September 29, 2020

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

Ref: Scrip Code: 532296

Dear Sirs,

Sub: Proceedings and Scrutinizer’s Report of the 42nd Annual General Meeting (AGM) of Glenmark Pharmaceuticals Limited (‘the Company’) held on September 29, 2020

The 42nd AGM of the Company was held on Tuesday, September 29, 2020 at 2.00 p.m. through Video Conferencing (VC) and the webcast facility was provided to the members.

In this regard, 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. Voting results of the business transacted at the AGM, as required under Regulation 44 (3) of the Listing Regulations has been filed in XBRL Mode.


This is for your Information and records.

Thanking You,

Yours Faithfully,

For Glenmark Pharmaceuticals Ltd.

Harish Kuber
Company Secretary & Compliance Office
Summary of Proceedings of the 42nd Annual General Meeting

The 42nd Annual General Meeting ('AGM') of the members of Glenmark Pharmaceuticals Limited ('the Company') was held on Tuesday, September 29, 2020 at 2:00 p.m. (IST) via Video Conferencing ('VC'). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI') and other social distancing norms in view of the outbreak of Covid-19 pandemic. The said AGM commenced at 2.00 p.m. and concluded at 3.33 p.m.

Mr. Glenn Saldanha, Chairman & Managing Director presided over the meeting and welcomed the members and directors participating through video conference. The representatives of M/s Walker Chandiok & Co LLP, Statutory Auditors, M/s Suresh Surana & Associates LLP, proposed Statutory Auditors and S. S. Rauthan & Associates, Secretarial Auditors 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 Company's commitment and fight against COVID-19, Performance Overview, Business Reorganization, Quality and Compliance, Sustainability Report & Community Support etc.

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 that pursuant to provisions of section 109 of the Companies Act, 2013, about the appointment of Mr. Surjan Singh Rauthan, Practicing Company Secretary as the Scrutinizer to conduct the e-voting process in a fair and transparent manner.
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:

<table>
<thead>
<tr>
<th>Res. No.</th>
<th>Resolution</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Ordinary Business</strong></td>
<td></td>
</tr>
<tr>
<td>1</td>
<td>To receive, consider, approve and adopt the Audited Standalone Financial Statements for the Financial Year ended 31 March 2020 together with the reports of the Board and Auditors thereon</td>
</tr>
<tr>
<td>2</td>
<td>To receive, consider, approve and adopt the Audited Consolidated Financial Statements for the Financial Year ended 31 March 2020 together with the report of the Auditors thereon</td>
</tr>
<tr>
<td>3</td>
<td>To declare dividend on Equity Shares</td>
</tr>
<tr>
<td>4</td>
<td>To appoint a Director in place of Mr. V S Mani (DIN 01082878) who retires by rotation and being eligible, offers himself for re-appointment as per Section 152(6) of the Companies Act, 2013</td>
</tr>
<tr>
<td><strong>Special Business</strong></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Appointment of M/s Suresh Surana &amp; Associates LLP, Chartered Accountants (Firm Registration No.121750W/W-100010) as Statutory Auditors of the Company</td>
</tr>
<tr>
<td>6</td>
<td>Appointment of Mr. Rajesh Desai (DIN- 00007960) as an Independent Director</td>
</tr>
<tr>
<td>7</td>
<td>Appointment of Mr. Dipankar Bhattacharjee (DIN: 08770548) as an Independent Director</td>
</tr>
<tr>
<td>8</td>
<td>Ratification of remuneration of Cost Auditors</td>
</tr>
<tr>
<td>9</td>
<td>To borrow funds in excess of the limits prescribed under section 180(1)(c) of the Companies Act, 2013</td>
</tr>
<tr>
<td>10</td>
<td>To create charge on the assets of the Company as prescribed under section 180(1)(a) of the Companies Act, 2013</td>
</tr>
<tr>
<td>11</td>
<td>Further issue of Securities</td>
</tr>
</tbody>
</table>

Mr. Glenn Saldanha, Chairman & Managing Director 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, Mr. Glenn Saldanha, Chairman & Managing Director and Mr. V. S. Mani, Executive Director & Global CFO appropriately responded to the queries raised by them.

Mr. Glenn Saldanha 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 within 48 hours of the conclusion of the Meeting 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.

