

17<sup>th</sup> May 2024

- |  |  |
|--|--|
| <p>(1) BSE Ltd.<br/>Listing Department<br/>Phiroze Jeejeebhoy Towers<br/>Dalal Street<br/>Mumbai 400 001<br/><b>Scrip Code: 500087</b></p> | <p>(2) National Stock Exchange of India Ltd.<br/>Listing Department<br/>Exchange Plaza, 5<sup>th</sup> floor<br/>Plot no. C/1, G Block<br/>Bandra Kurla Complex<br/>Bandra (East), Mumbai - 400 051<br/><b>Scrip Code: CIPLA</b></p> |
| <p>(3) SOCIETE DE LA BOURSE DE LUXEMBERG<br/>Societe Anonyme<br/>35A Boulevard Joseph II<br/>L-1840 Luxembourg</p>                         |  |

**Sub: Result of the Postal Ballot along with Scrutiniser's Report**

Dear Sir/Madam,

This is in furtherance to our intimation dated 16<sup>th</sup> April, 2024 w.r.t. Postal Ballot Notice, seeking approval of the members for the following matters by way of Postal Ballot:

1. To appoint Dr. Balram Bhargava as an Independent Director of the Company; and
2. To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer.

The aforesaid resolutions have been passed by members with requisite majority. Please find enclosed details of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the Scrutinizer's Report.

The voting results and the Scrutinizer's Report are also being uploaded on the Company's website, i.e. [www.cipla.com](http://www.cipla.com), under the Investors section, and on the website of the e-voting agency i.e. National Security Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

We request you to kindly take the above disclosure on record.

Yours faithfully,

For **Cipla Limited**

**Rajendra Chopra**  
**Company Secretary**

Encl.: as above

Prepared by: Pavankumar Yadav

[Home](#)[Validate](#)[Import XML](#)

## General information about company

|   |               |
|---|---------------|
| Scrip code  | 500087        |
| NSE Symbol  | CIPLA         |
| MSEI Symbol   | NOTLISTED     |
| ISIN  | INE059A01026  |
| Name of the company   | Cipla Limited |
| Type of meeting   | Postal Ballot |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 16-05-2024    |
| Start time of the meeting   |               |
| End time of the meeting   |               |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Scrutinizer Details

|   |                      |
|---|----------------------|
| Name of the Scrutinizer                   | Avinash Bagul        |
| Firms Name                                | M/s BNP & Associates |
| Qualification                             | CS                   |
| Membership Number                         | 5578                 |
| Date of Board Meeting in which appointed  | 11-04-2024           |
| Date of Issuance of Report to the company | 17-05-2024           |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Voting results

|   |                           |
|---|---------------------------|
| Record date   | 12-04-2024                |
| Total number of shareholders on record date   | 456247                    |
| <b>No. of shareholders present in the meeting either in person or through proxy</b> |                           |
| a) Promoters and Promoter group   |                           |
| b) Public   |                           |
| <b>No. of shareholders attended the meeting through video conferencing</b>          |                           |
| a) Promoters and Promoter group   |                           |
| b) Public   |                           |
| <b>No. of resolution passed in the meeting</b>                                      | <b>2</b>                  |
| Disclosure of notes on voting results   | <a href="#">Add Notes</a> |

[Prev](#)

## Resolution (1)

Resolution required: (Ordinary / Special)

Special

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

No

Description of resolution considered

To appoint Dr Balram Bhargava as an Independent Director of the Company

| 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                      | 269635378          | 269635378           | 100.0000                                | 269635378                | 0                      | 100.0000                             | 0.0000                             |
|   | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|   | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|   | <b>Total</b>                  |                    | 269635378           | 269635378                               | 100.0000                 | 269635378              | 0                                    | 100.0000                           |
| Public-Institutions                       | E-Voting                      | 403463539          | 361036167           | 89.4842                                 | 359261611                | 1774556                | 99.5085                              | 0.4915                             |
|   | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|   | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|   | <b>Total</b>                  |                    | 403463539           | 361036167                               | 89.4842                  | 359261611              | 1774556                              | 99.5085                            |
| Public- Non Institutions                  | E-Voting                      | 134268145          | 9481566             | 7.0617                                  | 9451918                  | 29648                  | 99.6873                              | 0.3127                             |
|   | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|   | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|   | <b>Total</b>                  |                    | 134268145           | 9481566                                 | 7.0617                   | 9451918                | 29648                                | 99.6873                            |
| <b>Total</b>                              |                               | 807367062          | 640153111           | 79.2890                                 | 638348907                | 1804204                | 99.7182                              | 0.2818                             |
| <b>Whether resolution is Pass or Not.</b> |                               |                    |                     |   |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution         |                               |                    |                     |   |                          |                        | Add Notes                            |                                    |

## Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer

| 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                      | 269635378          | 269635378           | 100.0000                                | 269635378                | 0                      | 100.0000                             | 0.0000                             |
|                             | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|                             | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|                             | <b>Total</b>                  |                    | 269635378           | 269635378                               | 100.0000                 | 269635378              | 0                                    | 100.0000                           |
| Public-Institutions         | E-Voting                      | 403463539          | 361036167           | 89.4842                                 | 209811223                | 151224944              | 58.1136                              | 41.8864                            |
|                             | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|                             | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|                             | <b>Total</b>                  |                    | 403463539           | 361036167                               | 89.4842                  | 209811223              | 151224944                            | 58.1136                            |
| Public- Non Institutions    | E-Voting                      | 134268145          | 9481149             | 7.0614                                  | 9423519                  | 57630                  | 99.3922                              | 0.6078                             |
|                             | Poll                          |                    |                     |   |                          |                        |                                      |                                    |
|                             | Postal Ballot (if applicable) |                    |                     |   |                          |                        |                                      |                                    |
|                             | <b>Total</b>                  |                    | 134268145           | 9481149                                 | 7.0614                   | 9423519                | 57630                                | 99.3922                            |
| <b>Total</b>                |                               | 807367062          | 640152694           | 79.2889                                 | 488870120                | 151282574              | 76.3677                              | 23.6323                            |

Whether resolution is Pass or Not.

Yes

Disclosure of notes on resolution

Add Notes

**SCRUTINIZER'S REPORT**

**Date: 17<sup>th</sup> May, 2024**

**To,**  
**The Chairman**  
**Cipla Limited**  
Cipla House Peninsula Business Park,  
Ganpatrao Kadam Marg, Lower Parel,  
Mumbai – 400013

**Subject: Cipla Limited - Scrutinizer's Report on Postal Ballot (E-voting) Results**

The Board of Directors of Cipla Limited (*hereinafter referred to as "the Company"*) vide board resolution dated 11<sup>th</sup> April, 2024, have appointed me as the Scrutinizer to scrutinize the Postal Ballot e-voting process in a fair and transparent manner in respect of all the Resolutions as stated in the Postal Ballot Notice dated 11<sup>th</sup> April, 2024 (the "**Postal Ballot Notice**").

In compliance with the provisions of Section 110 of the Companies Act, 2013 (the "**Act**") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**") Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, including any circulars, statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "**MCA**"), Government of India, for holding general meetings/ conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 and 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, and 09/23 dated September 25, 2023 (collectively referred to as "**MCA Circulars**") and any other applicable laws and regulations, the special businesses mentioned in the Postal Ballot Notice dated 11<sup>th</sup> April, 2024, were proposed to be passed by the Members of the Company through Postal Ballot via remote electronic voting ("**e-voting**") only. The Company had, accordingly, provided facility of e-voting to all Members of the Company to enable them to cast their votes electronically on the special business mentioned in the Notice.

The Company has engaged the services of National Securities Depository Limited, as the Electronic Voting Service Provider ("**NSDL**" or "**EVSP**") who had made necessary arrangements to facilitate e-voting by the shareholders of the Company on their website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). KFin Technologies Limited are the Registrar and Share Transfer Agents for the Company (the "**RTA**").



Accordingly, the Company had sent the Postal Ballot Notice including all the requisite information required by the shareholders to cast their vote(s), in electronic form only to all those Members who had registered their e-mail addresses with the Company / RTA / Depository Participants, as on Friday, 12<sup>th</sup> April, 2024 (being the cut-off date specified for this purpose). The communication of the assent or dissent of the Members was sought through the e-voting system only.

The Company and the EVSP had uploaded the Postal Ballot Notice together with the explanatory statement on their respective websites viz. [www.cipla.com](http://www.cipla.com) and [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and Electronic Voting Event Number "128345" ('EVEN') was generated for casting the votes through e-voting mode. The Company and the EVSP have complied with all the necessary formalities specified under the Act, the Rules framed thereunder and the MCA Circulars issued in this regard.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made thereunder and SEBI Listing Regulations relating to the items placed for approval of the members through postal ballot by e-voting. My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinizing the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report on the votes cast in favour and against the resolutions stated in the Notice, based on the data generated from the e-voting system provided by EVSP.

