



23<sup>rd</sup> June 2022

The Secretary,  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai 400 001

The Secretary,  
The National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra East,  
Mumbai 400 050

## Results of Postal Ballot

Dear Sirs

This is further to our letters dated 27<sup>th</sup> April 2022, 13<sup>th</sup> May 2022 and 23<sup>rd</sup> May 2022, whereby we had submitted the Postal Ballot Notice for seeking approval of the Members of the Company by way of Ordinary Resolutions for appointment of Mr. Rodolfo Hrosz as Additional Director and Managing Director of the Company.

In this regard, please note that Mr. Makarand M. Joshi, Partner at M/s Makarand M. Joshi & Co., Practicing Company Secretaries, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on 22<sup>nd</sup> June 2022. In accordance with the said Report, the Members of the Company have approved the Ordinary Resolution as embodied in the Postal Ballot Notice dated 26<sup>th</sup> April 2022, for appointment of Mr. Rodolfo Hrosz as Additional Director and Managing Director of the Company with a majority of votes as detailed under:

Particulars	Appointment of Mr. Rodolfo Hrosz as Additional Director	Appointment of Mr. Rodolfo Hrosz as Managing Director
Votes in favour of the resolution (%)	98.79	91.05
Votes against of the resolution (%)	1.21	8.95

Please find enclosed:

1. Voting results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, signed by the Chairman.
2. Report of Scrutinizer dated 22<sup>nd</sup> June 2022.

Please take the above information on record.

## For Sanofi India Limited

**Radhika Kartik Shah**  
Digitally signed by Radhika Kartik Shah  
Date: 2022.06.23 16:05:41 +05'30'

**Radhika Shah**  
**Company Secretary & Compliance Officer**  
**Membership No: A19308**

## Results of Postal Ballot as per Regulation 44(3) of Listing Regulations

Name of Comoany	Sanofi India Limited
Date of Postal Ballot Notice	26 <sup>th</sup> April 2022
Voting Start Date	24 <sup>th</sup> May 2022
Voting end date	22 <sup>nd</sup> June 2022
Total number of members as of record date	66,007
Number of members present in the meeting either in person or proxy	Not applicable
Promoter and Promoter Group	Not applicable
Public	Not applicable
Number of members present through Video-Conferencing	Not applicable
Promoter and Promoter Group	Not applicable
Public	Not applicable

Results of Postal Ballot is given as under:

1 - Appointment of Mr. Rodolfo Hrosz (DIN: 09609832) as a Director

Resolution Required : (Ordinary)		1 - Appointment of Mr. Rodolfo Hrosz (DIN : 09609832) as a Director						
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	13909587	13909587	100.0000	13909587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13909587</b>	<b>100.0000</b>	<b>13909587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	6308290	5752937	91.1965	5510536	242401	95.7865	4.2135
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5752937</b>	<b>91.1965</b>	<b>5510536</b>	<b>242401</b>	<b>95.7865</b>	<b>4.2135</b>
Public Non Institutions	E-Voting	2812745	366167	13.0181	365783	384	99.8951	0.1049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>366167</b>	<b>13.0181</b>	<b>365783</b>	<b>384</b>	<b>99.8951</b>	<b>0.1049</b>
<b>Total</b>		<b>23030622</b>	<b>20028691</b>	<b>86.9655</b>	<b>19785906</b>	<b>242785</b>	<b>98.7878</b>	<b>1.2122</b>

Resolution Required : (Ordinary)		2 - Appointment of Mr. Rodolfo Hrosz as Managing Director						
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	13909587	13909587	100.0000	13909587	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13909587</b>	<b>100.0000</b>	<b>13909587</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	6308290	5752937	91.1965	3960092	1792845	68.8360	31.1640
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5752937</b>	<b>91.1965</b>	<b>3960092</b>	<b>1792845</b>	<b>68.8360</b>	<b>31.1640</b>
Public Non Institutions	E-Voting	2812745	366157	13.0178	365712	445	99.8785	0.1215
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>366157</b>	<b>13.0178</b>	<b>365712</b>	<b>445</b>	<b>99.8785</b>	<b>0.1215</b>
<b>Total</b>		<b>23030622</b>	<b>20028681</b>	<b>86.9654</b>	<b>18235391</b>	<b>1793290</b>	<b>91.0464</b>	<b>8.9536</b>

For Sanofi India Limited

CHAIRMAN

# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 8<sup>th</sup> Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 022-21678100

### Report of Scrutinizer for Voting on Postal Ballot

To  
The Chairman  
**Sanofi India Limited**  
Sanofi House, 117-B, L&T Business Park,  
Saki Vihar Road, Powai, Mumbai- 400072

Dear Sir,

### Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014.

