

10<sup>th</sup> August, 2023

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| <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<br/>LUXEMBERG<br/>Societe Anonyme<br/>35A Boulevard Joseph II<br/>L-1840 Luxembourg</p>                     |  |

**Sub: Voting Results and Scrutiniser's Report of the 87<sup>th</sup> Annual General Meeting**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing the voting results of the 87<sup>th</sup> Annual General Meeting of the Company held on Thursday, 10<sup>th</sup> August, 2023 at 3.00 P.M. (IST) in the prescribed format together with scrutiniser's report.

Kindly take the above information on record.

Thanking you,

Yours faithfully,  
For **Cipla Limited**

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

Encl: As above

Prepared by: Pavankumar Yadav

### Voting results

Record date	03-08-2023
Total number of shareholders on record date	457099
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	119
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31st March, 2023 and the reports of the Board of Directors and Auditor thereon				
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	269635378	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	269635378	269635378	100	269635378	0	100	0
Public-Institutions	E-Voting	401659179	352976937	87.8797	352659313	317624	99.91	0.09
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	401659179	352976937	87.8797	352659313	317624	99.91	0.09
Public- Non Institutions	E-Voting	135968528	11463686	8.4311	11456772	6914	99.9397	0.0603
	Poll		0	0	0	0	0	0

	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	135968528	11463686	8.4311	11456772	6914	99.9397	0.0603
Total		807263085	634076001	78.5464	633751463	324538	99.9488	0.0512
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March, 2023 and the report of the Auditor thereon				
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	269635378	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	269635378	269635378	100	269635378	0	100	0
Public-Institutions	E-Voting	401659179	352976937	87.8797	352659313	317624	99.91	0.09
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	401659179	352976937	87.8797	352659313	317624	99.91	0.09
Public- Non Institutions	E-Voting	135968528	11463369	8.4309	11456425	6944	99.9394	0.0606
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	135968528	11463369	8.4309	11456425	6944	99.9394	0.0606
	Total	807263085	634075684	78.5463	633751116	324568	99.9488	0.0512
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend on equity shares				
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	269635378	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		269635378	269635378	100	269635378	0	100
Public- Institutions	E-Voting	401659179	358257343	89.1944	358257343	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		401659179	358257343	89.1944	358257343	0	100
Public- Non Institutions	E-Voting	135968528	11463539	8.431	11456568	6971	99.9392	0.0608
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	135968528	11463539	8.431	11456568	6971	99.9392	0.0608
	Total	807263085	639356260	79.2005	639349289	6971	99.9989	0.0011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr Umang Vohra as director liable to retire by rotation				
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	269635378	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		269635378	269635378	100	269635378	0	100
Public-Institutions	E-Voting	401659179	358179905	89.1751	354043506	4136399	98.8452	1.1548
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		401659179	358179905	89.1751	354043506	4136399	98.8452
Public- Non Institutions	E-Voting	135968528	11450903	8.4217	11441912	8991	99.9215	0.0785
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	135968528	11450903	8.4217	11441912	8991	99.9215	0.0785
	Total	807263085	639266186	79.1893	635120796	4145390	99.3515	0.6485
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify remuneration of the cost auditor for the financial year ending 31st March, 2024				
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	269635378	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		269635378	269635378	100	269635378	0	100
Public-Institutions	E-Voting	401659179	357898205	89.1049	357898205	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		401659179	357898205	89.1049	357898205	0	100
Public- Non Institutions	E-Voting	135968528	11463426	8.4309	11454526	8900	99.9224	0.0776
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	135968528	11463426	8.4309	11454526	8900	99.9224	0.0776
	Total	807263085	638997009	79.156	638988109	8900	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Combined Scrutinizer's Report on remote e-voting & e-voting conducted during  
87<sup>th</sup> Annual General Meeting of Cipla Limited  
held on Thursday, August 10, 2023**

