

Sun Pharmaceutical Industries Limited

Sun House, Plot No. 201 B/1,
Western Express Highway, Goregaon (E),
Mumbai – 400 063, Maharashtra, INDIA.
Tel. : (91-22) 4324 4324
Fax : (91-22) 4324 4343
Website: www.sunpharma.com
CIN: L24230GJ1993PLC019050



January 27, 2023

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051.
NSE Code: SUNPHARMA

BSE Limited,
Market Operations Dept.
P. J. Towers,
Dalal Street,
Mumbai - 400 001.
Stock Code: 524715

Dear Sir/ Madam,

Sub: Outcome of postal ballot and disclosure of voting results

The Company vide Postal Ballot Notice dated December 16, 2022 (“Notice”), conducted Postal Ballot seeking approval of the shareholders, by way of a Special Resolution, for appointment of Mr. Sanjay Asher (DIN: 00008221) as an Independent Director of the Company for a term commencing from November 1, 2022 till March 31, 2025.

We wish to inform that the appointment of Mr. Sanjay Asher (DIN: 00008221) as an Independent Director of the Company for a term commencing from November 1, 2022 till March 31, 2025, has been approved by the shareholders by way of a Special Resolution.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), we are enclosing herewith the details of the voting results **Annexure - A** and the Report of the Scrutinizer **Annexure - B**.

The voting results and the Report of the Scrutinizer are being made available on the website of the Company and on website of Central Depository Services (India) Limited.

This is for your information and dissemination.

Thank You.

For Sun Pharmaceutical Industries Limited

(Anoop Deshpande)

Company Secretary & Compliance Officer
ICSI Membership No.: A23983

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**Annexure A****Details of Voting Result by Postal Ballot Process pursuant to Regulation 44(3) of Listing Regulations**

Name of the Company	Sun Pharmaceutical Industries Limited
Date of Postal Ballot Notice	Friday, December 16, 2022
Cut-off Date	Tuesday, December 20, 2022
Start of Voting period	Thursday, December 29, 2022 09:00 a.m. (IST)
End of Voting period	Friday, January 27, 2023 05:00 p.m. (IST)
Total Number of Shareholders on cut-off date	648,505
Number of Shareholders present in the meeting either in person or proxy: <ul style="list-style-type: none">• Promoter and Promoters Group• Public	Not applicable
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoter and Promoters Group• Public	Not applicable

RESOLUTION 1:

Resolution Required (Ordinary/Special)	Special	Appointment of Mr. Sanjay Asher (DIN: 00008221) as an Independent 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	% 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	Postal Ballot	1,30,71,34,535	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		1,30,71,22,535	99.9991%	1,30,71,22,535	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		1,30,71,22,535	99.9991%	1,30,71,22,535	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	86,17,39,069	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		73,63,53,725	85.4497%	32,38,69,597	41,24,84,128	43.9829%	56.0171%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		73,63,53,725	85.4497%	32,38,69,597	41,24,84,128	43.9829%	56.0171%
Public - Non-Institutions	Postal Ballot	23,04,61,366	3,71,399	0.1612%	3,71,399	-	100.0000%	0.0000%
	E-Voting		5,10,25,589	22.1406%	5,10,03,551	22,038	99.9568%	0.0432%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		5,13,96,988	22.3018%	5,13,74,950	22,038	99.9571%	0.0429%
Total		2,39,93,34,970	2,09,48,73,248	87.3106%	1,68,23,67,082	41,25,06,166	80.3088%	19.6912%

KJB & CO LLP

COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 110 and other applicable provisions of Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Company Secretary,
Sun Pharmaceutical Industries Limited (CIN: L24230GJ1993PLC019050)
Regd. Office: SPARC, Tandalja,
Vadodara – 390012, Gujarat.

Dear Sir,

Consolidated Report of Scrutinizer on the results of Voting by way of Postal Ballot including remote e-voting (“Postal Ballot”) in connection with the resolution detailed in the Notice dated December 16, 2022 (“Postal Ballot Notice”), for seeking approval of members of Sun Pharmaceutical Industries Limited (“the Company”).

I, Chintan Jagdishgiri Goswami, partner of M/s. KJB & CO LLP, Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of scrutinizing the votes cast on the resolutions detailed in the Postal Ballot Notice, for seeking approval of members of the Company by way of special resolution by means of Postal ballot in accordance with the provisions of section 110 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and other applicable rules under the Act (“Rules”).

