



31st May 2023

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

Minutes of the 67th Annual General Meeting of the Company held on 11th May 2023

Dear Sirs,

Please find enclosed a copy of the minutes of the 67th Annual General Meeting of the Company held on 11th May 2023 through Video Conferencing / Other Audio Visual Means facility. The same is also being uploaded on the Company's website.

Please take the above information on record.

Thanking you,

Yours faithfully

For Sanofi India Limited

Radhika Shah
Company Secretary & Compliance Officer
Membership No.: 19308

SANOFI INDIA LIMITED

MINUTES OF THE SIXTY-SEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SANOFI INDIA LIMITED HELD ON TUESDAY, 11TH MAY 2023 FROM 3:00 PM TO 5:00 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 Chennai)
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 Paris
5. Ms. Annapurna Das, (Non-Executive Director) attended the meeting from Sanofi, Head Office – Mumbai
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 Mumbai
8. Ms. Radhika Shah, Company Secretary attended the meeting from Sanofi, Head Office – Mumbai

Members' Attendance & Quorum through VC facility

- Total 71 members including authorized representatives were present at the meeting through VC/ OAVM.

- Mr. Vaibhav Karandikar and Ms. Radhika Shah represented Hoechst GmbH and Sanofi SA, respectively holding cumulatively 1,39,09,587 shares.

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, Partner of M/s. Price Waterhouse & Co Chartered Accountants LLP (Statutory Auditors) attended the meeting from Mumbai.
- Mr. Omkar Dindorkar, Partner of Makarand M. Joshi & Associates & Co., (Secretarial Auditors) attended the meeting from Mumbai.
- Mr. Sukrut Mehta, Partner of Kirit Mehta & Co., (Cost Auditors) 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 67th Annual General Meeting. She stated that the meeting was being held through Video Conferencing / Other Audio-Visual Means (VC / OAVM) 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 4th May 2023, for the period commencing from 9:00 AM IST on 8th May 2023 till 5:00 PM IST on 10th May 2023.

She further informed the members that the Scrutinizers had been asked to finalize their report on results of remote 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 and introduced himself. He then announced that the requisite quorum being present, the meeting was called to order.

Introduction of Directors

The Chairman introduced the Directors present at the meeting. He informed the members that Ms. Annapurna Das joined the Board as a Non-Executive Non-Independent Director of the Company with effect from 3rd November 2022. Ms. Annapurna Das currently is the Head of Asia, Sanofi Vaccines with responsibility for commercial operations for countries across Asia including India. He then welcomed Annapurna to her first AGM of Sanofi India Limited.

The Chairman also informed the members that Mr. Charles Billard, Non-Executive Director, stepped down from your Company's Board on 3rd November 2022. He had joined the Board on 1st October 2020 and Ms. Annapurna Das, Non-Executive Director, joined the Board in his place with effect from 3rd November 2022.

He then on behalf of the Board, placed on record deep appreciation for his valuable contribution during his tenure on the Board.

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 2022 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 stated that for more than six decades, the Company have been at the forefront of supplying innovative and affordable medicines to patients in India. While pursuing its purpose of chasing the miracles of science to improve people's lives, the Company engages across the entire health spectrum from the prevention of various diseases and health deficiencies to wellness, treatment, patient support and capacity-building.

He further stated that the pandemic, which looks mostly behind us, brought the entire healthcare ecosystem together like never before. Your Company and all its stakeholders came together with their collective resources and strengths to respond to the challenging situation and run the business with the resilience and serve the patients. On the other hand, despite the ongoing geo-political tensions and economic stress caused by untamed inflation and supply disruptions, India continues to demonstrate admirable resilience and a growth-focused policy environment. Government's efforts in bridging the gaps in healthcare infrastructure and making healthcare affordable to all, provides enormous opportunities to make a difference to more than a billion lives. This makes our Commitment for a healthier India, stronger and even more unswerving.

