



20th May 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, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra East
Mumbai 400 050

**Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:
Minutes of the 66th Annual General Meeting held on 26th April 2022**

Dear Sirs,

Further to our letter dated 27th April 2022, please find enclosed herewith a copy of the minutes of the 66th Annual General Meeting of the Company held on 26th April 2022 through Video Conferencing/ Other Audio Visual Means. The same is also being uploaded on the Company's website.

Kindly take the above information on record.

For Sanofi India Limited

Radhika
Kartik Shah

Digitally signed by
Radhika Kartik Shah
Date: 2022.05.20
10:42:12 +05'30'

Radhika Shah
Company Secretary & Compliance Officer
Membership No: A19308

SANOFI INDIA LIMITED

MINUTES OF THE SIXTY-SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SANOFI INDIA LIMITED HELD ON TUESDAY, 26TH APRIL 2022 FROM 3:00 PM TO 4.40 PM THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS ('VC / OAVM') FACILITY AT THE REGISTERED OFFICE – SANOFI HOUSE, 117-B, SAKI VIHAR ROAD, POWAI, MUMBAI (DEEMED VENUE OF THE MEETING)

Present through Video Conferencing / Other audio-visual means (VC/OAVM) facility:

Directors & Company Secretary

1. Mr. Aditya Narayan (Chairman and Independent Director) attended the meeting from Sanofi, Head Office, Mumbai
2. Ms. Usha Thorat (Independent Director and Chairperson of Audit Committee and Nomination and Remuneration Committee attended the meeting from Kolhapur)
3. Mr. Rahul Bhatnagar, (Independent Director and Chairperson of the CSR Committee and Stakeholder Relationship Committee) attended the meeting from Sanofi, Head Office, Mumbai
4. Mr. Marc-Antoine Lucchini, (Non-Executive Director) attended the meeting from Sanofi, Head Office, Mumbai
5. Mr. Charles Billard, (Non-Executive Director) attended the meeting from Paris
6. Mr. Vaibhav Karandikar (Whole-time Director and Chief Financial Officer) attended the meeting from Sanofi, Head Office, Mumbai
7. Mr. Cherian Mathew, (Whole time Director & Head of Industrial Affairs) attended the meeting from Ireland
8. Ms. Radhika Shah, Company Secretary attended the meeting from Sanofi, Head Office, Mumbai

Invitee

Mr. Rodolfo Hrosz, Managing Director (w.e.f 1st June 2022)

Members' Attendance & Quorum through VC facility

- Total 62 members including authorized representatives were present at the meeting through VC/ OAVM.
- 6 Corporate Members were present through their authorized representatives holding 13909592 shares. This also included Mr. Vaibhav Karandikar and Ms. Radhika Shah who represented Hoechst GmbH and Sanofi SA, respectively.

The Chairman declared the meeting as validly convened on the basis of advice from the Company Secretary that the requirement of the quorum as per the Companies Act, 2013 read with the circulars issued by the Ministry of Corporate Affairs were fulfilled.

Auditors present through VC

- Mr. Arun Ramdas, M/s. Price Waterhouse & Co Chartered Accountants LLP (Statutory Auditors) attended the meeting from Mumbai
- Mr. Omkar Dindorkar, Authorized Representative and Partner of Makarand M. Joshi & Associates & Co., (Secretarial Auditors of the Company and Scrutinizer appointed by the Board of Directors) attended the meeting from Mumbai

Statutory Registers

The Statutory Registers as per requirement of the Companies Act, 2013 were open for inspection through electronic mode.

Details on VC/OAVM and e-voting

Ms. Radhika Shah, Company Secretary, welcomed the members to the Company's 66th Annual General Meeting. She stated that the meeting was being held through Video Conferencing / Other Audio-Visual Means (OAVM /VC) in accordance with the circulars issued by Ministry of Corporate Affairs, applicable provisions of the Companies Act 2013 and SEBI Listing Obligations and Disclosure Regulations (SEBI Listing Regulations). She further informed the Members that the proceedings of the meeting were being webcast live for all the shareholders as per the details provided in the notice to the Annual General Meeting. In accordance with the provisions of the Companies Act and SEBI Listing Regulations, Members had been provided with the facility to exercise their right to vote by electronic means both through remote e-voting facility and e-voting at the Annual General Meeting. Remote e-voting facility was made available to all the Members holding shares as on the cutoff date of 19th April 2022, for the period commencing from 9:00 AM on 22nd April 2022 till 5:00 PM on 25th April, 2022.