I report that the Postal Ballot Notice sent on 16<sup>th</sup> April, 2024 through e-mail to 4,41,482 members whose e-mail addresses were registered with the Company /RTA /Depositories and as made available with the RTA. The total Number of Members as on the Cut-off date was 4,56,247.

The e-voting period commenced from Wednesday, 17<sup>th</sup> April, 2024 from 9.00 a.m. (IST) and ended on Thursday, 16<sup>th</sup> May, 2024 at 5.00 p.m. (IST). The Company also published an advertisement in newspapers having nation-wide circulation on Wednesday, 17<sup>th</sup> April, 2024 in "Business Standard" English Newspaper (all editions), and in "Sakal", Marathi Newspaper (Mumbai edition) providing requisite information as required under Rules and MCA Circulars.

The item for which approval of the Members of the Company was sought as stated in the Postal Ballot Notice is mentioned hereunder: -

| Sr. No. | Type of Resolution         | Description of the resolution   |
|---------|----------------------------|---|
| 1.      | <b>Special Resolution</b>  | To appoint Dr. Balram Bhargava as an Independent Director of the Company  |
| 2       | <b>Ordinary Resolution</b> | To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer |





**SUMMARY OF VOTES CAST**

The e-voting process concluded at 5.00 p.m. IST on Thursday, 16<sup>th</sup> May, 2024. After the closure of E-voting process, the votes cast through e-voting facility were duly unblocked by me as the Scrutinizer in the presence of Ms. Shriya Sanghavi and Ms. Amita Parmar witnesses, not in employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. Since e-voting facility was provided by NSDL, the details of the e-voting exercised by the Members were duly compiled by NSDL. The details of the e-voting, the compilation of the Register containing the statement of Member's name, DP ID, Client ID and/or folio number, number of shares held, number of votes exercised, votes in favour, votes against were generated by NSDL from their website were duly scrutinized.

On scrutiny, I report that out of 4,56,247 Members holding 80,73,67,062 shares as on the cut-off date, i.e. Friday, 12<sup>th</sup> April, 2024, **3,113** Members holding **64,35,53,352** shares have exercised their votes through remote e-voting.

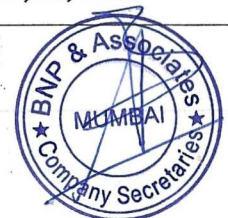
The details of Postal Ballot results for the special business(es) placed for consideration and approval of the Members is given below:

**NOTES:**

- 1. Votes cast in favour or against has been considered on the basis of number of shares held as on 12<sup>th</sup> April, 2024 i.e. the cut-off date reckoned for the purpose of postal ballot.**
- 2. \*Vote Cast in favour or against have been calculated based on the Valid Votes cast through remote e-voting.**

**Item No 1: Special Resolution:****To appoint Dr. Balram Bhargava as an Independent Director of the Company**

|   |              |                        |                         |
|---|--------------|------------------------|-------------------------|
| <b>Total no. of Members</b>   | 4,56,247     |                        |                         |
| <b>Total no. of Equity Shares</b>   | 80,73,67,062 |                        |                         |
| <b>Manner of Voting</b>   |              | <b>Number of Votes</b> | <b>Number of Shares</b> |
| Total votes/ shares cast through e-voting   | A            | 3113                   | 64,35,53,352            |
| Less: <i>Invalid votes</i>  | B            |                        |                         |
| Votes/ shares not casted in favour or against the resolution<br>*refer note above |              | -                      | 34,00,241               |
| Net Number of votes/ shares (A-B) considered valid                                | C            | 3113                   | 64,01,53,111            |



## Summary of e-voting through Postal Ballot

| Promoter / Public            | No. of shares held (1) | No. of votes cast (2) | % of votes cast on outstanding shares (3)<br>= [(2)/(1)]*100 | No. of votes - in favour (4) | No. of votes - against (5) | % of votes in favour on votes cast (6)=[(4)/(2)]*100 | % of votes against on votes cast (7)=[(5)/(2)]*100 |
|------------------------------|------------------------|-----------------------|--|------------------------------|----------------------------|--|--|
| Promoter and Promoter Group  | 26,96,35,378           | 26,96,35,378          | 100  | 26,96,35,378                 | 0                          | 100  | 0.00   |
| Public-Institutional holders | 40,34,63,539           | 36,10,36,167          | 89.484   | 35,92,61,611                 | 17,74,556                  | 99.508   | 0.492  |
| Public-others                | 13,42,68,145           | 94,81,566             | 7.062  | 94,51,918                    | 29,648                     | 99.687   | 0.313  |
| <b>Total</b>                 | <b>80,73,67,062</b>    | <b>64,01,53,111</b>   | <b>79.289</b>  | <b>63,83,48,907</b>          | <b>18,04,204</b>           | <b>99.718</b>  | <b>0.282</b>                                       |

**Percentage of votes cast in Favour: 99.718**

**Percentage of votes cast Against: 0.282**

### RESULTS: -

As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against the Resolution, I report that the Special Resolution as per Item No. 1 as set forth in the Postal Ballot Notice dated 11<sup>th</sup> April, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date for e-voting i.e. Thursday, 16<sup>th</sup> May, 2024 after the conclusion of voting period i.e. 5.00 p.m. (IST).

