



23rd April 2026

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 544250

The Secretary
National Stock Exchange of India Limited
C-1, Block G, Exchange Plaza,
Bandra-Kurla Complex,
Bandra East, Mumbai - 400 051
Symbol: SANOFICONR

Sub.: Results of Postal Ballot Notice

Dear Sir/Madam,

This is in reference to our letter dated 23rd March 2026, wherein we submitted the Postal Ballot Notice seeking approval from the Members of the Company through Ordinary Resolutions.

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 23rd April 2026. In accordance with the said Report, the Members of the Company have approved the Ordinary Resolutions as embodied in the Postal Ballot Notice dated 25th February 2026 with majority of votes as detailed hereunder: -

Particulars	Approval for material related party transactions with Opella Healthcare India Private Limited	Approval for material related party transactions with Opella Healthcare International SAS	Approval of overall limits of remuneration payable to Non-Executive Director(s)	To consider and approve the amendment to the terms of remuneration of Mr. Himanshu Bakshi (DIN: 08188412), Managing Director, to enable participation in the Incentive Plan
Votes in favour of the resolution (%)	99.9487	99.9415	99.9927	99.9801
Votes against of the resolution (%)	0.0513	0.0585	0.0073	0.0199



Further, please find enclosed the following: -

1. Voting results pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, signed by the Company Secretary.
2. Report of the Scrutinizer dated 23rd April 2026.

Thanking you.

Yours faithfully,
For **Sanofi Consumer Healthcare India Limited**

Nikunj Kumar Savaliya
Company Secretary and Compliance Officer
Membership No.: F7048



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

Name of Company	Sanofi Consumer Healthcare India Limited
Date of AGM/EGM/Postal Ballot Notice	25 th February 2026
Voting Start Date	24 th March 2026
Voting end date	22 nd April 2026
Total number of shareholders on record date	50742
No. of shareholders present in the meeting either in person or through proxy Promoter and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through video conferencing Promoter and Promoter Group Public	Not Applicable



Results of Postal Ballot is as under:

Resolution (1)								
Resolution Required					Approval for material related party transactions with Opella Healthcare India Private Limited			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
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	16414217	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16414217	0	0	0	0	0
Public Institutions	E-voting	4683602	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		4490436	95.8757	4490436	0	100.0000	0
	Total		4683602	4490436	95.8757	4490436	0	100.0000
Public Non-Institutions	E-voting	1932803	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		21940	1.1351	19626	2314	89.4531	10.5469
	Total		1932803	21940	1.1351	19626	2314	89.4531
Total		23030622	4512376	19.5929	4510062	2314	99.9487	0.0513

Resolution (2)								
Resolution Required					Approval for material related party transactions with Opella Healthcare International SAS			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
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	16414217	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16414217	0	0	0	0	0	0
Public Institutions	E-voting	4683602	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		4490436	95.8757	4490436	0	100.0000	0
	Total	4683602	4490436	95.8757	4490436	0	100.0000	0
Public Non-Institutions	E-voting	1932803	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		21899	1.1330	19260	2639	87.9492	12.0508
	Total	1932803	21899	1.1330	19260	2639	87.9492	12.0508
Total		23030622	4512335	19.5928	4509696	2639	99.9415	0.0585

Resolution (3)								
Resolution Required					Approval of overall limits of remuneration payable to Non-Executive Director(s)			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
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	16414217	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		16414217	100.0000	16414217	0	100.0000	0
	Total		16414217	16414217	100.0000	16414217	0	100.0000
Public Institutions	E-voting	4683602	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		4490436	95.8757	4490436	0	100.0000	0
	Total		4683602	4490436	95.8757	4490436	0	100.0000
Public Non-Institutions	E-voting	1932803	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		21899	1.1330	20370	1529	93.0179	6.9821
	Total		1932803	21899	1.1330	20370	1529	93.0179
Total		23030622	20926552	90.8640	20925023	1529	99.9927	0.0073