She further informed the members that the Scrutinizers had been asked to finalize their report on results of the earlier e-voting results and the e-voting during this AGM and submit their report within 48 hours. She informed that the results of the voting will be announced by posting it on the Company's website and sending it to the Stock Exchanges.

Chairman of the meeting

Mr. Aditya Narayan, Chairman of the Company took the chair, introduced himself and welcomed the Members at the Sixty-Sixth Annual General Meeting of the Company. He stated that though it would have been a pleasure to meet the shareholders participating in person, but given the circumstances, the meeting was being conducted through VC/OAVM, which was a safe and efficient way of transacting business in the prevailing environment.

Introduction of Directors

The Chairman introduced the Directors present at the meeting. He stated that Mr. Cyril Grandchamp-Desraux, Non-executive Director had stepped down from the Board on 24th November 2021. He further informed that on 13th January 2022, Mr. Rajaram Narayanan, Managing Director of the Company had informed the

Company that he had decided to pursue interests outside Sanofi and had left the Company on 10th April 2022. He then on behalf of the Board, placed on record deep appreciation for their valuable contributions during their respective tenures on the Board.

The Chairman also informed the members that since last AGM, there had been a few changes in the Board composition. Mr. Vaibhav Karandikar had joined the Board as Whole Time Director and CFO on 23rd February 2021. Mr. Rodolfo Hrosz, had been appointed as the Managing Director of the Company with effect from 1st June 2022. The Board had approved this appointment at its meeting on 18th April 2022. He informed that Members that Mr. Rodolfo Hrosz had been the General Manager for the Consumer Healthcare Business of Sanofi in Brazil since April 2017 and would bring wealth of relevant experience and diverse skills to take the Company forward. He further stated that the effective start date of his appointment was 1st June 2022, subject to the applicable regulatory approvals.

He further stated that Ms. Radhika Shah had joined the organization as the Company Secretary and Compliance Officer with effect from 1st November 2021 in succession to Mr. Girish Tekchandani who had left the services of the Company on 31st August 2021. He further behalf of the Board, thanked Mr. Girish Tekchandani for his contribution and wished Ms. Radhika Shah a successful tenure ahead.

Notice convening meeting

The Notice convening the meeting was taken as read.

Statutory Auditor's Report and Secretarial Audit Report

The Chairman informed the members that the Auditor's Report on the Annual Accounts for the financial year 2021 was taken as read.

He further stated that, Mr. Arun Ramdas, Partner of Price Waterhouse Coopers, Chartered Accountants, the Statutory Auditors of the Company was present at the meeting to answer any questions on Auditors' Report. He further mentioned that the Auditors Report issued did not contain any qualifications, observations, or comments.

Similarly, there were no qualifications in the Secretarial Audit Report and was taken as read.

Chairman's Speech

The Chairman started his speech by stating that the Company's performance for the year 2021 was captured in the Annual Report published and circulated to all the Members of the Company. He went on to highlight some of the key points. He stated that despite all the uncertainty which was created by the pandemic during the year, the Company had successfully implemented transformational initiatives to not only improve the financials, but to strengthen its capabilities for the longer term and make a positive difference to the patients, partners, communities, and all its employees. He stated that this quest was captured well in the Company's brand-