- A. Pursuant to the resolution passed by the Board of Directors of Sanofi India Limited (hereinafter referred as "the Company") on April 26, 2022, I, Mr. Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Company Secretaries, or failing him Ms. Kumudini Bhalerao, Partner at M/s Makarand M. Joshi & Co., Practicing Company Secretaries have been appointed as a Scrutinizer for vote casted through electronic mean for the postal ballot process and the votes cast in respect of the Resolutions set out in the Postal Ballot Notice dated April 26, 2022 ("Notice").
- B. Member's approval was sought for Special Businesses i.e.
1. Appointment of Mr. Rodolfo Hrosz (DIN: 09609832) as a Director;
  2. Appointment of Mr. Rodolfo Hrosz as Managing Director.
- C. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice and explanatory statement along with the process of E-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company for communication purposes in compliance with MCA Circulars No.14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June 23, 2021 and No. 20/2021 dated December 08, 2021 and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement on Monday, May 23, 2022 whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, May 13, 2022 ("cut-off-date").
- D. The remote e-voting facility was provided by Central Depository Services (India) Limited ('CDSL').



- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said MCA Circulars.
- F. The voting period commenced on Tuesday, 24<sup>th</sup> May 2022, IST at 9.00 A.M. and ended on Wednesday, 22<sup>nd</sup> June 2022 IST at 5.00 P.M. (IST) for voting through electronic mode.
- G. The e-voting were blocked at 5:00 p.m. (IST) on Wednesday, 22<sup>nd</sup> June 2022 and the e-voting summary statement was downloaded from e-voting website of Central Depository Services (India) Limited.
- H. The register, in accordance with Rule 20 (4)(xiv) and Rule 22 (10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.



Result of the Postal Ballot through e-voting is as under:

Resolution Item No. 1: Ordinary Resolution

Appointment of Mr. Rodolfo Hrosz (DIN: 09609832) as a Director

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 through Postal Ballot	13909587	13909587	100.00	13909587	0	100.00	0.00
Public Institutions		6308290	5752937	91.20	5510536	242401	95.79	4.21
Public Non-Institutions		2812745	366167	13.02	365783	384	99.90	0.10
Total		23030622	20028691	86.97	19785906	242785	98.79	1.21

The aforesaid resolutions were passed by requisite majority.



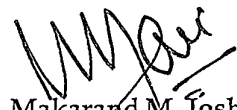
**Resolution Item No. 2: Ordinary Resolution**

Appointment of Mr. Rodolfo-Hrosz (DIN: 09609832) as Managing Director

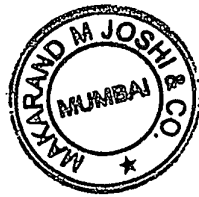
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E - Voting through Postal Ballot	13909587	13909587	100.00	13909587	0	100.00	0.00
Public Institutions		6308290	5752937	91.20	3960092	1792845	68.84	31.16
Public Non-Institutions		2812745	366157	13.02	365712	445	99.88	0.12
Total		23030622	20028681	86.97	18235391	1793290	91.05	8.95

The aforesaid resolutions were passed by requisite majority.

For Makarand M. Joshi & Co.,  
Company Secretaries

  
Makarand M. Joshi  
Partner

FCS No: 5533  
CP No. 3662  
PR: 640/2019  
UDIN: F005533D000520487  
Place: Mumbai  
Date: 22-06-2022



For Sanofi India Limited

Radhika  
Kartik Shah

Digitally signed by Radhika Kartik Shah  
Date: 2022.06.23 15:40:44 +05'30'

Ms. Radhika Shah  
Company Secretary and Compliance Officer  
(Authorized Representative)  
Place: Mumbai  
Date: