

September 26, 2022

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

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

Ref: Scrip Code: 543322

Ref: Scrip Name: GLS

Dear Sirs,

Sub: Proceedings and Scrutinizer's Report of the 11th Annual General Meeting (AGM) of Glenmark Life Sciences Limited ('the Company') held on September 26, 2022

The 11th AGM of the Company was held on Monday, September 26, 2022 at 2.00 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the webcast facility was provided to the members.

In this regards, please find enclosed the following:

1. Summary of the proceedings of the AGM of the Company as required under Regulation 30, Para A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. ('Listing Regulations') - **Annexure A.**
2. Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 of today's date - **Annexure B.** The Scrutinizer's Report is made available on the Company's website at www.glenmarklifesciences.com
3. Voting results of the business transacted at the AGM, as required under Regulation 44 (3) of the Listing Regulations is being filed in XBRL Mode.

This is for your Information and records.

Thanking You,

Yours Faithfully,

For Glenmark Life Sciences Ltd.

Rudalf Corriea
Company Secretary & Compliance Officer
Encl: As above

Glenmark Life Sciences Limited

Corporate Office: 4th Floor, OIA House, 470, Cardinal Gracious Road, Andheri (E), Mumbai 400 099, India.

Registered Office: Plot No. 170-172, Chandramouli Industrial Estate, Mohol Bazarpath, Solapur - 413 213, India.

T: 91 22 68297979 CIN: L74900PN2011PLC139963 E: complianceofficer@glenmarklifesciences.com W: www.glenmarklifesciences.com

Annexure A**Summary of Proceedings of the 11th Annual General Meeting**

The 11th Annual General Meeting ('AGM') of the members of Glenmark Life Sciences Limited ('the Company') was held on Monday, September 26, 2022 at 2:00 p.m. (IST) via Video Conferencing ('VC')/OVAM. In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the webcast facility was also provided to the shareholders. The said AGM commenced at 2.00 p.m. and concluded at 3.31 p.m.

Mr. Glenn Saldanha, Chairman & Non-Executive Director presided over the meeting and welcomed the Members and Directors participating through video conference. The representatives of M/s. Walker Chandiook & Co LLP, Chartered Accountants and Bhadresh Shah & Associates, Practicing Company Secretary and Scrutinizers, were also present at the Meeting through VC.

The requisite quorum being present, the Chairman called the Meeting to order. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman delivered his speech covering broadly journey so far and road map for the Business and requested Dr. Yasir Rawjee, Managing Director & CEO to take through the Company's Performance and opportunities for future growth.

Dr. Yasir Rawjee, Managing Director & CEO addressed the members on business performance, Key Elements, Resilience and value creation, Challenges and opportunities for future growth.

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting. He also informed that the remote e-voting facility was also made at the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

The Company Secretary further informed about the appointment of Mr. Bhadresh Shah, Practicing Company Secretary as the Scrutinizer to conduct the e-voting process in a fair and transparent manner pursuant to the provisions of section 109 of the Companies Act, 2013.

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The following resolutions set out in the Notice convening the AGM were put to vote by remote e-voting and remote e-voting at the Meeting:

Res. No.	Resolution
Ordinary Business	
1	To receive, consider, approve and adopt the Audited Financial Statements for the Financial Year ended 31 March 2022 together with the reports of the Board and Auditors thereon
2	To declare Final dividend on Equity Shares
3	To appoint a Director in place of Mr. Sumantra Mitra (DIN 08748014) who retires by rotation and being eligible, offers himself for re-appointment as per Section 152(6) of the Companies Act, 2013
4	Ratification of the appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (ICAI Firm Registration No. 001076N) as Statutory Auditors
Special Business	
5	To ratify remuneration of the cost auditor for the financial year ending 31 March 2023
6	To approve Material Related Party Transactions with Glenmark Pharmaceuticals Limited

Dr. Yasir Rawjee, Managing Director & CEO then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice. Company had received requests from 8 members to speak during the AGM. After giving sufficient time to all the speaker members, Dr. Yasir Rawjee, Managing Director & CEO appropriately responded to the queries raised by them.