new unifying purpose – “*We chase the miracles of science to improve people's lives*”. Regarding the performance of the Company for the year 2021 he mentioned that they were not comparable with that of the previous year in view of the completion of the sale transaction of Ankleshwar Manufacturing Facility in May 2020 and the completion of the sale transaction of the Company's Nutraceuticals business in 2021. He further stated that during these years, the operating environment had witnessed fluctuating periods of significant disruption caused by the COVID-19 pandemic. He mentioned that the Indian Pharmaceutical Industry had seen from a subdued growth of 4% in 2020 to a 18% growth in 2021 on the back of sharp increase in demand for acute care therapies including anti-infectives, respiratory, gastro, and pain, and COVID related medicines. The demand for medicines of chronic therapies like diabetes and cardiovascular had remained relatively steady. For the year 2021, the Company had achieved revenue from operations of Rs. 29.6 billion as against Rs. 29 billion in the previous year, representing growth of about 2% as its domestic India business had delivered a strong growth of 13% but exports had dropped in view of the divestments. Net profit of the Company for the year 2021 was Rs. 9.4 billion registering a growth of over 97% over previous year, mainly on account of profit from sale of the Nutraceuticals' Business of Rs 4.9 billion and with about 8% improvement in operating profit. He mentioned that after considering the closure of the slump sale transactions and reviewing the cash requirements of the Company's operations, in addition to a final dividend of ₹181 per equity share, the Board of Directors had recommended a one-time special dividend to ₹309 per equity share for the year ended 31st December 2021. Thus, the total dividend of ₹490 per share would be paid after due approval from the Members on resolutions as part of the Notice to this meeting. He then went on to mention about the Company's progress with some of its key initiatives.

He stated that the Indian economy was slowly but surely recovering from the disruption caused by the pandemic over the past two years. The recent geopolitical tensions and the prevailing environment of steeper commodity prices, higher inflation, and global supply chain bottlenecks continued to dampen the full recovery in the near term; however, the longer term continued to raise expectations of India being amongst the fastest growing economies in the world. The pandemic underscored several deficiencies in India's healthcare infrastructure, but the government had already moved to increase allocations to build necessary capabilities and capacities. All these developments augur well for the longer-term growth of the India pharma industry. During the recent uncertain times, it had indeed been heartening to see companies with a clear purpose and responsible leadership rapidly reinvent themselves to stay future relevant. The Company too had successfully implemented several transformational steps across all areas to build appropriate capabilities for the future. It's cutting-edge science and world class manufacturing fueled by data and digital technologies continued to better service the evolving needs of the customers and patients. The Company's human capital remained the key driving force in meeting your business needs. He further mentioned that he was delighted to inform that for the fourth year in a row the Company had been recognized as the top employer 2022 for its outstanding HR practices and policies.

This year your Company's employees had demonstrated extraordinary efforts in adapting to the evolving environment and ensuring delivery of the Company's

products and services without any major disruption despite the rapidly changing regulatory environment in view of the evolving pandemic. During the year 2021, the Company had made continuous efforts to enhance its performance by focusing on patient centric initiatives, strengthening its brands, restructuring footprint, controlling costs, building organizational capabilities for the future, and progressing its impactful CSR agenda. All this while ensuring full compliance with its high standards of good governance. In conclusion, the Chairman stated that as the Company marched ahead in a volatile operating environment, it will pursue its purpose with excellence and all it does as it continues its journey of chasing the miracles of science to improve people's lives.

Resolutions passed at the meeting

The following resolutions were proposed at the meeting:

Ordinary business:

- 1. Ordinary Resolution for the adoption of the Audited Financial Statements of the Company for the year 2021 including the Balance Sheet as at 31st December 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon**

"RESOLVED THAT the Audited Financial Statements of the Company for the year ended 31st December 2021 including Balance Sheet as at 31st December 2021, Statement of the Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted."

- 2. Ordinary Resolution for declaration of final dividend of Rs. 181/- per equity share of Rs.10/- each and one-time special dividend of ₹ 309/- per equity share of Rs. 10/- each for the financial year ended 31st December 2021**

"RESOLVED THAT Final Dividend of Rs. 181 per equity share of Rs.10 each and One-Time Special Dividend of Rs. 309 per equity share of Rs. 10 each, for the year ended 31st December 2021 be paid to:

- (i) those Members whose names appear on the Register of Members of the Company on 15th April 2022; and
- (ii) those whose names appear as beneficial owners as at the close of business on 15th April 2022, as per details to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited."