Capitalizing on the opportunities amidst the uncertainties, the Company continued to navigate and reinvent itself through 2022. Your Company's endeavor to transform the management of chronic diseases like diabetes does not stop at offering a diversified portfolio of products, but also to deepening disease therapy awareness. The Company's cutting-edge science and manufacturing, fueled by data and digital technologies, have the potential to transform the practice of medicine, turning the impossible into possible for millions of people. This quest is captured in the Company's, unifying purpose, 'We chase the miracles of science to improve people's lives'

Your Company's unwavering commitment to building strong and long-lasting relationships with its stakeholders, continues by fostering healthy dialogues and understand their needs and expectations. Promoting value-enriching partnerships, deploying open, ongoing, and methodical processes with varied channels of communication are some of initiatives which the Company continues to strengthen. With increasing emphasis on ESG matters, your Company is adopting newer ways to have an integrated business strategy, that generates long-term value for its stakeholders.

Programs like planet mobilisation, diversity, equity & inclusion, social impact and employee well-being, now include impact measurement so that the Company can assess its performance. Inspired by Sanofi's global ESG strategy, your Company undertook a materiality survey to establish a baseline in its very first Integrated Annual Report for 2022 last year. I trust you all would have read the Report by now.

Your Company's human capital plays a crucial role in the functioning of its business. Striving to cultivate a thriving work environment by building a diverse workforce, investing in enhancing the workforce's skills and career development pathways, and ensuring the workforce's well-being has been imperative at Sanofi. During the year, the Company launched volunteering leave empowering the employees for their contribution to society.

The Company continues to strive to achieve environmental stewardship by developing cutting-edge, environment-friendly products, while also putting a strong emphasis on sustainable resource management. Your Company has joined the 'Race to Zero' initiative, a global commitment to Net Zero carbon emissions by 2045, including commitments to limit its environment footprint and adopt circular solutions.

With Rodolfo taking over the reins as the new Managing Director, your Company has refreshed its strategy with a renewed focus on growth and improving operational efficiencies, with a commitment for value creation.

To accelerate growth for both the pharmaceuticals business and Consumer Healthcare business in India, the Company had yesterday announced the demerger of the Consumer Healthcare Business into Company's, wholly owned subsidiary, Sanofi Consumer Healthcare India Limited. I am sure all of you have read the Press Release and related announcements yesterday as well as in the Investor Call held earlier in the day. This Demerger will help both Sanofi India Limited and Sanofi Consumer Healthcare India Limited, to build a sustainable growth model. With this Sanofi is in a strengthened position in India, allowing the Company to deliver better value to our shareholders and other stakeholders.

He then moved to the performance of the Company for the year 2022 and mentioned that the results for the FY 2022 are not comparable with that FY 2021 due to the following:

- completion of slump sale transaction of the Company's Nutraceuticals business in 2021.
- completion of transfer and sale of certain assets relating to the distribution business of Soframycin and Sofradex conducted in 2021 for which the consideration was received in Q1 of 2022.

Performance of the Company for the year 2022

The Indian pharmaceutical industry had been growing at an average of ~10% over the past five years. In 2021, the growth reached spiked to 18%, with higher sales in acute care therapies and COVID related medicines. In 2022, the industry grew by 6.5%, adding nearly Rs. 12,000 crores of incremental sales. The demand for acute therapies increased, while most chronic therapies like diabetes and cardiovascular treatments remained relatively steady.

As you are aware, your Company offers a wide range of medicines for the treatment of diabetes through both insulins and oral medicines. The Company also offers medicines for cardiological issues, thrombosis, epilepsy, allergies, and infections, in addition to providing supplements for vitamin deficiencies.

For the year 2022, your Company achieved revenue from operations of Rs. 27.7 billion as against Rs. 29 billion in the previous year. Excluding the exceptional sales in 2021 on account of Covid Pandemic, NLEM price impact and supply issues in 2022, the domestic (in India) business had grown by approximately 3.7%. Profit from Operations excluding divestment and exceptional income grew by 6% over previous year.

Considering the cash-flow requirements of the Company and the strategy, the Board of Directors had recommended Rs. 194/- per equity share of the face value of Rs.10/- each and a second special dividend of Rs. 183/- per equity share of the face value of Rs.10/- each for the financial year ended 31st December 2022. The Company had earlier paid one-time special interim dividend of Rs. 193/- per equity share on 22nd August 2022. Accordingly, the total dividend for the financial year 2022, including the proposed final dividend, one-time special interim dividend and second special dividend, amounts to Rs. 570/- per equity share of the face value of Rs.10/- each.