The Chairman 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 the next 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 Pharmaceuticals Limited

Harish Kuber
Company Secretary & Compliance Officer
SCRUTINIZER’S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
Glenmark Pharmaceuticals Limited
(CIN: L24299MH1977PLC019982)
B/2, Mahalaxmi Chambers,
22, Bhulabhai Desai Road,
Mahalaxmi, Mumbai - 400026

Dear Sir,

1. I, Surjan Singh Rauthan (C.P.3233), Practicing Company Secretary, Proprietor of M/s S. S. Rauthan & Associates, Company Secretaries(UIN:S1999MH20269000), has been appointed as a Scrutinizer by the Board of Directors of Glenmark Pharmaceuticals Limited (herein after referred as “the Company”) at its meeting held on August 14, 2020 for the purpose of scrutinizing the remote e-Voting and voting through electronic voting system during the Annual General Meeting ('AGM') and ascertaining the requisite majority on remote e-Voting and voting through electronic voting system during the Annual General Meeting carried out as per the provisions of Section 108 of the Companies Act, 2013 (‘the Act’) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) on the businesses contained in the Notice of the 42nd Annual General Meeting of the Members of the Company held on Tuesday, September 29, 2020 at 2:00 PM IST through two-way Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 (“The Act”), Rules and notifications relating to voting through electronic means and SEBI Listing Regulations on the businesses set out in the Notice of the 42nd Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer for the remote e-Voting and electronic voting through Video
Further to above, I submit my report as under:

3.1 The Company has provided the e-voting facility through National Securities Depository Limited (NSDL). The Company had uploaded Notice of 42nd AGM and the Annual Report for the FY 2020 on the Company’s website www.glenmarkpharma.com and also on the website of Stock Exchanges i.e BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and also on the website of NSDL i.e. www.evoting.nsdl.com to facilitate its members to cast their vote through e-voting.

3.2 The Annual Report along with the AGM Notice was sent electronically only to those Members who had registered their email addresses with the Depository Participants / Registrar and Share Transfer Agent (RTAs) i.e. KFin Technologies Private Limited (‘KFintech’) (formerly known as Karvy Fintech Private Limited) upto the cut-off date for sending the AGM notice i.e. August 28, 2020.

3.3 As prescribed in the Rules and General Circulars issued by the MCA, the Company has also published advertisements in two newspapers i.e. “Financial Express”, (in English) and in “Loksatta” (in Marathi) and it carried all required information as specified in the said rules and notifications.
3.4 The Members of the Company as on the "Cut-off" date i.e. Tuesday, September 22, 2020 were entitled to vote on the businesses (item nos. 1 to 11) as set out in the Notice of the 42\textsuperscript{nd} AGM.

3.5 The Chairman at the 42\textsuperscript{nd} AGM, held on Tuesday, September 29, 2020 through two-way Video Conference (VC) / Other Audio Visual Means (OAVM) announced that Members who have not exercised their votes through remote e-Voting may, if they wish to, exercise their votes through e-voting system provided during the meeting.

3.6 The remote e-voting commenced from Saturday, September 26, 2020 (9.00 a.m. IST) and concluded on Monday, September 28, 2020 (5.00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.

3.7 After the closure of the remote e-voting, the voting platform was kept opened during the AGM, the report on remote e-voting was diligently scrutinized.

3.8 The votes cast under remote e-voting facility were thereafter unblocked. I have scrutinized and reviewed the remote e-voting details and votes tendered therein based on the data downloaded from the NSDL e-voting system.

3.9 My consolidated report on the results of voting through remote e-voting and e-voting during the AGM is as under:
Item No.1 - As an Ordinary Resolution:

To receive, consider, approve and adopt the Audited Standalone Financial Statements for the Financial Year ended March 31, 2020 together with the reports of the Board and Auditors thereon.

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>203845514</td>
<td>203784449</td>
<td>657</td>
<td>203783358</td>
<td>12</td>
<td>1091</td>
<td>99.9995</td>
<td>0.0005</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note:  
1. Three (3) members have not cast vote for this resolution.  
2. Votes less voted are excluded for the purpose of counting the valid votes.

Item No.2 - As an Ordinary Resolution:

To receive, consider, approve and adopt the Audited Consolidated Financial Statements for the Financial Year ended March 31, 2020 together with the report of the Auditors thereon.

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>203845389</td>
<td>203784324</td>
<td>656</td>
<td>203783193</td>
<td>12</td>
<td>1131</td>
<td>99.9994</td>
<td>0.0006</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note:  
1. Four (4) members have not cast vote for this resolution.  
2. Votes less voted are excluded for the purpose of counting the valid votes.

Item No.3 - As an Ordinary Resolution:

To declare dividend on Equity Shares.