Resolution (4)								
Resolution Required					To consider and approve the amendment to the terms of remuneration of Mr. Himanshu Bakshi (DIN: 08188412), Managing Director, to enable participation in the Incentive Plan			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
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	16414217	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		16414217	100.0000	16414217	0	100.0000	0
	Total	16414217	16414217	100.0000	16414217	0	100.0000	0
Public Institutions	E-voting	4683602	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		4490436	95.8757	4487446	2990	99.9334	0.0666
	Total	4683602	4490436	95.8757	4487446	2990	99.9334	0.0666
Public Non-Institutions	E-voting	1932803	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		21879	1.1320	20701	1178	94.6158	5.3842
	Total	1932803	21879	1.1320	20701	1178	94.6158	5.3842
Total		23030622	20926532	90.8639	20922364	4168	99.9801	0.0199

For Sanofi Consumer Healthcare India Limited

Nikunj Kumar Savaliya
Company Secretary and Compliance Officer
Membership No.: F7048

MMJB & Associates LLP

Company Secretaries

803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund West, Mumbai 400080, (T) 022-31008600
LLPIN: AAR-9997

Report of Scrutinizer for Voting through remote e-voting on Postal Ballot

To,
Mr. Nikunj Savaliya
Company Secretary & Compliance Officer
Sanofi Consumer Healthcare India Limited ("the Company")
Unit 1104, 11th Floor, Godrej Two, Pirojshanagar,
Eastern Express Highway, Vikhroli East,
Mumbai - 400079, Maharashtra

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

- A. In accordance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I, Omkar Dindorkar (Membership No. A43029, COP: 24580), Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company on Wednesday, February 25, 2026 for scrutiny of the votes cast through electronic means for the postal ballot process in respect of the resolutions as set out in the Postal Ballot Notice dated Wednesday, February 25, 2026 ("Notice").
- B. Members approval were sought for the following special businesses:
1. Approval for material related party transactions with Opella Healthcare India Private Limited.
 2. Approval for material related party transactions with Opella Healthcare International SAS.
 3. Approval of overall limits of remuneration payable to Non-Executive Director(s).
 4. To consider and approve the amendment to the terms of remuneration of Mr. Himanshu Bakshi (DIN: 08188412), Managing Director, to enable participation in the Incentive Plan
- C. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 03/2025 dated September 22, 2025 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the resolution as set out in the Notice was placed for approval of the members of the Company by means of postal ballot through remote e-voting only.

- D. The Company has confirmed that the electronic copy of the Notice and the Explanatory Statement along with the procedure for remote e-voting in terms of the MCA Circulars were sent by electronic mode to those Members whose names appeared in the Register of Members/ List of Beneficial Owners and whose e-mail addresses were registered with the Company/ MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) Registrar and Transfer Agent/Depositories as on Friday, March 20, 2026 (the 'Cut-Off Date').
- E. The Company had appointed National Securities Depository Limited ('NSDL') for providing remote e-voting facility to the members of the Company.
- F. Pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, the Company had published the newspaper advertisements in "Business Standard" (English) and in "Sakal" (Marathi) on March 24, 2026.
- G. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA Circulars.
- H. The remote e-voting period commenced on Tuesday, March 24, 2026 at 9:00 a.m. (IST) and ended on Wednesday, April 22, 2026 at 5:00 p.m. (IST)
- I. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Wednesday, April 22, 2026, at 5:00 p.m. (IST), the remote e-voting module was thereafter blocked for voting by NSDL. The remote e-voting summary statement was downloaded from e-voting website of NSDL i.e. www.evoting.nsdl.com.
- J. The Register, in accordance with Rules 20(4)(xiv) and 22(10) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining the list of shares with differential voting rights.
- K. The resolutions no. 1 & 2 of this report are material related party transactions as per regulation 23 of Listing Regulations. Further, regulation 23 (4) of Listing Regulations states that no related party shall vote to approve such resolutions whether the entity is a related party to the particular transactions or not. Accordingly, we have reconciled from the list of related parties given to us by the Company and none of the related party has voted on the said resolutions.
- L. On the basis of the votes exercised by the members of the Company through remote e-Voting, I have issued this Scrutinizer's Report dated April 23, 2026.

