

August 09, 2023

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 Resolution 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 resolution passed by way of Postal Ballot through remote e-voting process by the Shareholders of the Company on 04th August, 2023. The Results of the Postal Ballot were declared on 04th August, 2023.

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 RESOLUTION PASSED THROUGH POSTAL BALLOT BY WAY OF REMOTE E-VOTING PROCESS BY MEMBERS OF GLENMARK PHARMACEUTICALS LIMITED ON FRIDAY, 4TH AUGUST, 2023, RESULT OF WHICH WAS DECLARED ON FRIDAY, 4TH AUGUST, 2023

The notice of postal ballot dated 03rd July, 2023 ('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 05th July, 2023. 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, 30th June, 2023.

The Board of Directors at its meeting held on 19th May, 2023, had appointed CS 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 Friday, 04th August, 2023 (being the last date fixed for e-voting), Mr. Surjan Singh Rauthan, Scrutinizer, submitted his report on Friday, 04th August, 2023. The extract of the report is given below:

Item no. 1:

Ordinary Resolution:

Re-appointment of Mr. V.S. Mani (DIN- 01082878) as an Executive Director & Global Chief Financial Officer of the Company

Total number of shareholders on record date (cut-off date- June 30, 2023)		240697			
Total no. of shares		282168156			
E-voting as per postal ballot notice		Commenced on Thursday, July 06, 2023 at 9:00 a.m. IST and concluded on Friday, August 04, 2023 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	1379	211280200	74.8774	100.00
B	Less: Invalid e-voting (abstained/less voted)* refer note below	32	243973	0.0864	0.1154
C	Net e-voting (A-B)	1347	211036227	74.7910	99.8846

*** 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) Six members cast votes 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]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	131617687	131451202	99.8735	131451202	0	100.0000	0
	Postal Ballot		0	0	0	0	0	0
	Total		131451202	99.8735	131451202	0	100.0000	0
Public Institutions	E-Voting	97711692	79334794	81.1927	52475803	26858991	66.1447	33.8552
	Postal Ballot		0	0	0	0	0	
	Total		79334794	81.1927	52475803	26858991	66.1447	33.8552
Public Non Institutions	E-Voting	52838777	250231	0.4736	245944	4287	98.2867	1.7132
	Postal Ballot		0	0	0	0	0	0
	Total		250231	0.4736	245944	4287	98.2867	1.7132
Total		282168156	211036227	74.7909	184172949	26863278	87.2708	12.7292

Percentage of votes cast in favour: 87.2708

Percentage of votes cast against: 12.7292

After receiving the Scrutinizer’s Report and as per the authority granted under the Board resolution dated 19th May, 2023, the E-voting result of the Postal Ballot was declared on Friday, 04th August, 2023. The resolution at item no. 1 in the Notice, was approved with requisite majority and deemed to have been passed on Friday, 04th August, 2023 (being the last date specified in the Notice for receipt of votes through the e-voting process). The result was intimated to the stock exchanges where the shares of the Company are listed and was also displayed on the website of the Company www.glenmarkpharma.com

The **Ordinary resolution** duly approved by the Members is as under:

RESOLUTION NO. 1:

Re-appointment of Mr. V.S. Mani (DIN- 01082878) as an Executive Director & Global Chief Financial Officer of the Company

“**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. V.S. Mani (DIN: 01082878) as an Executive Director & Global Chief Financial Officer in whole time employment of the Company for a period of 3 (Three) years with effect from 29th May 2023 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."

Sd/-

Chairman

Minutes entered on: August 09, 2023

Certified True Copy

Harish Kuber

Company Secretary & Compliance Officer