- 3. Ordinary Resolution for the re-appointment of Mr. Cherian Mathew (DIN: 08522813), who retires by rotation and being eligible, offers himself for re-appointment**

“RESOLVED THAT Mr. Cherian Mathew (DIN: 08522813) who retires by rotation and being eligible for re-appointment, be and is hereby appointed as Director of the Company.”

Special business:

- 4. Ordinary Resolution for re-appointment of M/s. Price Waterhouse & Co., Chartered Accountants LLP, (Firm Registration Number 304026E/E300009) as the Statutory Auditors of the Company for a second term of five years from the conclusion of the Sixty-Sixth Annual General meeting until the conclusion of Seventy-First Annual General Meeting, in accordance with the Companies Act and SEBI Listing Regulations**

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Audit and auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Price Waterhouse & Co. Chartered Accountants LLP (Firm Registration Number 304026E/E300009) be and are hereby re-appointed as Statutory Auditors of the Company, for a further term of five (5) consecutive years, to hold office from the conclusion of the Sixty-Sixth Annual General meeting until the conclusion of Seventy-First Annual General Meeting on such remuneration, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

- 5. Ordinary Resolution for ratification of remuneration payable to M/s. Kirit Mehta & Co., Cost Accountants, Cost Auditors of the Company**

“RESOLVED THAT pursuant to Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, M/s. Kirit Mehta & Co., Cost Accountants (Firm Registration No.000353), to conduct the audit of the cost accounting records maintained by the Company for the financial year ending 31st December 2022, be paid remuneration of Rs. 4,30,000 plus Goods and Services Tax and plus pocket expenses and applicable taxes in performance of their duties.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this

Resolution.”

The Chairman informed the members that since this meeting was being held through VC/ OAVM facility and resolutions were put to vote only through e-voting, the practice of proposing and seconding of resolutions was not being followed.

Shareholder queries received in advance

The Chairman informed the members that as part of AGM Notice, the shareholders who had queries or were seeking clarifications on these proposals or on the Annual Report were requested to send their queries on e-mail on or before 5.00 pm on Friday, 22nd April 2022, hence only those queries which are received in advance were duly noted and answered. The Company had received queries on various topics from shareholders. The queries were mainly related to, performance of individual products or therapy areas or margins on such products, business performance, operations, regulatory issues, exports, corporate matters, manufacturing and financial matters.

The Chairman mentioned that there were few queries on the future outlook on the business, manufacturing facilities, capacity utilization or profitability. Due to competitive reasons, the Company would not discuss individual product or therapy area and will not be able to give comments on those questions. Also, the Company did not give future guidance and hence the questions relating to outlook were not responded.

The other queries on business performance, operations, regulatory issues, exports, and manufacturing were responded to by Mr. Vaibhav Karandikar, Whole-time Director and CFO.

Speakers at the Annual General Meeting

The Chairman informed that the Members who had wished to speak at the meeting were requested to register themselves as a speaker by sending an e-mail to the Company on or before 5.00 pm on Thursday, 21st April 2022. The Company had received overwhelming response from shareholders to speak at this meeting. Following Speaker shareholders participated in the sequence they had pre-registered with the Company as Speakers to ask questions/ give comments on the Agenda Items as set out in the AGM Notice:

- (i) Mr. Kaushik Shahukar
- (ii) Mr. Bimal Kumar Agrawal
- (iii) Mr. Santosh Kumar Saraf
- (iv) Mr. Yusuf Rangwala
- (v) Mr. Dipankar Purkayastha
- (vi) Ms. Smita Bharat Shah
- (vii) Mr. Bharat Shah
- (viii) Ms. Vasudha Vikas Dakwe
- (ix) Mr. Aspi Bamanshaw Bhesania
- (x) Ms. Meenal Varun Bang
- (xi) Ms. Hutokshi Sam Patel

- (xii) Mr. Dinesh Gopladas Bhatia
- (xiii) Mr. Nanda Kumar D
- (xiv) Mr. Ashish Shankar Bansal

Some of the key remarks and suggestions made by the speaker shareholders at the meeting were as follows:

- Recognized the efforts of the management and acknowledged good performance and progress of the Company
- Appreciated the Board on a good dividend for the year 2021
- Requested the Board to consider Bonus issue / stock split of shares
- Inquired about Company's Sales growth, tax litigations, new product launches, Company's diabetes business, Divestment of Nutraceutical Business of the Company, future plans, etc.