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

Resolution Item No. 1: Ordinary Resolution

Approval for material related party transactions with Opella Healthcare India Private Limited.

Sr. No.	Category	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 through Postal Ballot	1,64,14,217	0	0.0000	0	0	0.0000	0.0000
2.	Public Institutions		46,83,602	44,90,436	95.8757	44,90,436	0	100.0000	0.0000
3.	Public Non-Institutions		19,32,803	21,940	1.1351	19,626	2,314	89.4531	10.5469
Total			2,30,30,622	45,12,376	19.5929	45,10,062	2,314	99.9487	0.0513

Resolution Item No. 2: Ordinary Resolution

Approval for material related party transactions with Opella Healthcare International SAS.

Sr. No.	Category	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 through Postal Ballot	1,64,14,217	0	0.0000	0	0	0.0000	0.0000
2.	Public Institutions		46,83,602	44,90,436	95.8757	44,90,436	0	100.0000	0.0000
3.	Public Non-Institutions		19,32,803	21,899	1.1330	19,260	2,639	87.9492	12.0508
Total			2,30,30,622	45,12,335	19.5928	45,09,696	2,639	99.9415	0.0585

Resolution Item No. 3: Ordinary Resolution

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

Sr. No.	Category	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 through Postal Ballot	1,64,14,217	1,64,14,217	100.0000	1,64,14,217	0	100.0000	0.0000
2.	Public Institutions		46,83,602	44,90,436	95.8757	44,90,436	0	100.0000	0.0000
3.	Public Non-Institutions		19,32,803	21,899	1.1330	20,370	1,529	93.0179	6.9821
Total			2,30,30,622	2,09,26,552	90.8640	2,09,25,023	1,529	99.9927	0.0073

Resolution Item No. 4: Ordinary Resolution

To consider and approve the amendment to the terms of remuneration of Mr. Himanshu Bakshi (DIN: 08188412), Managing Director, to enable participation in the Incentive Plan.

Sr. No.	Category	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 through Postal Ballot	1,64,14,217	1,64,14,217	100.0000	1,64,14,217	0	100.0000	0.0000
2.	Public Institutions		46,83,602	44,90,436	95.8757	44,87,446	2,990	99.9334	0.0666
3.	Public Non-Institutions		19,32,803	21,879	1.1320	20,701	1,178	94.6158	5.3842
Total			2,30,30,622	2,09,26,532	90.8639	2,09,22,364	4,168	99.9801	0.0199

It is to be noted that:

1. Voting rights on the shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. There were no invalid votes, abstained votes and less voted casted on the above resolutions.
3. The aforesaid resolution was passed with requisite majority.
4. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated May 30, 2024 have been restricted as provided in the said Circular.

Thanking you,

For MMJB & Associates LLP
Company Secretaries
ICSI UIN: L2020MH006700
Peer Review Cert. No.: 2826/2022

OMKAR
MADHAV
DINDORKAR

Digitally signed by
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Date: 2026.04.23
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Omkar Dindorkar
Designated Partner
ACS No.: 43029
CP No.: 24580
UDIN: A043029H000181607
Date: April 23, 2026
Place: Mumbai

For Sanofi Consumer Healthcare India Limited

Nikunj Kumar Jaysukhlal Savaliya

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Nikunj Kumar
Jaysukhlal Savaliya
Date: 2026.04.23
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Nikunj Savaliya
Company Secretary & Compliance officer
FCS No.: 7048
Date: April 23, 2026
Place: Mumbai