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205256636</td>
<td>205195571</td>
<td>660</td>
<td>205194507</td>
<td>11</td>
<td>1064</td>
<td>99.9995</td>
<td>0.0005</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note:  
1. One (1) member has not cast vote for this resolution.  
2. Votes less voted are excluded for the purpose of counting the valid votes.
Item No.4 - As an Ordinary Resolution:

To appoint a Director in place of Mr. V. S. Mani (DIN 01082878) who retires by rotation and being eligible, offers himself for re-appointment as per Section 152(6) of the Companies Act, 2013

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes In Favour</th>
<th>Against</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205256603</td>
<td>205195538</td>
<td>613</td>
<td>200953008</td>
<td>54</td>
<td>4242530</td>
<td>97.9324</td>
<td>2.0676</td>
<td>NIL</td>
<td>NIL</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>42.42%</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Note:  
1. Five (5) members have not cast vote for this resolution.  
2. Votes less voted are excluded for the purpose of counting the valid votes.

Item No.5 - As an Ordinary Resolution:

Appointment of M/s Suresh Surana & Associates LLP, Chartered Accountants (Firm Registration No.121750W/W-100010) as Statutory Auditors of the Company

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes In Favour</th>
<th>Against</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205256500</td>
<td>205195435</td>
<td>636</td>
<td>204185311</td>
<td>32</td>
<td>1010124</td>
<td>99.5077</td>
<td>0.4923</td>
<td>NIL</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note:  
1. Four (4) members have not cast vote for this resolution.  
2. Votes less voted are excluded for the purpose of counting the valid votes.
**Item No.6 - As an Ordinary Resolution:**

Appointment of Mr. Rajesh Desai (DIN: 00007960) as an Independent Director

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes Against</th>
<th>% of votes In Favour</th>
<th>% of votes Against</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205936199</td>
<td>205195435</td>
<td>501</td>
<td>163812921</td>
<td>171</td>
<td>41382514</td>
<td>79.8326</td>
<td>20.1674</td>
<td>NIL</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note: Votes less voted are excluded for the purpose of counting the valid votes.

**Item No.7 - As an Ordinary Resolution:**

Appointment of Mr. Dipankar Bhattacharjee (DIN: 08770548) as an Independent Director who was appointed as an Additional Director

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes Against</th>
<th>% of votes In Favour</th>
<th>% of votes Against</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205256625</td>
<td>205195560</td>
<td>632</td>
<td>205190857</td>
<td>37</td>
<td>4703</td>
<td>99.9977</td>
<td>0.0023</td>
<td>NIL</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note: i. Three (3) members have not cast vote for this resolution.  
   ii. Votes less voted are excluded for the purpose of counting the valid votes.

**Item No.8 - As an Ordinary Resolution:**

Ratification of remuneration of Cost Auditors M/s. Sevekari, Khare & Associates,

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes Against</th>
<th>% of votes In Favour</th>
<th>% of votes Against</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205256620</td>
<td>205195555</td>
<td>628</td>
<td>205191855</td>
<td>40</td>
<td>3700</td>
<td>99.9982</td>
<td>0.0018</td>
<td>NIL</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note: i. Four (4) members have not cast vote for this resolution.  
   ii. Votes less voted are excluded for the purpose of counting the valid votes.
**Item No.9 - As a Special Resolution:**

To Borrow funds in excess of the limits prescribed under Section 180(1)(c) of the Companies Act, 2013

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205907392</td>
<td>205194685</td>
<td>589</td>
<td>195596420</td>
<td>77</td>
<td>9598265</td>
<td>95.3224</td>
<td>4.6776</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note:  
   i. Six (6) members have not cast vote for this resolution.  
   ii. Votes less voted are excluded for the purpose of counting the valid votes.

**Item No.10 - As a Special Resolution:**

To create charge on the assets of the Company as prescribed under Section 180(1)(a) of the Companies Act, 2013

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205256560</td>
<td>205195495</td>
<td>617</td>
<td>204198860</td>
<td>48</td>
<td>996635</td>
<td>99.5143</td>
<td>0.4857</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note:  
   i. Seven (7) members have not cast for this resolution.  
   ii. Votes less voted are excluded for the purpose of counting the valid votes.

**Item No.11 - As a Special Resolution:**

Further Issue of securities

<table>
<thead>
<tr>
<th>No. of Equity Shares held</th>
<th>No. of valid votes cast</th>
<th>No. of members voted in Favour</th>
<th>No. of votes in Favour</th>
<th>No. of members voted Against</th>
<th>No. of votes in Against</th>
<th>% of votes</th>
<th>No. of votes invalid/abstained</th>
<th>No. of members abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>205256630</td>
<td>205195566</td>
<td>622</td>
<td>205185394</td>
<td>47</td>
<td>10171</td>
<td>99.9950</td>
<td>0.0050</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Note:  
   i. Three (3) members have not cast vote for this resolution.  
   ii. Votes less voted are excluded for the purpose of counting the valid votes.
4. We observed that:
   a) 653 Members had cast their votes through remote e-voting
   b) 19 Members had cast their votes during the AGM.