All the suggestions given by the speakers were noted and Chairman thanked the Members for their questions and suggestions.

The Chairman and Mr. Vaibhav Karandikar, Whole-time Director and CFO responded to the questions raised by the shareholders as follows:

- Excluding the divestment, the domestic business was growing around 12-13%. Thus, the Sales growth excluding the divested business was required to be considered.
- Profitability decline in Q4, 2021 was due to return to work in Q4, 2021 which had led to physical meetings, an incremental Advertising and Promotion expenses and the phasing off the Corporate Social Responsibility Expenditures in this quarter
- Both, direct and indirect tax litigations were in different stages of appeal with Commissioner of Appeals, Tribunals, High Courts, and other Courts. The Company would continue to evaluate the cases in the best interest of the Company.
- On Covid-19 Vaccine booster doses, the Company had not only ensured that the employees get a reimbursement for the first two doses, but the Company has also taken care of their partners, the C&F agents and ensure that they also get the benefit of the reimbursement from the Company.
- On the Diabetes Business portfolio and strategy, the Company was looking at accelerated growth in Diabetes.
- On foreign exchange, the Company had mostly equal imports and exports till 2020. After the divestment of Ankleshwar facility, the export business had reduced and therefore the imports were higher than the export component.
- On the factory visit, due to the ongoing situation and the pandemic, demanded that the Company continued to remain careful and that the Company Secretary and her team would evaluate the same going forward.

- The AGM was being held through VC/ OAVM, which was beneficial particularly those who were not participating from Mumbai.
- The Company was absolutely committed to follow all the regulatory requirements and believed in good governance.

The Chairman then invited Mr. Rodolfo Hrosz, Managing Director with effect from 1st June 2022, to give his comments.

Mr. Rodolfo Hrosz greeted the Members and thanked the Chairman for inviting him to join the AGM in advance of his official start date. He stated that the suggestions, questions and comments from Members would help drive improvement in Company going forward. He stated he was deeply honoured by the proposed appointment and was looking forward to his official start date on 1st June, 2022. He stated that he envisioned great growth potential for the thriving and fantastic market of India and for now was focused on preparing by listening and learning.

The Chairman then thanked Mr. Rodolfo Hrosz for his comments and requested the members who had not voted on the resolutions to cast their vote on NSDL e-voting system and informed that voting would close after 30 minutes from the time of closure of this meeting.

Vote of thanks

The meeting concluded at 4.40 p.m. with a vote of thanks.

Scrutinizers Report

A brief summary of Scrutinizer's Report on the remote e-voting and the e-voting conducted at the Annual General Meeting and the result of the voting thereon is enclosed as **Annexure-1**.

Date: 19th May 2022

Place: Gurugram

Sd/-

Chairman

Entered on:

Entered by:

CERTIFIED TRUE COPY

Radhika

Kartik Shah

Digitally signed by
Radhika Kartik Shah
Date: 2022.05.20
10:40:33 +05'30'

**RADHIKA SHAH
COMPANY SECRETARY &
COMPLIANCE OFFICER**

Annexure 1

Summary of Scrutinizer's Report

1. Cut-off date

The Voting rights were reckoned as on, 19th April 2022, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and e-voting during the AGM

2. E-voting Process

Agency: The Company had appointed NSDL as the agency for providing the remote e-Voting platform.

Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and

Electronic Voting at the AGM under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 66th AGM held on Tuesday, 26th April 2022

3. Results

Date of AGM	26th April, 2022
Total number of shareholders on record date (i.e., as on 19th April, 2022)	62,994
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	2
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	2
Public	60

The Consolidated Results with respect to the item on the agenda as set out in the Notice of the AGM dated 23rd February 2022 is as given below. Based on the aforesaid results, five (5) Ordinary resolutions as contained in the Notice of the AGM dated were passed with the requisite majority.

