



06<sup>th</sup> November 2023

The Secretary,  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai 400 001  
Scrip Code: 500674

The Secretary,  
The National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra East, Mumbai 400 050  
Symbol: SANOFI

**Sub: Results of Postal Ballot**

Dear Sirs

This is further to our letter dated 5<sup>th</sup> October 2023, whereby we had submitted the Postal Ballot Notice for seeking approval of the Members of the Company, by way of Ordinary Resolutions for appointment of Ms. Renee Amonkar (DIN: 10335917) as a Director and Whole-time Director of the Company with effect from 26<sup>th</sup> September 2023

In this regard, please note that Mr. Omkar Dindorkar, Partner, at M/s. MMJB & Associates LLP, Practicing Company Secretaries who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on 06<sup>th</sup> November 2023. In accordance with the said Report, the Members of the Company have approved the Ordinary Resolutions as embodied in the Postal Ballot Notice dated 26<sup>th</sup> September 2023, for appointment of Ms. Renee Amonkar (DIN: 10335917) as a Director and Whole-time Director of the Company, with majority of votes as detailed here under:

Particulars	Appointment of Ms. Renee Amonkar (DIN: 10335917) as a Director of the Company.	Appointment of Ms. Renee Amonkar (DIN: 10335917) as a Whole-time Director of the Company.
Votes in favour of the resolution (%)	96.01%	95.89%
Votes against of the resolution (%)	3.98%	4.10%

Further, please find enclosed the following:

1. Voting results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, signed by the Company Secretary.
2. Report of the Scrutinizer dated 06<sup>th</sup> November 2023.

Please take the above information on record.

**For Sanofi India Limited**

Radhika  
Kartik Shah

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Radhika Kartik Shah  
Date: 2023.11.06  
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**Radhika Shah**  
**Company Secretary & Compliance Officer**  
**Membership No: A19308**



### Results of Postal Ballot as per Regulation 44(3) of Listing Regulations

Name of Company	Sanofi India Limited
Date of Postal Ballot Notice	26 <sup>th</sup> September 2023
Voting Start Date	07 <sup>th</sup> October 2023
Voting end date	05 <sup>th</sup> November 2023
Total number of members as of record date	70621
Number of members present in the meeting either in person or proxy	Not applicable
Promoter and Promoter Group	Not applicable
Public	Not applicable
Number of members present through Video-Conferencing	Not applicable
Promoter and Promoter Group	Not applicable
Public	Not applicable



Results of Postal Ballot is given as under:

Resolution 1

Appointment of Ms. Renee Amonkar as a Director of the Company

Resolution Details 1								
Resolution Required					Appointment of Ms. Renee Amonkar as a Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	13909587	13909587	100	13909587	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>13909587</b>	<b>13909587</b>	<b>100</b>	<b>13909587</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting	6181120	5316764	86.01619124	4535219	781545	85.30036315	14.69963685
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>6181120</b>	<b>5316764</b>	<b>86.01619124</b>	<b>4535219</b>	<b>781545</b>	<b>85.30036315</b>	<b>14.69963685</b>
Public Non-Institutions	E-voting	2939915	399712	13.59603934	398489	1223	99.6940297	0.305970299
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>2939915</b>	<b>399712</b>	<b>13.59603934</b>	<b>398489</b>	<b>1223</b>	<b>99.6940297</b>	<b>0.305970299</b>
<b>Total</b>		<b>23030622</b>	<b>19626063</b>	<b>85.21725119</b>	<b>18843295</b>	<b>782768</b>	<b>96.01158928</b>	<b>3.988410717</b>



Resolution 2

Appointment of Ms. Renee Amonkar as a Whole-time Director of the Company

Resolution Details 2								
Resolution Required					Appointment of Ms. Renee Amonkar as a Whole-time Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	13909587	13909587	100	13909587	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>13909587</b>	<b>13909587</b>	<b>100</b>	<b>13909587</b>	<b>0</b>	<b>100</b>
Public Institutions	E-voting	6181120	5316764	86.01619124	4511894	804870	84.86165645	15.13834355
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>6181120</b>	<b>5316764</b>	<b>86.01619124</b>	<b>4511894</b>	<b>804870</b>	<b>84.86165645</b>
Public Non-Institutions	E-voting	2939915	399556	13.59073307	398281	1275	99.68089579	0.319104206
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2939915</b>	<b>399556</b>	<b>13.59073307</b>	<b>398281</b>	<b>1275</b>	<b>99.68089579</b>
<b>Total</b>		<b>23030622</b>	<b>19625907</b>	<b>85.21657383</b>	<b>18819762</b>	<b>806145</b>	<b>95.89244461</b>	<b>4.107555386</b>

For Sanofi India Limited

Radhika

Kartik Shah

Radhika Shah

Company Secretary & Compliance officer

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Radhika Kartik Shah  
Date: 2023.11.06  
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# *MMJB & Associates LLP*

## Company Secretaries

Ecstasy, 803-804, 8<sup>th</sup> Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678100

**Report of Scrutinizer for Voting through E-voting on Postal Ballot  
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of  
the Companies (Management and Administration) Rules 2014]**

To,  
Radhika Kartik Shah,  
Company Secretary  
**Sanofi India Limited**  
Sanofi House, CTS No. 117-B,  
L&T Business Park, Saki Vihar Road,  
Powai, Mumbai - 400072.