Dr. Yasir Rawjee further informed the Members that the combined results of the remote e-voting before as well as remote e-voting during the AGM would be announced at earliest but within the statutory time permitted under the Law and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the websites of the Company.

Dr. Yasir Rawjee then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for 30 minutes to enable the members to cast their vote. Upon completion of the e-voting process the Meeting was declared as closed.

Yours faithfully,
For Glenmark Life Sciences Limited

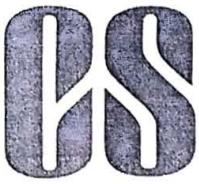
Rudalf Corriea
Company Secretary & Compliance Officer

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Bhadresh Shah and Associates

Practicing Company Secretary

Mem. No - A23847, COP No. - 15957

PR Certificate No.: 1917/2022

- ⑥ 21, Hasan Ali Building, 3rd Floor,
Jijobhoy Dadabhai Lane,
Mumbai - 400001
- ⑥ +91 - 992 044 0720
- ⑥ esbhadreshshah@gmail.com

SCRUTINIZER'S REPORT

To,

Mr. Glenn Saldanha,

The Chairman of 11th Annual General Meeting (AGM) of Glenmark Life Sciences Limited (hereinafter referred to as the "Company") held on Monday, September 26, 2022 at 2.00 p.m. through Video Conferencing.

Dear Sir,

Re: Consolidated Scrutinizer's Report on Voting done by the Equity Shareholders at Eleventh Annual General Meeting (AGM) of Glenmark Life Sciences Limited ("the Company") held on September 26, 2022.

1. I, **Bhadresh Shah**, proprietor of **M/s Bhadresh Shah and Associates, Practicing Company Secretary**, had been appointed as the Scrutinizer by the Board of Directors of Company for the purpose of Scrutinizing the process of voting to be done by way of remote e-voting and e-voting done at the AGM of the Company on resolutions as mentioned in **Annexure – 'A'**.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and meeting being conducted in consonance of General Circular No. 14/2020 dated 8 April 2020, General Circular No. 17/2020 dated 13 April 2020, General Circular No. 20/2020 dated 5 May 2020, General Circular No. 02/2021 dated 13 January 2021, General Circular No. 21/2021 dated 14 December 2021 and General Circular No. 02/2022 dated 5 May 2022 issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular Nos. SEBI/ HO/CFD/CMD1CIR/P/2020/79 dated 12 May 2020, SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated 15 January 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May 2022 issued by the Securities and Exchange Board of India ('SEBI Circulars') and all other relevant circulars issued from time to time permitting the holding of Annual General Meeting through Video Conference (VC) or Other Audio-Visual Means (OAVM) without the physical presence of Members at a common venue and any other applicable provisions of the Act.

Management Responsibility

3. The Management of the Company is responsible to ensure the compliance with the requirements of the (i) Act and the Rules made thereunder and (ii) the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 (LODR) relating to voting through electronic means on the resolutions contained in the Notice calling Annual General Meeting.





Scrutinizer Responsibility

1. My responsibility as the Scrutinizer for the e-voting process (Remote e-voting and e-voting during the meeting) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by National Security Depository Limited (NSDL) e-voting system, the authorised agency to provide e-voting facilities, engaged by the Company.

2. **I submit my report as under:**

- a) The Notice of the Eleventh Annual General Meeting dated Thursday, August 4, 2022, along with the Annual Report for the Financial Year 2021-22 as required under the provisions of Companies Act, 2013 and applicable SEBI Regulations was mailed on Tuesday, August 30, 2022, to all its Shareholders whose names appeared on the Register of Members / List of Beneficial Owners as on as Friday, August 26, 2022.
- b) The Company had issued Public Notice regarding dispatch of Notice of Eleventh AGM in Financial Express (English Newspaper) on Thursday, September 1, 2022 and in Loksatta (Regional Language Newspaper) on Thursday, September 1, 2022.
- c) The Shareholders holding shares of the Company in Dematerialized form as on the cut - off date i.e. Monday, September 19, 2022 were entitled to vote on the proposed resolutions as set out in the Notice of AGM.
- d) The Company had provided e-voting facility and video conferencing facility to its Shareholders and had engaged the services of National Security Depository Limited (NSDL) e-Voting system for this purpose.
- e) The remote e-Voting period commenced on Friday, September 23, 2022, IST 09:00 a.m. and ended on Sunday, September 25, 2022, IST 05:00 p.m. The e-voting was also made available during the AGM.
- f) All the e-votes casted by means of remote e-voting up to IST 5:00 P.M. on Sunday, September 25, 2022 i.e. the last date and time fixed by the Company for remote e-voting and E-votes as casted during the meeting were considered for my Scrutiny.
- g) The Final Report of the E-voting was downloaded after thirty minutes of the conclusion of the AGM in presence of two witnesses, who are not in the employment of the Company.
- h) Since the meeting was held through video conferencing, no poll papers were cast.





