



Biocon Limited
20th KM, Hosur Road
Electronic City
Bangalore 560 100, India
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CIN : L24234KA1978PLC003417

www.biocon.com

January 23, 2023

To The Secretary BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	To The Secretary National Stock Exchange of India Limited Corporate Communication Department Exchange Plaza, Bandra Kurla Complex Mumbai – 400 050
Scrip Code - 532523	Scrip Symbol- BIOCON

Sub: Voting results and Scrutinizers Report on Postal Ballot

Dear Sir/Madam,

In Continuation to our letter dated December 20, 2022, seeking approval of the members by way of Postal Ballot through the remote e-voting process on the resolutions as set out in the Postal Ballot Notice dated December 19, 2022, please find enclosed:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulation”), enclosed and marked as ‘**Annexure-1**’;
2. Scrutinizer’s Report dated January 23, 2023, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, enclosed and marked as ‘**Annexure-2**’.

All the resolutions as set out in Postal Ballot Notice, have been approved by the Members with requisite majority and deemed to be passed on January 21, 2023, being the last date of receipt of postal ballot e-voting.

The voting results along with Scrutinizer’s Report are also available on the Company’s website at www.biocon.com and also on the website of Registrar and Share Transfer Agent (“RTA”) of the Company at <https://evoting.Kfintech.com>.

You are requested to kindly take the same on record.

Thanking You,
Yours faithfully
For **Biocon Limited**

Mayank Verma
Company Secretary and Compliance Officer
Membership No.: ACS 18776

Enclosed: As above

Annexure-1

Company Name	BIOCON LIMITED
Total number of shareholders on record date	390824
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	NA
Public:	
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	NA
Public:	NA

Resolution No. 1	To appoint Mr. Peter Bains (DIN: 00430937) as an Independent Director of the Company.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	728024176	713347786	97.9841	713347786	0	100.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	278585433	244690480	87.8332	241319455	3371025	98.6223	1.3776
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	193990391	15024375	7.7449	14935408	88967	99.4078	0.5921
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		1200600000	973062641	81.0480	969602649	3459992	99.6444	0.3556

Resolution No. 2	To approve the payment of remuneration to Directors in case of absence / inadequate profits.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	728024176	713347786	97.9841	713347786	0	100.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	278585433	191705827	68.8140	163458830	28246997	85.2654	14.7345
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	193990391	15023762	7.7446	14902513	121249	99.1929	0.8070
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		1200600000	920077375	76.6348	891709129	28368246	96.9168	3.0832

Resolution No. 3	To approve sale, disposal and leasing of assets exceeding 20% of the assets of material subsidiaries of the Company.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	728024176	713347786	97.9841	713347786	0	100.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	278585433	244690480	87.8332	218321177	26369303	89.2234	10.7765
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	193990391	15024953	7.7452	14944510	80443	99.4646	0.5353
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		1200600000	973063219	81.0481	946613473	26449746	97.2818	2.7182

Resolution No. 4	To approve Material Related Party Transaction(s) between the Company's subsidiaries for issuance of guarantees and/or creation of security/encumbrance, to secure borrowings in relation to the Acquisition of Biosimilar Business from Viatrix Inc.							
Resolution required: (Ordinary/ Special)	ORDINARY							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	728024176	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	278585433	244690480	87.8332	238317709	6372771	97.3955	2.6044
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	193990391	15023629	7.7445	14936283	87346	99.4186	0.5813
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		1200600000	259714109	21.6320	253253992	6460117	97.5126	2.4874

Resolution No. 5	To approve Creation of charges, securities on the properties / assets of the Company, under Section 180(1)(a) of the Companies Act, 2013.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	728024176	713347786	97.9841	713347786	0	100.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	278585433	237882466	85.3894	165389498	72492968	69.5257	30.4742
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	193990391	15024663	7.7451	14940400	84263	99.4391	0.5608
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		1200600000	966254915	80.4810	893677684	72577231	92.4888	7.5112

Resolution No. 6	To approve increase in the limits applicable for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate.							
Resolution required: (Ordinary/ Special)	SPECIAL							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	728024176	713347786	97.9841	713347786	0	100.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	278585433	182687004	65.5767	102729376	79957628	56.2324	43.7675
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	193990391	15024482	7.7450	14930205	94277	99.3725	0.6274
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		1200600000	911059272	75.8837	831007367	80051905	91.2133	8.7867



SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule
22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson,

Biocon Limited

20th KM, Hosur Road,

Electronic City, Bengaluru - 560100

Madam,

1. The Board of Directors of the Company vide resolution passed through circular resolution on December 19, 2022, appointed me as a Scrutinizer for scrutinizing the postal ballot through remote e-voting process.

