Announcement of the consolidated Results of Remote E-Voting and E-Voting during Twenty Fifth Annual General Meeting of Cadila Healthcare Limited

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 ("**the Act**") read with rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), the Company had provided remote e-voting facility to the members for exercising the voting rights and e-voting facility was also provided during the Twenty Fifth Annual General Meeting ("**AGM**") of Cadila Healthcare Limited ("**the Company**").

The voting on the 6 resolutions contained in the Notice of AGM dated June 19, 2020 were casted through remote e-voting and e-voting during AGM. Based on the report submitted by Mr. Manoj Hurkat, Practicing Company Secretary, the Scrutinizer appointed for both, remote e-voting and e-voting during AGM, I declare the resolutions contained in the Notice of AGM as passed with requisite majority. The summary of results is as under:

Item No. of Notice	Particulars of business	Voting in favour of the resolution		Votes against the resolution	
		Nos.	%	Nos.	%
Item No. 1 of the Notice (As an Ordinary Business)	Remote e-voting	921109086	100.00	1350	Negligible
	E-voting during AGM	7083	100.00	20	Negligible
	Total	**921116169**	**100.00**	**1370**	**Negligible**
Item No. 2 of the Notice (As an Ordinary Business)	Remote e-voting	921795094	100.00	2858	Negligible
	E-voting during AGM	7093	100.00	10	Negligible
	Total	**921802187**	**100.00**	**2868**	**Negligible**
Item No. 3 of the Notice (As an Ordinary Business)	Remote e-voting	895192894	99.94	524045	0.06
	E-voting during AGM	7093	100.00	10	Negligible
	Total	**895199987**	**99.94**	**524055**	**0.06**
Item No. 4 of the Notice (As an Ordinary Business)	Remote e-voting	915842480	99.74	2350792	0.26
	E-voting during AGM	7092	100.00	10	Negligible
	Total	**915849573**	**99.74**	**2350802**	**0.26**
Item No. 5 of the Notice (As a Special Business)	Remote e-voting	921795371	100.00	2431	Negligible
	E-voting during AGM	7003	99.00	100	1.00
	Total	**921802374**	**100.00**	**2531**	**Negligible**
Item No. 6 of the Notice (As a Special Business)	Remote e-voting	829675922	96.20	32745010	3.80
	E-voting during AGM	7003	99.00	100	1.00
	Total	**829682925**	**96.20**	**32745110**	**3.80**

For, **CADILA HEALTHCARE LIMITED**

PANKAJ RAMANBHAI PATEL
Digitally signed by PANKAJ RAMANBHAI PATEL
Date: 2020.08.27 18:40:32 +05'30'

PANKAJ R. PATEL
CHAIRMAN OF TWENTY FIFTH ANNUAL GENERAL MEETING

Place: Ahmedabad
Date: August 27, 2020

CS MANOJ. R. HURKAT
B. Com., LL.B., FCS, ACIS (London)

MANOJ HURKAT & ASSOCIATES
PRACTISING COMPANY SECRETARIES

306, ARTH Complex, B/h. A.K. Patel House, Nr. Mithakhali Six Roads, Navrangpura, Ahmedabad – 380 009 (Gujarat) India
Tel. No. : 079-2640 2110, 2640 2117 – Mobile: 98250 15582 - E-mail : manojhurkat@hotmail.com

Consolidated Report of Scrutinizer
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xii) of The Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Of the 25th Annual General Meeting (AGM) of
CADILA HEALTHCARE LIMITED
Held on 27th August, 2020 at 11.00 a.m.
Through Video Conference (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practicing Company Secretary, have been appointed by the Board of Directors of Cadila Healthcare Limited ("Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting & e-voting at the time of 25th Annual General meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with the 25th Annual General Meeting held on 27th August, 2020 at 11.00 a.m. through Video Conference (VC)/ Other Audio Visual Means (OAVM) as per framework issued by the Ministry of Corporate Affairs (MCA) vide the General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and also General Circular No. 17/2020 dated 13th April, 2020 (MCA Circulars).

2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013, MCA Circulars and Rules relating to voting on the resolutions contained in the Notice to the 25th Annual General Meeting of the members of the Company.

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My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both remote e-voting and e-voting during the AGM) system provided by M/s Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities as appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

I. The remote e-voting period remained open from Monday, 24th August, 2020 (9.00 a.m.) to Wednesday, 26th August, 2020 (5.00 p.m.).

II. The Members of the Company as on "cut off" date i.e. 20th August, 2020 were entitled to vote on the resolutions stated in the Notice of the 25th Annual General Meeting. The paid up capital as on cut-off date was Rs. 102,37,42,600 divided into 102,37,42,600 Equity share of Rs. 1/- each.