Bhadresh Shah and Associates

Practicing Company Secretary

Mem. No - A23847, COP No - 15957
PR Certificate No - 1917/2022

21, 1st Floor, 1st Stage,
Jyoti Vihar, Vashi,
Mumbai - 400 709
Tel - 022 2544 1177
E - bhadrshah@bsa.com

- i) The consolidated results of the remote e-voting and e-voting during the AGM is given in the **Annexure – 'A'**.
- j) Since the votes cast FOR the resolutions exceed number of votes cast AGAINST the resolutions by requisite majority as per attached **Annexure – 'A'**, all the resolutions are considered to be duly passed.
- k) The Particulars of all Votes casted by way of E-voting via Report generated from NSDL have been entered in a Register separately maintained for the purpose.
- l) The relevant records will be handed over to the Company Secretary for safe keeping.
- m) You are requested to declare the Voting Results as per attached **Annexure – 'A'** to the Shareholders of the Company.
- n) The attendance details for the 11th Annual General Meeting are as follows:

Date of the AGM: September 26, 2022

Total number of shareholders on record date: September 19, 2022 – No. of Shareholders – 2,33,511 (Two Lakhs Thirty Three Thousand Five Hundred and Eleven)

No of Shareholders who attended the AGM: 73

**For Bhadresh Shah and Associates
Practicing Company Secretary**



Bhadresh Shah
Proprietor
Membership No.
C. P No. 15957
PRC No.1917/2022
UDIN: A023847D001050147

End: a/a
Date: September 26, 2022
Place: Mumbai



Countersigned by:
For **Glenmark Life Sciences Limited**


Rudolf Corriea
Company Secretary & Compliance Officer

Annexure - 'A'

Resolution Required : (Ordinary)			1. To receive, consider, approve and adopt the Audited Financial Statements for the Financial Year ended 31 March 2022 together with the reports of the Board and Auditors thereon.					
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	1015,12,750	1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000
Public Institutions	E-Voting	88,74,217	77,31,600	87.1243	77,31,600	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		77,31,600	87.1243	77,31,600	0	100.0000	0.0000
Public Non Institutions	E-Voting	121,40,205	79,435	0.6543	78,615	820	98.9677	1.0322
	E-Voting at AGM		411	0.0034	411	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		79,846	0.6577	79,026	820	98.9730	1.0270
Total	Total	1225,27,172	1093,16,396	89.2181	1093,15,576	820	99.9992	0.0008



Resolution Required : (Ordinary)			2. To declare final dividend on Equity Shares						
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	% 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	1015,12,750	1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000	
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000	
Public Institutions	E-Voting	88,74,217	77,31,600	87.1243	77,31,600	0	100.0000	0.0000	
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		77,31,600	87.1243	77,31,600	0	100.0000	0.0000	
Public Institutions Non	E-Voting	121,40,205	82,488	0.6795	81,817	671	99.1865	0.8134	
	E-Voting at AGM		411	0.0034	411	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		82,899	0.6829	82,228	671	99.1906	0.8094	
Total	Total	1225,27,172	1093,19,449	89.2206	1093,18,778	671	99.9994	0.0006	