Resolution Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 31st December 2021 including the Balance Sheet as on 31st December 2021, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and Reports of Board of Directors and Auditors thereon.

Sr. No	Promoter / Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote E-Voting	13909587	13909587	100.00	13909587	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		13909587	100.00	13909587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	6330147	5773847	91.21	5773847	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		5773847	91.21	5773847	0	100.00	0.00
3	Public-Others	Remote E-Voting	2790888	346968	12.43	346825	143	99.96	0.04
		E- Voting at AGM		649	0.02	649	0	100.00	0.00
		Total		347617	12.46	347474	143	99.96	0.04
Total			23030622	20031051	86.98	20030908	143	100.00	0.00

Resolution Item No. 2 - Ordinary Resolution:

To declare a final dividend of Rs. 181 per equity share and a one-time special dividend of Rs. 309 per equity share for the financial year ended 31st December 2021.

Sr. No	Promoter / Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote E-Voting	13909587	13909587	100.00	13909587	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00

		Total		13909587	100.00	13909587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	6330147	5785448	91.40	5785448	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		5785448	91.40	5785448	0	100.00	0.00
3	Public- Others	Remote E-Voting	2790888	346641	12.42	346482	159	99.95	0.05
		E- Voting at AGM		649	0.02	649	0	100.00	0.00
		Total		347290	12.44	347131	159	99.95	0.05
Total			23030622	20042325	87.02	20042166	159	100.00	0.00

Resolution Item No. 3 - Ordinary Resolution:

To re-appoint Mr. Cherian Mathew (DIN: 08522813), who retires by rotation and being eligible, offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote E-Voting	13909587	13909587	100.00	13909587	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		13909587	100.00	13909587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	6330147	5785448	91.40	5738939	46509	99.20	0.80
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		5785448	91.40	5738939	46509	99.20	0.80
3	Public- Others	Remote E-Voting	2790888	346641	12.42	345861	780	99.77	0.23
		E- Voting at AGM		649	0.02	649	0	100.00	0.00
		Total		347290	12.44	346510	780	99.78	0.22
Total			23030622	20042325	87.02	19995036	47289	99.76	0.24

Resolution Item No. 4 - Ordinary Resolution:

Re-appointment of Statutory Auditors- M/s. Price Waterhouse & Co. Chartered Accountants LLP (Firm Registration Number 304026E/E300009) for a further term of five (5) consecutive years, to hold office from the conclusion of the Sixty-Sixth Annual General meeting until the conclusion of Seventy-First Annual General Meeting on such remuneration, as recommended by the Audit Committee and as

may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

Sr. No	Promoter / Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote E-Voting	13909587	13909587	100.00	13909587	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		13909587	100.00	13909587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	6330147	5785448	91.40	5785448	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		5785448	91.40	5785448	0	100.00	0.00
3	Public- Others	Remote E-Voting	2790888	346637	12.44	346285	352	99.90	0.10
		E- Voting at AGM		649	0.00	649	0	100.00	0.00
		Total		347286	12.44	346934	352	99.90	0.10
Total			23030622	20042321	87.02	20041969	352	100.00	0.00

Resolution Item No. 5 -Ordinary Resolution:

Appointment of M/s. Kirit Mehta & Co., as Cost Auditor of the Company

Sr. No	Promoter / Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	Remote E-Voting	13909587	13909587	100.00	13909587	0	100.00	0.00
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		13909587	100.00	13909587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	6330147	5785448	91.40	5496473	288975	95.01	4.99
		E- Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		5785448	91.40	5496473	288975	95.01	4.99
3	Public- Others	Remote E-Voting	2790888	346659	12.42	345874	785	99.77	0.23

		E- Voting at AGM		649	0.02	649	0	0.00	0.00
		Total		347308	12.44	346523	785	99.77	0.23
Total			23030622	20042343	87.02	19752583	289760	98.55	1.45

Notes:

- Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
- The votes cast does not include invalid votes & abstained votes.
- All the aforesaid resolutions were passed with requisite majority.