5. All the relevant records of e-voting is under my safe custody until the Chairman of the Company considers, approves and signs the minutes of the 42nd AGM and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

6. Based on the aforesaid results, we report that Eight (8) Ordinary Resolutions as set out under Item Nos. 1 to 8 and Three (3) Special Resolutions as set out in Item Nos. 9 to 11 of the Notice of the 42nd AGM dated August 14, 2020 have been passed with the requisite majority.
7. You may accordingly declare the result of remote e-voting and e-voting during the 42nd AGM.

Thanking you,

Yours faithfully,

For S. S. Rauthan & Associates
Company Secretaries

Surjan Singh Rauthan
Proprietor
M. No. FCS.-4807 C.O.P. No.:3233

Peer Reviewed Cert. No.434/2016
UDIN: F004807B000812955
Scrutinizer for Remote e-voting and e-voting at 42nd AGM

Countersigned

Mr. Harish Kuber
Company Secretary & Compliance Officer

Place : Mumbai
Date : September 29, 2020
## VOTING RESULTS OF THE 42ND ANNUAL GENERAL MEETING OF GLENMARK PHARMACEUTICAL LIMITED HELD ON SEPTEMBER 29, 2020

<table>
<thead>
<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of shares held</th>
<th>No. of votes polled</th>
<th>% of Votes Polled on outstanding shares</th>
<th>% of Votes in favour on votes polled</th>
<th>% of Votes against on votes polled</th>
<th>Votes Invalid</th>
<th>Votes Abstained</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoter and Promoter Group</td>
<td>E-Voting</td>
<td>13,15,65,967</td>
<td>13,15,65,967</td>
<td>100.0000</td>
<td>13,15,65,967</td>
<td>0</td>
<td>100.0000</td>
<td>0.0000</td>
</tr>
<tr>
<td></td>
<td>Poll</td>
<td>0</td>
<td>0</td>
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<td>0.0000</td>
</tr>
<tr>
<td></td>
<td>Postal Ballot (if applicable)</td>
<td>0</td>
<td>0</td>
<td>0.0000</td>
<td>0</td>
<td>0</td>
<td>0.0000</td>
<td>0.0000</td>
</tr>
<tr>
<td>Total</td>
<td>E-Voting</td>
<td>13,15,65,967</td>
<td>13,15,65,967</td>
<td>100.0000</td>
<td>13,15,65,967</td>
<td>0</td>
<td>100.0000</td>
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<td>0.4877</td>
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</tr>
<tr>
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<td>28,21,68,156</td>
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**Resolution No. 1**

**Resolution required:** (Ordinary/ Special)

**ORDINARY - To receive, consider, approve and adopt the Audited Standalone Financial Statements for the Financial Year ended March 31, 2020 together with the reports of the Board and Auditors thereon**

**Whether promoter/promoter group are interested in the agenda/resolution?**

<table>
<thead>
<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of shares held</th>
<th>No. of votes polled</th>
<th>% of Votes Polled on outstanding shares</th>
<th>% of Votes in favour on votes polled</th>
<th>% of Votes against on votes polled</th>
<th>Votes Invalid</th>
<th>Votes Abstained</th>
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<td>E-Voting</td>
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<tr>
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<tr>
<td>Total</td>
<td>E-Voting</td>
<td>9,98,78,476</td>
<td>7,19,94,790</td>
<td>72.0824</td>
<td>7,19,94,790</td>
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<td>Total</td>
<td>E-Voting</td>
<td>5,07,23,713</td>
<td>2,08,851</td>
<td>0.4117</td>
<td>2,07,760</td>
<td>1,091</td>
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<td>14,841</td>
<td>0.0293</td>
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<td>0</td>
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<td>Total</td>
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<td>Total</td>
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<td>20,37,83,358</td>
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</table>
Resolution No. 2

Resolution required: (Ordinary/Special) ORINARY - To receive, consider, approve and adopt the Audited Consolidated Financial Statements for the Financial Year ended March 31, 2020 together with the report of the Auditors thereon