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

Dear Sir,

**Sub: Consolidated Report of Scrutinizer on remote E-voting and electronic voting during the 87<sup>th</sup> Annual General Meeting (AGM) of Cipla Limited**

I, B. Narasimhan, Proprietor of B N & Associates, Companies Secretaries, was appointed as Scrutinizer by the Board of Directors of Cipla Limited (*hereinafter referred to as the "Company"*) in its meeting held on May 12, 2023, for the purpose of scrutinizing the remote e-voting process and electronic voting (e-voting) conducted during the 87<sup>th</sup> AGM pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

In view of the circulars issued by the Securities Exchange Board of India (SEBI) and the Ministry of Corporate Affairs (*hereinafter collectively referred to as "the Circulars"*) the companies are permitted to hold the AGM through video conferencing (VC)/ other audio visual means (OAVM). Hence, in compliance with these circulars, the AGM of the Company was held through VC/ OAVM. The deemed venue for the AGM was the registered office of the company, i.e. Cipla House, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400 013.

**Report on Scrutiny:**

- The Company had availed the facility offered by National Securities Depository Limited ('NSDL') for providing remote e-voting to the shareholders and e-voting during the 87<sup>th</sup> AGM.
- KFin Technologies Limited ('Kfintech'), (formerly KFin Technologies Private Limited) is the Registrar and Share Transfer Agents ('RTA') of the Company.
- NSDL had provided the e-voting facility for voting conducted during the e-voting period (i.e. from August 06, 2023 to August 09, 2023) and at the AGM i.e. on August 10, 2023 between 5.15 pm IST to 5.45 pm IST) on all the items of the business sought to be transacted at the

AGM. The electronic voting facility was set up by NSDL on their website, <https://www.evoting.nsdl.com>.

- The Notice of the 87<sup>th</sup> AGM was uploaded on the website of the Company, NSDL, BSE Limited and National Stock Exchange of India Limited, which provided the manner of remote e-voting for shareholders holding shares in dematerialized and physical modes.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.
- My responsibility as scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process (remote e-voting and e-voting during the AGM), in a fair and transparent manner and to prepare a combined Scrutinizer's Report of the voting.
- The cut-off date for the entitlement of the shareholders to receive Notice of the AGM along with Annual Report for FY 2022-23 ('Annual Report') was July 14, 2023 and as on that date, there were 4,72,186 Shareholders of the Company. The Company had sent the AGM Notice along with Annual Report and e-voting details by email to 4,55,553 Shareholders, whose email addresses were registered with the Company / Depositories
- The Company completed dispatch of the Notices and Annual Report by email to the Shareholders on July 18, 2023.
- In compliance with the provisions of clause A(IV) of General Circular No. 20/2020 dated May 5, 2020 issued by the MCA, the Company on July 11, 2023 had published the requisite advertisement in English in 'Business Standard' and in Marathi in 'Sakal' newspapers prior to sending notice to the Shareholders. The notice published contained the required information as provided under clause A (IV) (a) to (g) of the said circular.
- As prescribed in clause v of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, 21 days before the AGM in English in 'Business Standard' having country-wide circulation and in Marathi in 'Sakal' on July 19, 2023. The notice published in the newspaper carried the required information as specified in sub rule 4 (v) (a) to (h) of the said Rule 20.
- The cut-off date for the purposes of identifying the Shareholders entitled to vote on the resolutions stated in the Notice of the AGM was **Thursday, August 3, 2023**.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for 4 (four) days from **Sunday, August 6, 2023 (9.00 A.M.) to Wednesday, August 9, 2023 (5.00 P.M.)**
- The facility to vote electronically (e-voting) during the AGM, was provided to facilitate only those shareholders who attended the 87<sup>th</sup> AGM through VC/OAVM but could not participate in the remote e-voting to record their votes.
- At the end of the remote e-voting period on **Wednesday, August 9, 2023, at 5.00 P.M., the voting portal of the NSDL, service provider** was blocked forthwith.
- On Thursday, **August 10, 2023, after completion of the e-voting** at the 87<sup>th</sup> AGM, the system provided by the NSDL was duly unblocked by me as a Scrutinizer in the presence of Ms. Divya



Gupta and Ms. Kashish Tekchandani who acted as the witnesses, as prescribed under sub rule 4(xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014.