2. I submit my report as under:

As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated December 19, 2022 on December 20, 2022 by email only to the members whose email ids were available with the Company / Registrar and Share Transfer Agent (RTA).



The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Friday, December 16, 2022.

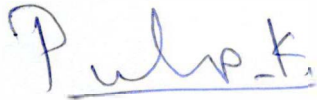
- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- 2.3 The votes cast through electronic means were unblocked on January 21, 2023, at 05.05 PM.
- 2.4 Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, December 16, 2022.
- 2.5 Votes cast through electronic means up to 5.00 PM of January 21, 2023, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.



- 2.8 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
3. A summary of votes cast through electronic means is given in **Annexure-I**.
4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
5. You may accordingly declare the result of e-voting done by the members of the Company on the resolution mentioned in the Postal Ballot Notice dated December 19, 2022.

Thanking you,

For V SREEDHARAN & ASSOCIATES



(Pradeep B Kulkarni)

Partner

FCS: 7260; CP No.7835

Address: No. 291, 1st Floor, 10th Main Road
3rd Block, Jayanagar, Bengaluru-560011



Place: Bengaluru

Date: January 23, 2023

UDIN: F007260D003030931

Peer Review Certificate No. 589/2019

Annexure I

Biocon Limited

Regd. Office: 20th KM, Hosur Road, Electronic City, Bengaluru - 560100

Summary of votes cast through electronic means for the resolutions mentioned in the Postal Ballot
Notice dated December 19, 2022

1. To Appoint Mr. Peter Bains (DIN:00430937) as an Independent Director of the Company - Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 16/12/2022) (120,06,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received.	1,316	97,60,20,307	81.29
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	20	29,57,666	0.25
(c) Net valid e-votes (as per register)	1,296	97,30,62,641	81.04
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	1,200	96,96,02,649	99.64
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	96	34,59,992	0.36



2. To Approve the Payment of Remuneration to Directors in case of Absence/ Inadequate Profits - Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 16/12/2022) (120,06,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received	1,316	97,60,20,307	81.29
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	35	5,59,42,932	4.66
(c) Net valid e-votes (as per register) *	*1,281	92,00,77,375	76.63
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	1,006	89,17,09,129	96.92
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	282	2,83,68,246	3.08

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 7 members have casted their votes both in favour and against for the resolution above.



3. To Approve Sale, Disposal and Leasing of Assets exceeding 20% of the assets of the Material Subsidiaries of the Company - Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 16/12/2022) (120,06,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received	1,316	97,60,20,307	81.29
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	18	29,57,088	0.25
(c) Net valid e-votes (as per register) *	*1,298	97,30,63,219	81.04
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	1,118	94,66,13,473	97.28
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	187	2,64,49,746	2.72

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 7 members have casted their votes both in favour and against for the resolution above.



4. To Approve Material Related Party Transaction(s) between the Company's Subsidiaries for issuance of Guarantees and/or Creation of security/ encumbrance, to secure borrowings in relation to the acquisition of Biosimilar Business from Viatris INC. - Ordinary Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 16/12/2022) (120,06,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received	1,316	97,60,20,307	81.29
(b) *Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	25	71,63,06,198	59.66
(c) Net valid e-votes (as per register)	1,291	25,97,14,109	21.63
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	1,197	25,32,53,992	97.51
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	94	64,60,117	2.49

* Invalid e-votes are inclusive of less votes cast and abstained from voting. Abstained votes include Promoters votes, who have not voted for this resolution as the resolution is relating to approval of Material Related Party Transaction(s).



5. To approve creation of Charges, securities on the properties/ assets of the Company under Section 180(1)(a) of the Companies Act, 2013 - Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 16/12/2022) (120,06,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received	1,316	97,60,20,307	81.29
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	33	97,65,392	0.81
(c) Net valid e-votes (as per register) *	*1,283	96,62,54,915	80.48
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	889	89,36,77,684	92.49
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	400	7,25,77,231	7.51

*The total of members as appearing in rows (d) and (e) under the column bearing heading: - "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 6 members have casted their votes both in favour and against for the resolution above.



6. To approve increase in the limits applicable for making investments/ extending loans and giving guarantees or providing securities in connection with Loans to persons/ Bodies Corporate - Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 16/12/2022) (120,06,00,000 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Rs. 5/- each)	
(a) Total e-votes received	1,316	97,60,20,307	81.29
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	40	6,49,61,035	5.41
(c) Net valid e-votes (as per register)	1,276	91,10,59,272	75.88
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	794	83,10,07,367	91.21
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	482	8,00,51,905	8.79