It gives me immense pleasure in informing you that, your Company has been recognised and certified by the international Top Employer Institute, for five consecutive years, for outstanding HR practices and policies. The reward was for excellence in working conditions offered to employees, development of talents and continuous improvement of human resource practices. The certification validates your Company's continuous efforts to develop a solid, coherent, and employee-centric strategy to position itself among the most attractive companies in India.

Your Company is committed to developing sustainable and scalable solutions to address social challenges in healthcare; and deepen education through the partnership-based model of its Corporate Social (CSR) Responsibility initiatives.

Your Company CSR programs include access to healthcare, capacity building, disease awareness and employee volunteering. You will find very useful details on the CSR programs in the Annual Report.

Your Company's patient-centric approach to deliver solutions beyond-the-pill, has during the year, helped drive innovation in its campaigns and programmes. Further, at the core of our operations lie the pillars of research, innovation, and development. He further elaborated on some of such initiatives:

- Your Company through innovative digital solutions such as our Tele-engagement Model, successfully onboarded over 10,000 healthcare professionals (HCPs) supported by Omnichannel and the Triple Partnership model.
- Your Company has adopted various digital campaigns to enhance its presence across social media platforms to communicate its initiatives and spread awareness regarding healthcare to our stakeholders. Such digital initiatives have collectively garnered over 50 lakhs views in FY 2022, itself.
- LANDMARC, a real world, long-term prospective study of Type 2 Diabetes Patients was published to capture and understand the progression of the disease, its control and treatment, and complications over time. It saw multiple publications in Indian and international scientific meetings on diabetes and is a reference document on diabetes epidemiology and management.

During the last two AGMs, we explained to you that your Company is working on building digital capabilities in various aspect of business. Digital technologies are present in each aspect of business or interactions – manufacturing, entire supply chain from manufacturing to patient, interaction between the Company and healthcare professionals, interactions between healthcare professionals and patients, and even in interaction between the Company and its employees.

In conclusion, with the dynamic operating environment, going forward, your Company will continue to strive for growth and create value for its stakeholders. The Company is focused on building capabilities for future which will provide edge to the Company in the long term. Your Board will continue to review the progress and provide strategic support and guidance to the team.

With renewed focus on growth, all at Sanofi are motivated to unleash the potential of your Company for the next phase of accelerated growth.

He then thanked all employees across the Company for their strong commitment to the values of Sanofi and their relentless perseverance in the pursuit of excellence to deliver the best for all the customers and consumers.

He once again thanked the valued shareholders, on behalf of the Board, for their continued support and goodwill and also thanked all other stakeholders for their support.

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 2022 including the Balance Sheet as at December 31, 2022 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 December 31, 2022 including Balance Sheet as at December 31, 2022, 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

a. To confirm the payment of Interim Dividend for the Financial Year ended December 31, 2022.

b. For declaration of final dividend of Rs. 194 per equity share and a second special dividend of Rs. 183 per equity share for the Financial Year ended December 31, 2022

"RESOLVED THAT the Interim dividend of Rs. 193/- per equity share of the face value of Rs. 10/- each for the Financial Year ended December 31, 2022, which was paid to the Shareholders on August 22, 2022 be and is hereby noted and confirmed.

"RESOLVED FURTHER THAT a final dividend of Rs. 194/- and a second special Dividend of Rs. 183/- aggregating to a total final dividend of Rs. 377/- per equity share of the face value of Rs. 10/- each, for the year ended 31st December 2022 be paid to:

- those Members whose names appear on the Register of Members of the Company on 28th April 2023; and
- those whose names appear as beneficial owners as at the close of business on 28th April 2023, as per details to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited."

3. Ordinary Resolution for re-appointment of Mr. Marc-Antoine Lucchini (DIN 08812302), who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Marc-Antoine Lucchini (DIN 08812302) 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 Ratification of remuneration to Cost Auditors

"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, to conduct the audit of the cost accounting records maintained by the Company for the financial year ending December 31, 2023, be paid remuneration of Rs. 460,000, plus applicable Goods and Services Tax and out of pocket expenses, 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."