Dear Ma'am,

**Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014**

- A. Pursuant to the resolution passed by the Board of Directors of **Sanofi India Limited** (hereinafter referred as "**the Company**") on Tuesday, September 26, 2023. I, Omkar Dindorkar (Certificate of Practice No. 24580), Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as a Scrutinizer for vote casted through electronic means for the postal ballot process and the votes casted in respect of the resolutions set out in the Postal Ballot Notice dated September 26, 2023 (hereinafter referred as "**Notice**").
- B. Member's approvals were sought for approving the following special businesses:-
- i. Appointment of Ms. Renee Amonkar (DIN: 10335917) as a Director of the Company.
  - ii. Appointment of Ms. Renee Amonkar (DIN: 10335917) as a Whole-time Director of the Company.
- C. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice and explanatory statement along with the process of E-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/Registrar and Share Transfer Agent of the Company for communication purposes in compliance with MCA Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, December 8, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 and SEBI Circular dated May 12, 2020, September 28, 2020, January 25, 2021, May 13, 2022 and October 07, 2023 and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement via electronic mode on

Thursday, October 05, 2023 to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on Friday, September 29, 2023 ("cut-off-date").

- D. The remote e-voting facility was provided by National Securities Depository Limited ("NSDL").
- E. Members were required to communicate their assent or dissent only through Postal Ballot by remote e-voting system in terms of the said MCA Circulars.
- F. The voting period commenced on Saturday, October 07, 2023 at 9.00 A.M. (IST) and ended on Sunday, November 05, 2023 at 5.00 P.M. (IST) for voting through electronic mode.
- G. The e-voting was blocked at 5:00 P.M. (IST) on Sunday, November 05, 2023 and the e-voting summary statement was downloaded from e-voting website of NSDL.
- H. The Members holding shares as on the "cut off" date i.e. Friday, September 29, 2023, were entitled to vote on the proposed resolutions.
- I. The register, in accordance with Rule 20 (4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

Result of the Postal Ballot through e-voting are as under:

**Resolution Item No. 1: Ordinary Resolution**

Appointment of Ms. Renee Amonkar (DIN: 10335917) as a 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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E - Voting through Postal Ballot	1,39,09,587	1,39,09,587	100.0000	1,39,09,587	0	100.0000	0.0000
Public Institutions		61,81,120	53,16,764	86.0162	45,35,219	7,81,545	85.3004	14.6996
Public Non-Institutions		29,39,915	3,99,712	13.5960	3,98,489	1,223	99.6940	0.3060
<b>Total</b>		<b>2,30,30,622</b>	<b>1,96,26,063</b>	<b>85.2173</b>	<b>1,88,43,295</b>	<b>7,82,768</b>	<b>96.0116</b>	<b>3.9884</b>

**Resolution Item No. 2: Ordinary Resolution**

Appointment of Ms. Renee Amonkar (DIN: 10335917) as a Whole-time 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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E - Voting through Postal Ballot	1,39,09,587	1,39,09,587	100.0000	1,39,09,587	0	100.0000	0.0000
Public Institutions		61,81,120	53,16,764	86.0162	45,11,894	8,04,870	84.8617	15.1383
Public Non-Institutions		29,39,915	3,99,556	13.5907	3,98,281	1,275	99.6809	0.3191
<b>Total</b>		<b>2,30,30,622</b>	<b>1,96,25,907</b>	<b>85.2166</b>	<b>1,88,19,762</b>	<b>8,06,145</b>	<b>95.8924</b>	<b>4.1076</b>

All the aforesaid resolutions were passed by requisite majority.  
The vote cast does not include abstained votes.

**For MMJB & Associates LLP  
Company Secretaries**

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Date: 2023.11.06 18:23:20 +05'30'  
MADHAV  
DINDORKAR

**Omkar Dindorkar**  
**Designated Partner**  
ACS: 43029  
CP: 24580  
PR: 2826/2022  
UDIN: A043029E001677629  
Date: 06-11-2023  
Place: Mumbai

**For Sanofi India Limited**

Radhika Digitally signed by Radhika Kartik Shah  
Date: 2023.11.06 22:28:57 +05'30'  
Kartik Shah

**Radhika Kartik Shah**  
**Company Secretary & Compliance Officer**  
**(Authorised Representative)**  
Date: 06-11-2023  
Place: Mumbai