III. The votes casted were subsequently unblocked by me on 27th August, 2020 at 12.30 p.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudama Homes, B/h Nandigram society, Nana Chiloda, Ahmedabad-382345	
02.	Hemant Agrawal 41/977, Gujarat Housing Board, Meghaninagar Last Bus Stop, Nr. Radha Krishna Temple, Ahmedabad - 380016	

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IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization lodged with the Company.

V. Thereafter, the details of members, who have voted "For", "Against "each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.

B. For E-voting during the AGM:

I. The e-voting was conducted together on all the item nos. 1 to 6 on the agenda during the AGM.

II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.

III. After ensuring that all the members who desire to cast their vote through e-voting at the AGM have exercised their right to vote and after seeking permission from the Chairman of the 25th Annual General Meeting, e-voting at the AGM was closed/blocked.

IV. The electronic votes casted by the members during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

V. Thereafter, the details of members, who have voted "For", "Against" each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the e-voting system of CDSL.

4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:



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(a) Resolution 1:

Ordinary Resolution to receive, consider and adopt the audited financial statements (including consolidated financial statements) of the Company for the year ended on March 31, 2020 and the reports of the Board of Directors and the Auditors thereon:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	514	921109086	100%
E-voting (During AGM)	7	7083	100%
Total	521	921116169	100%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	6	1350	Negligible
E-voting (During AGM)	2	20	Negligible
Total	8	1370	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 2 shareholders in respect of 687516 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes.

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(b) Resolution No. 2:

Ordinary Resolution for declaration of dividend for the financial year 2019-2020:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	508	921795094	100%
E-voting (During AGM)	8	7093	100%
Total	516	921802187	100%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	14	2858	Negligible
E-voting (During AGM)	1	10	Negligible
Total	15	2868	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil



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(c) Resolution No. 3:

Ordinary Resolution to Appoint a Director in place of Dr. Sharvil P. Patel (DIN: 00131995) as a Director, who retires by rotation and being eligible, offers himself for re–appointment:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	467	895192894	99.94%
E-voting (During AGM)	8	7093	100%
Total	475	895199987	99.94%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	27	524045	0.06%
E-voting (During AGM)	1	10	Negligible
Total	28	524055	0.06%

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 28 shareholders in respect of 26081013 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes.

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(d) Resolution No. 4:

Ordinary Resolution to Appoint a Director in place of Mr. Pankaj R. Patel (DIN: 00131852) as a Director, who retires by rotation and being eligible, offers himself for re–appointment:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	468	915842480	99.74%
E-voting (During AGM)	8	7093	100%
Total	476	915849573	99.74%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	38	2350792	0.26%
E-voting (During AGM)	1	10	Negligible
Total	39	2350802	0.26%

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 16 shareholders in respect of 3604680 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes.

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(e) Resolution No. 5:

Ordinary Resolution for ratification of remuneration of the Cost Auditors:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	505	921795371	100%
E-voting (During AGM)	6	7003	99%
Total	511	921802374	100%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	16	2431	Negligible
E-voting (During AGM)	3	100	1%
Total	19	2531	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There is 1 shareholder in respect of 150 equity shares who has not cast his votes in Remote E-voting which are considered as unutilized votes.

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(f) Resolution No. 6:

Ordinary Resolution for re-appointment of Mr. Ganesh N. Nayak as Whole Time Director, to be designated as Chief Operating Officer and Executive Director:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	350*	829675922	96.20%
E-voting (During AGM)	6	7003	99%
Total	356*	829682925	96.20%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	138*	32745010	3.80%
E-voting (During AGM)	3	100	1%
Total	141*	32745110	3.80%

* There is 1 Shareholder who has cast 54537 votes in favour and also cast 97692 votes against the resolution. Hence, the same has been counted both in favour and against accordingly.

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 35 shareholders in respect of 59377020 equity shares who has not cast their votes in Remote E-voting which are considered as unutilized votes.

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5. A compact disk (CD) / Excel Sheet send other supportive documents containing list of equity shareholders who voted "For", "Against" and those votes which were considered "Invalid" for each resolution and also resolutions received from corporate shareholders etc. Will be returned for safe keeping by our separate letter to the Company.

6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

MANOJ HURKAT & ASSOCIATES * FCS 4287 CP 2574 * COMPANY SECRETARIES

Yours faithfully,

Place: Ahmedabad
Date: 27th August, 2020

Signature of the Scrutinizer
[CS MANOJ HURKAT]

Countersigned by:

For, **CADILA HEALTHCARE LIMITED**

DHAVAL NARENDRA SONI

Digitally signed by DHAVAL NARENDRA SONI
Date: 2020.08.27 18:41:23 +05'30'

Chairman/Authorised Signatory