### Item No 2: As an Ordinary Resolution:

To approve the payment of one-time long-term incentive to Mr. Umang Vohra, Managing Director and Global Chief Executive Officer

|   |              |                 |                  |
|---|--------------|-----------------|------------------|
| <b>Total no. of Members</b>               | 4,56,247     |                 |                  |
| <b>Total no. of Equity Shares</b>         | 80,73,67,062 |                 |                  |
| Manner of voting                          |              | Number of Votes | Number of Shares |
| Total votes/ shares cast through e-voting | A            | 3113            | 64,35,53,352     |
| Less: Invalid votes                       | B            | 10              | 34,00,658        |



|  |   |      |              |
|--|---|------|--------------|
| votes/ shares not casted in favour or against the resolution *refer note above |   |      |              |
| Net Number of votes/ shares (A-B) considered valid                             | C | 3103 | 64,01,52,694 |

### Summary of e-voting through Postal Ballot

| Promoter / Public            | No. of shares held (1) | No. of votes cast (2) | % of votes cast on outstanding shares (3)<br>= $[(2)/(1)]*100$ | No. of votes - in favour (4) | No. of votes - against (5) | % of votes in favour on votes cast (6)= $[(4)/(2)]*100$ | % of votes against on votes cast (7)= $[(5)/(2)]*100$ |
|------------------------------|------------------------|-----------------------|--|------------------------------|----------------------------|---|---|
| Promoter and Promoter Group  | 26,96,35,378           | 26,96,35,378          | 100  | 26,96,35,378                 | 0                          | 100   | 0.00  |
| Public-Institutional holders | 40,34,63,539           | 36,10,36,167          | 89.484   | 20,98,11,223                 | 15,12,24,944               | 58.114  | 41.886  |
| Public-others                | 13,42,68,145           | 94,81,149             | 7.061  | 94,23,519                    | 57,630                     | 99.392  | 0.608   |
| <b>Total</b>                 | <b>80,73,67,062</b>    | <b>64,01,52,694</b>   | <b>79.289</b>  | <b>48,88,70,120</b>          | <b>15,12,82,574</b>        | <b>76.368</b>   | <b>23.632</b>   |

**Percentage of votes cast in Favour: 76.368**

**Percentage of votes cast Against: 23.632**

#### RESULTS: -

As the number of votes cast in favour of the Resolution is more than the number of votes cast against the Resolution, I report that the Ordinary Resolution as per Item No. 2 as set forth in the Postal Ballot Notice dated 11<sup>th</sup> April, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date for e-voting i.e. Thursday, 16<sup>th</sup> May, 2024 after the conclusion of voting period i.e. 5.00 p.m. (IST).

I further report that Mr. Rajendra Chopra has been authorised to receive and announce the above results of voting within two working days of the closure of the remote e-voting period. The result of the Postal Ballot will be displayed on the website of the Company [www.cipla.com](http://www.cipla.com), on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and at the Registered Office



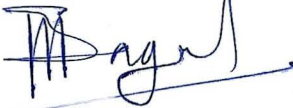
of the Company. The results will also be disclosed on the website of the BSE Limited and National Stock Exchange of India Limited, the Stock Exchanges.

I further report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them and recording the consent or otherwise received from the Members, by e-voting which includes all the particulars of the Members such as the name, folio number/DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot process of the Company.

Thanking you,  
Yours faithfully

**For BNP & Associates  
Company Secretaries**



**Avinash Bagul**  
Partner  
(FCS No. 5578 COP No. 19862)

Place: Mumbai  
Date: 17th May, 2024  
UDIN: F005578F000390721

**The following were the witnesses to the unblocking of the votes on Thursday, May 16, 2024**



1. Ms. Shriya Sanghavi



2. Ms. Amita Parmar

**Received the Report  
For Cipla Limited**

**Rajendra Chopra**  
Company Secretary

Place: Mumbai  
Date: 17<sup>th</sup> May, 2024