5. Ordinary Resolution for Approval of overall limits of remuneration payable to Non-Executive Director(s)

"RESOLVED THAT in supersession of the resolutions passed at the earlier meetings of Members and pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Articles of Association, the Company be and is hereby authorised to pay its Non-Executive Directors, other than the Managing Director or Whole-time Director(s) or Director(s) who are employees of Sanofi or companies of the Sanofi

group, in addition to sitting fees paid to them for attending the meetings of the Board of Directors or its Committees, such sum by way of commission, every year for a period of five financial years commencing from January 1, 2024, as the Board may determine from time to time, but not exceeding 1% (one percent) or such other percentage of the Net Profits of the Company in any financial year as may be specified under the Act and computed in the manner provided under Section 198 of the Act.

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 the aforesaid 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 Thursday, May 4 2023, hence only those queries which were received in advance were duly noted and answered. The Company had received queries on various topics from shareholders.

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. Rodolfo Hrosz and 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, May 4, 2023. 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:

Mr. Rajesh Kewalram Chainani
Mr. Hariram Chaudhary
Mr. Bharat Shah
Mr. Dharmesh Pravin Vakil
Mr. Dipankar Purkayastha
Mr. Bimal Kumar Agrawal
Mr. Dinesh Gopladas Bhatia
Mr. Vinod Motilal Agarwal
Mr. Kaushik Shahukar
Mr. Ashish Shankar Bansal
Mr. Yusuf Rangwala
Ms. Lekha Shah
Mr. Santosh Kumar Saraf
Ms. Smita Shah

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 the dividends for the year 2022
- 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, future plans, etc.

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

He then requested Mr. Rodolfo Hrosz, Managing Director for his response to the questions and comments on the suggestions made by the speaker shareholders.

Mr. Rodolfo Hrosz thanked the shareholders for their participation and commitment towards the Company.

He then responded on the growth part and informed that the focus was on the diabetes, consumer healthcare, innovation & partnerships, and lastly, on our go-to market evolution. The data that was released, for Q1 2023 was one of the best quarters the company have had. The underlying performance in Q1 was good and was better than what we have had in the past quarters, in the past years. This showed that the Company is on track with the plan and the plan is showing that it has consistency, and it will deliver accelerated performance going forward.

The Company value and treasure its phenomenal assets and brands, with very strong leadership positions in key categories, and we nurture them and want to continue to develop and build them.

He then requested Mr. Vaibhav Karandikar, Whole-time Director and CFO to respond on the rest of the questions raised by the shareholders which were as follows:

On the sustainability of the dividends, as part of India for India strategy the growth will now come from global and local innovation and partnerships. So, essentially, the future growth of the company is largely organic in nature, and therefore, the high payout ratio will be able to maintain those payout ratios considering the fact that the growth is largely organic.

On the foreign exchange earnings and outgo the Company earned 400 crores foreign exchange, and spent 400 crores. We're actually having a natural hedge in that.

On profitability of the CHC business and profits and the revenue split. The CHC business is approximately 30% of sales in terms of revenues. And the profitability share is between 35 to 38% of operating profits.

On Capex plan. At our Goa plant, the Company have sufficient capacities to meet current and future demands. Hence the capex, essentially in the future, will be replacement capex and there is not significant expansion capex that we plan as we go forward.

On impact assessment for CSR and the spend. There are two flagship programs, one is our type 1 program, and the second is the mobile medical unit program where we try to impact and create awareness with individuals. Almost 145,000 individuals were reached out, and 25,000 patients were diagnosed. For further details on all our activities and the beneficiaries, page 69 of the Annual Report can be referred.

On financial table for last 10 years. Currently we have on page 41 and 42 of the Annual Report, last 5 years' data and the request for 10 years data will be taken in consideration for going forward.

The Chairman then thanked Mr. Rodolfo Hrosz and Mr. Vaibhav Karandikar for their 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 5.00 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: 29th May 2023

Place: Gurugram

Sd/-
CHAIRMAN

CERTIFIED TRUE COPY

Radhika Shah
Company Secretary and Compliance Officer

Summary of Scrutinizer's Report

1. Cut-off date

The Voting rights were reckoned as on, May 4, 2023, 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 67th AGM held on Thursday, 11th May 2023.

