration being paid as the minimum remuneration by way of salary, perquisites and other allowances and benefits and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of Part II of Schedule V of the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

RESOLUTION NO. 2:

Re-appointment of Mrs. Cherylann Pinto as an Executive Director:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the Act) read with Schedule V of Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded to the re-appointment of Mrs. Cherylann Pinto (DIN 00111844) as an Executive Director in the whole-time employment of the Company and designated as Executive Director – Corporate Services for a period of 5 (Five) years with effect from 16 May, 2022 on a remuneration to be paid and provided and on the terms and conditions 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 within the limits provided under this resolution as mentioned in the explanatory statement attached hereto and subject to the limits laid down in Section 197 and all other applicable provisions of the Act including any statutory modification(s) and re-enactment(s) 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 the requisite approvals, if any, being obtained.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the appointee, the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals, if any, pay to the appointee, the remuneration being paid as the minimum remuneration by way of salary, perquisites and other allowances

and benefits and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of Part II of Schedule V of the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

Sd/-

Chairman

Minutes entered on: May 27, 2022

Certified True Copy



Harish Kuber

Company Secretary & Compliance Officer