Whether promoter/promoter group are interested in the agenda/resolution? No

<table>
<thead>
<tr>
<th>Mode of Voting</th>
<th>No. of shares held (1)</th>
<th>No. of votes polled (2)</th>
<th>% of Votes Polled on outstanding shares [(3)=(2)/(1)]*100</th>
<th>No. of Votes in favour on votes polled [(4)=(3)*100]</th>
<th>No. of Votes against on votes polled [(5)=(2)-(4)]*100</th>
<th>% of Votes against on votes polled [(7)=(5)/(2)]*100</th>
<th>Votes Invalid</th>
<th>Votes Abstained</th>
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<tbody>
<tr>
<td>E-Voting</td>
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For S. S. Rauthan & Associates
Company Secretaries
C.P. No. 3233
MUMBAI
C.P. No. 3233 MN-FCS-4507
<table>
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<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of shares held (1)</th>
<th>No. of votes polled (2)</th>
<th>% of Votes Poled on outstanding shares (3)=(2)/(1)*100</th>
<th>No. of Votes in favour on votes polled (4)=(2)/(1)*100</th>
<th>% of Votes against on votes polled (5)=(2)/(1)*100</th>
<th>% of Votes Invalid</th>
<th>Votes Abstained</th>
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<tbody>
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<td>E-Voting</td>
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Resolution No. 4

Resolution required: (Ordinary/Special) ORDINARY - To appoint a Director in place of Mr. V. S. Mani (DIN 01082878) 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

<table>
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<th>Category</th>
<th>No. of shares held</th>
<th>No. of votes polled</th>
<th>% of Votes Polled on outstanding shares</th>
<th>No. of Votes in favour</th>
<th>No. of Votes against</th>
<th>% of Votes in favour on votes polled</th>
<th>% of Votes against on votes polled</th>
<th>Votes Invalid</th>
<th>Votes Abstained</th>
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<tr>
<td>Promoter and Promoter Group</td>
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<td></td>
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<td>(4)</td>
<td>(5)</td>
<td>(6)=(4)/(2)*100</td>
<td>(7)=(5)/(2)*100</td>
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<td>73.945</td>
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<tr>
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<td>0.0292</td>
<td>14,829</td>
<td>3,456</td>
<td>98.3504</td>
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For S. S. Rauthan & Associates
Company Secretaries,
C.P. No. 3233 MN-FCS-4807

Surjan Singh Rauthan
Proprietor
<table>
<thead>
<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of shares held (1)</th>
<th>No. of votes polled (2)</th>
<th>% of Votes Poll on outstanding shares (3)=(2)/(1)*100</th>
<th>No. of Votes – in favour (4)</th>
<th>No. of Votes – against (5)</th>
<th>% of Votes in favour on votes polled (6)=(4)/(2)*100</th>
<th>% of Votes against on votes polled (7)=(5)/(2)*100</th>
<th>Votes Invalid</th>
<th>Votes Abstained</th>
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</thead>
</table>
Resolution No. 6

Resolution required: (Ordinary/Special) ORDINARY - Appointment of Mr. Rajesh Desai (DIN: 00007960) as an Independent Director.

Whether promoter/promoter group are interested in the agenda/resolution? No

<table>
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<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of shares held</th>
<th>No. of votes polled</th>
<th>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</th>
<th>No. of Votes – in favour on votes polled (4)</th>
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For S. S. Rauthan & Associates
Company Secretaries
C.P. No. 3233
Mumbai
C. P. No. 3233 MN-FCS-4807

Signature: [Signature]
Date: 29/09/2020

Surjan Singh Rauthan
Proprietor
Resolution No. 7

Resolution required: (Ordinary/ Special) ORDINARY - Appointment of Mr. Dipankar Bhattacharjee (DIN: 08770548) as an Independent Director who was appointed as an Additional Director.

Whether promoter/promoter group are interested in the agenda/resolution? No

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<th>No. of shares held</th>
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Resolution No. 9

Resolution required: (Ordinary/Special) **SPECIAL** - To borrow funds in excess of the limits prescribed under Section 180(1)(c) of the Companies Act, 2013

Whether promoter/promoter group are interested in the agenda/resolution? No

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For S. S. Rautman & Associates
Company Secretaries
C.P. No. 3233 MN-FCS-4807

Surjan Singh Rautman
Proprietor
C.P. No. 3233 MN-FCS-4807
Resolution No. 10

Resolution required: [Ordinary/ Special] SPECIAL - To create charge on the assets of the Company as prescribed under Section 180(1)(a) of the Companies Act, 2013

Whether promoter/promoter group are interested in the agenda/resolution? No

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For S. S. Rauthan & Associates
Company Secretaries
C.P. No. 3233 MUMBAI

Sajjan Singh Rauthan
Propritor
C.P. No. 3233 MN-FCS-4807

27/09/2020
Resolution No. 11
Resolution required: (Ordinary/ Special) SPECIAL - Further issue of Securities

Whether promoter/promoter group are interested in the agenda/resolution? No

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