Resolution Required : (Ordinary)			3. To appoint a Director in place of Mr. Sumantra Mitra (DIN 08748014) who retires by rotation and being eligible, offers himself for re-appointment as per Section 152(6) of the Companies Act, 2013.						
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	1015,12,750	1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000	
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000	
Public Institutions	E-Voting	88,74,217	77,31,600	87.1243	56,06,937	21,24,663	72.5197	27.4802	
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		77,31,600	87.1243	56,06,937	21,24,663	72.5198	27.4802	
Public Non Institutions	E-Voting	121,40,205	82,488	0.6795	76,318	6,170	92.5201	7.4798	
	E-Voting at AGM		411	0.0034	411	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		82,899	0.6829	76,729	6,170	92.5572	7.4428	
Total	Total	1225,27,172	1093,19,449	89.2200	1071,88,616	21,30,833	98.0508	1.9492	



Resolution Required : (Ordinary)

4. Ratification of the appointment of M/s. Walker Chandio & Co LLP, Chartered Accountants (ICAI Firm Registration No. 001076N) as Statutory Auditors

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
Promoter and Promoter Group	E-Voting	1015,12,750	1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000
Public Institutions	E-Voting	88,74,217	77,31,600	87.1243	77,31,600	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		77,31,600	87.1243	77,31,600	0	100.0000	0.0000
Public Institutions Non	E-Voting	121,40,205	82,508	0.6796	81,238	1,270	98.4607	1.5392
	E-Voting at AGM		411	0.0034	411	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		82,919	0.6830	81,649	1,270	98.4684	1.5316
Total	Total	1225,27,172	1093,19,469	89.2206	1093,18,199	1,270	99.9988	0.0012



Resolution Required : (Ordinary)			5. To ratify remuneration of the cost auditor for the financial year ending 31 March 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	1015,12,750	1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000	
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		1015,04,950	99.9923	1015,04,950	0	100.0000	0.0000	
Public Institutions	E-Voting	88,74,217	77,31,600	87.1243	77,19,311	12,289	99.8410	0.1589	
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		77,31,600	87.1243	77,19,311	12,289	99.8411	0.1589	
Public Non Institutions	E-Voting	121,40,205	81,240	0.6692	79,814	1,426	98.2447	1.7552	
	E-Voting at AGM		411	0.0034	411	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		81,651	0.6726	80,225	1,426	98.2535	1.7465	
Total	Total	1225,27,172	1093,18,201	89.2196	1093,04,486	13,715	99.9875	0.0125	



Resolution Required : (Ordinary)			6. To approve Material Related Party Transactions with Glenmark Pharmaceuticals Limited.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	1015,12,750	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	88,74,217	77,31,600	87.1243	77,31,600	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		77,31,600	87.1243	77,31,600	0	100.0000	0.0000
Public Institutions Non	E-Voting	121,40,205	81,160	0.6685	74,975	6,185	92.3792	7.6207
	E-Voting at AGM		411	0.0034	411	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		81,571	0.6719	75,386	6,185	92.4176	7.5824
Total	Total	1225,27,172	78,13,171	6.3767	78,06,986	6,185	99.9208	0.0792



SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAISNT (%)	RESULT
1.	To receive, consider, approve and adopt the Audited Financial Statements for the Financial Year ended 31 March 2022 together with the reports of the Board and Auditors thereon.	Ordinary Resolution	99.9992	0.0008	Resolution Passed With Requisite Majority
2.	To declare final dividend on Equity Shares.	Ordinary Resolution	99.9994	0.0006	Resolution Passed With Requisite Majority
3.	To appoint a Director in place of Mr. Sumantra Mitra (DIN 08748014) who retires by rotation and being eligible, offers himself for re-appointment as per Section 152(6) of the Companies Act, 2013.	Ordinary Resolution	98.0508	1.9492	Resolution Passed With Requisite Majority
4.	Ratification of the appointment of M/s. Walker Chandio & Co LLP, Chartered Accountants (ICAI Firm Registration No. 001076N) as Statutory Auditors.	Ordinary Resolution	99.9988	0.0012	Resolution Passed With Requisite Majority
5.	To ratify remuneration of the cost auditor for the financial year ending 31 March 2023.	Ordinary Resolution	99.9875	0.0125	Resolution Passed With Requisite Majority
6.	To approve Material Related Party Transactions with Glenmark Pharmaceuticals Limited.	Ordinary Resolution	99.9208	0.0792	Resolution Passed With Requisite Majority