1. The Company had completed the dispatch of Postal Ballot Notice along with postal ballot form and a self-addressed business reply envelope to the members by prescribed modes on December 24, 2022, whose names appeared in the Register of Members / Records of Depositories as on December 20, 2022 (“cut-off date”) and the ‘Newspaper Advertisement’ pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on December 26, 2022.
2. The Company had entered into arrangement with Central Depository Services (India) Limited (CDSL) for providing electronic voting facilities through remote e-voting (“e-voting”) to all the members who were eligible to take part in the voting process.
3. Our responsibility as a scrutinizer was to ensure that the processes of voting by way of Postal Ballot conducted in a fair and transparent manner and to submit a consolidated scrutinizer’s report on the voting to the Company Secretary of the Company who is authorised by the Board of Directors of the Company on the resolution, based on the verification of physical ballot forms received from the members of the Company as well as report generated from the electronic voting system provided by CDSL.

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S. V. Road,
Kandivali (West),
Mumbai - 400 067.

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Website: www.kjblp.com
LLPIN: AAM-3002



4. Further to above, we submit our report as under:

- 4.1 The facility for casting vote under Postal Ballot process remained open for a period of 30 days commencing from Thursday, December 29, 2022 at 09.00 A.M. (IST) and ended on Friday, January 27, 2023 at 5.00 P.M. (IST).
- 4.2 The ballot papers received were scrutinized and reconciled with the records maintained by the Company / RTA and the authorizations / Power of attorney etc. lodged with the Company. The names of voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as by physical ballots. Invalid ballots were marked and segregated and the summary results were prepared. For processing Postal Ballots, necessary technical support was provided by Link Intime (India) Private Limited, Mumbai; the Registrar & Share Transfer Agents of the Company.
- 4.3 The votes casted through Remote E-voting were unblocked in the presence of two witnesses and the Remote E-voting summary statement generated from the electronic voting system provided by CDSL.
- 4.4 The particulars of all Postal Ballot Forms / details of electronic votes cast by members have been entered in a separate Register maintained in electronic mode showing equity shareholders who have voted "For" and "Against" the resolution.
- 4.5 Voting rights of Equity shareholders have been reckoned in proportion to their shares in the paid-up share capital of the Company as on Tuesday, December 20, 2022.



We hereby submit our Report as under:

Item No. 1:

Special resolution for Appointment of Mr. Sanjay Asher (DIN: 00008221) as an Independent Director of the Company.

Particulars	Remote e-Voting		Postal Ballot Form		Total	
	No. of Members*	Number of votes cast by them	No. of Members*	Number of votes cast by them	No. of Members*	Number of votes cast by them
Total Valid votes	2,822	2,09,45,01,849	43	3,71,399	2,865	2,09,48,73,248
Total votes cast in favour of resolution	1,997	1,68,19,95,683	43	3,71,399	2,040	1,68,23,67,082
Total votes cast against resolution	825	41,25,06,166	0	0	825	41,25,06,166
% of votes cast in favour	70.77%	80.31%	100.00%	100.00%	71.20%	80.31%
% of votes cast against	29.23%	19.69%	0.00%	0.00%	28.80%	19.69%

Invalid/Abstain votes:

Number of Members whose votes were invalid	Number of votes cast/held by them
8	7,402

The reason for considering the above votes as invalid includes signature mismatch, unsigned postal ballot form, neither assent or dissent mentioned etc.



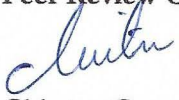
Based on the foregoing, the resolution stated in the Postal Ballot Notice is deemed to have been passed as a special resolution on the last date of Postal Ballot period i.e. Friday, January 27, 2023.

The electronic data and all other relevant records relating to the Postal Ballot / Remote E-voting are under our safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and sign the minutes of the Postal Ballot.

Note: For the purpose of number of members voted in case of Promoter and Promoter group, the number of folios have been consolidated on PAN basis.

Thanking You.

For KJB & CO LLP,
Practicing Company Secretaries
Firm Unique Identification No. – L2020MH006600
Peer Review Certificate No. – 2797/2022



Chintan Goswami

Partner

Mem No. - 33697

C. P. No. – 12721

UDIN: A033697D003062998

Date: Magh 7, 1944 | January 27, 2023

Place: Vadodara



Countersigned by:
For Sun Pharmaceutical Industries Limited

Mr. Anoop Deshpande
Company Secretary