Thereafter, I as a Scrutinizer duly compiled the details of the remote e-voting and the e-voting during the AGM, the voting results are summarized below:

Details	remote e-voting	e-voting at AGM	Total voting
Number of shareholders who cast their votes	2,430	17	2,447
Total number of Shares held by them	64,15,56,841	13,93,325	64,29,50,166
Valid votes	As per details provided under each Resolution(s) mentioned below.		
Abstained / less voted	As mentioned under each of Resolution(s).		
Invalid Votes	Nil		

Note:

- Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through remote e-voting and through electronic voting at the AGM.

**ORDINARY BUSINESS:**

**I) Item No. 1 of the Notice (As an Ordinary Resolution):**

To receive, consider and adopt the standalone financial statement of the Company for the financial year ended March 31, 2023 and the report of the Board of Directors and of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at meeting	63,37,51,463	99.949	3,24,538	0.051	88,74,165

Item 1 of the Notice stands **PASSED** with the requisite majority.

**II) Item No. 2 of the Notice (As an Ordinary Resolution):**

To receive, consider and adopt the consolidated financial statement of the Company for the financial year ended March 31, 2023 and the report of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less voted
	Nos.	%age	Nos.	%age	Nos.



Total votes through remote e-voting and e-voting at meeting	63,37,51,116	99.949	3,24,568	0.051	88,74,482
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Item 2 of the Notice stands **PASSED** with the requisite majority.

**III) Item No. 3 of the Notice (As an Ordinary Resolution):**

To declare dividend on equity shares

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at meeting	63,93,49,289	99.999	6,971	0.001	35,93,906

Item 3 of the Notice stands **PASSED** with the requisite majority.

**IV) Item No. 4 of the Notice (As an Ordinary Resolution):**

To re-appoint Mr. Umang Vohra as director liable to retire by rotation

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at meeting	63,51,20,796	99.352	41,45,390	0.648	36,83,980

Item 4 of the Notice stands **PASSED** with the requisite majority.

**SPECIAL BUSINESS:**

**V) Item No.5 of the Notice (As a Ordinary Resolution):**

To ratify remuneration of the cost auditor for the financial year ending 31st March, 2024

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at meeting	63,89,88,109	99.999	8,900	0.001	39,53,157



Item 5 of the Notice stands **PASSED** with the requisite majority.

All the Resolutions mentioned in the Notice of 87<sup>th</sup> AGM dated May 12, 2023 as per the details above stand **PASSED** by requisite majority through remote e-voting and e-voting conducted during the 87<sup>th</sup> AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the NSDL, the e-voting service provider. All other relevant records relating to remote e-voting and e-voting conducted during the 87<sup>th</sup> AGM by the Shareholders of the Company is under my safe custody and the same shall be handed over to the Company Secretary for safe keeping, after the Chairman considers, approves and signs the Minutes of the 87<sup>th</sup> Annual General Meeting of the Company.

Thanking you,

Yours faithfully,

For BN & Associates  
Company Secretaries




CS B. Narasimhan  
(Proprietor)  
(FCS No. 1303 COP No.: 10440)  
UDIN No: F001303E000752559



Place: Mumbai  
Date: August 10, 2023

The following were the witnesses to the unblocking the votes cast through remote e-voting and e-voting at the AGM.

  
1. Ms. Divya Gupta

  
2. Ms. Kashish Tekchandani

Countersigned and received the report:

  
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Signed by Mr. Rajendra Chopra  
Authorized by the Board

Place: Mumbai  
Date: Aug. 10, 2023.