3. Results

Date of AGM	May 11, 2023
Total number of shareholders on record date (i.e., May 4, 2023, as on)	82,726
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	02
Public	69

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 December 31, 2022 including the Balance Sheet as on December 31, 2022, 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	1,39,09,587	1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	57,80,643	53,85,037	93.16	53,85,037	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		53,85,037	93.16	53,85,037	0	100.00	0.00
3	Public-Non-Institutional	Remote E-Voting	33,40,392	398704	11.94	397359	1345	99.66	0.34
		E-Voting at AGM		148	0.00	148	0	100.00	0.00
		Total		3,98,852	11.94	3,97,507	1,345	99.66	0.34
Total			2,30,30,622	33,40,892	85.51	19692131	1345	99.99	0.01

Resolution Item No. 2 - Ordinary Resolution:

- A. To confirm the payment of Interim Dividend for the Financial Year ended December 31, 2022.
- B. To declare a final dividend of Rs. 194 per equity share and a second special dividend of Rs, 183 per equity share for the Financial Year ended December 31, 2022.

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	1,39,09,587	1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	57,80,643	53,92,744	93.29	53,92,744	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		53,92,744	93.29	53,92,744	0	100.00	0.00
3	Public-Non-Institutional	Remote E-Voting	33,40,392	3,98,677	11.94	3,97,398	1,279	99.68	0.32
		E-Voting at AGM		148	0.00	38	110	25.68	74.32
		Total		3,98,825	11.94	3,97,436	1,389	99.65	0.35
Total			2,30,30,622	1,97,01,156	85.54	1,96,99,767	1,389	99.99	0.01

Resolution Item No. 3 - Ordinary Resolution:

To re-appoint Mr. Marc-Antoine Lucchini (DIN 08812302), 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	1,39,09,587	1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	57,80,643	53,90,744	93.26	49,11,686	4,79,058	91.11	8.89
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		53,90,744	93.26	49,11,686	4,79,058	91.11	8.89
3	Public-Non- Institutional	Remote E-Voting	33,40,392	3,98,694	11.94	3,97,023	1,671	99.58	0.42
		E-Voting at AGM		148	0.00	148	0	100.00	0.00
		Total		3,98,842	11.94	3,97,171	1,671	99.58	0.42
Total			2,30,30,622	1,96,99,173	85.53	1,92,18,444	4,80,729	97.56	2.44

Resolution Item No. 4 - Ordinary Resolution:

Ratification of remuneration to Cost Auditors:

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	1,39,09,587	1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	57,80,643	53,90,744	93.26	53,90,744	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		53,85,037	93.26	53,90,744	0	100.00	0.00
3	Public-Non-Institutional	Remote E-Voting	33,40,392	3,97,864	11.91	3,96,336	1,528	99.62	0.38
		E-Voting at AGM		148	0.00	148	0	0.00	0.00
		Total		3,98,012	11.92	3,96,484	1,528	99.62	0.38
Total			2,30,30,622	1,96,98,343	85.53	1,96,96,815	1,528	99.99	0.01

Resolution Item No. 5 - Ordinary Resolution:

Approval of overall limits of remuneration payable to Non-Executive Director(s):

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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
1	Promoter and Promoter Group	Remote E-Voting	1,39,09,587	1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		1,39,09,587	100.00	1,39,09,587	0	100.00	0.00
2	Public - Institutional holders	Remote E-Voting	57,80,643	53,90,744	93.26	53,84,936	5,808	99.89	0.10
		E-Voting at AGM		0	0.00	0	0	0.00	0.00
		Total		53,90,744	93.26	53,84,936	5,808	99.89	0.10
3	Public-Non-Institutional	Remote E-Voting	33,40,392	3,97,899	11.91	3,96,251	1,648	99.59	0.41
		E-Voting at AGM		148	0.00	137	11	0.00	0.00
		Total		3,98,047	11.92	3,96,388	1,659	99.58	0.42
Total			2,30,30,622	1,96,98,378	85.53	1,96,90,911	7,467	99.96	0.04

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.