V SREEDHARAN AND ASSOCIATES
Company Secretaries
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3rd Block, Jayanagar, Bengaluru - 560 011
+ 91 80 49594533 compliance@sreedharancs.com

Form No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairperson of the Forty-Eighth Annual General Meeting ('AGM') of the Equity Shareholders of **"Biocon Limited"** held on Thursday, August 06, 2026, at 03.30 p.m. (IST) through Video Conferencing (VC).

Madam,

I, Pradeep B Kulkarni, Partner of V Sreedharan and Associates, Company Secretaries, Bengaluru was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), in compliance with the General circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') for the purpose of:

(i) Scrutinizing the remote e-voting process; and
(ii) Scrutinizing the voting done through the electronic voting system at the AGM.

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Both the above-mentioned voting is done under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of SEBI Listing Regulations.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI Listing Regulations relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the forty-eighth Annual General Meeting of the Equity Shareholders dated July 10, 2026. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolutions stated in the Notice of the AGM, based on the report generated from the e-voting system provided by KFin Technologies Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

I submit my report as under:

1. The remote E-Voting period remained open from 9.00 a.m. (IST) Saturday, August 01, 2026 up to 5.00 p.m. (IST) Wednesday, August 05, 2026.

2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories on July 15, 2026 pursuant to the MCA General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, Circular No.20/2020 dated May 05, 2020 & subsequent circulars issued in this regard (collectively referred to as "Circulars"), and the latest being 03/2025 dated September 22, 2025 and SEBI Listing Regulations.

   The Company has also sent letter to Members whose e-mail ids were not registered with Company/RTA/Depository Participants providing the weblink including the path of the Company's website and QR Code from where the AGM Notice and Integrated Annual Report for financial year 2025-26 can be accessed.

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3. The voting rights were reckoned as on Thursday, July 30, 2026, being the Cut-off date for the purpose of deciding the entitlements of Members for e-voting (Remote e-voting and e-voting at the AGM).

4. After the conclusion of the Annual General Meeting, the votes cast through e-voting facility were unblocked on August 06, 2026, at 4:54 p.m. (IST).

5. After declaration of voting by the Chairperson, the Shareholders present at the AGM through VC voted through e-voting facility provided by KFin Technologies Limited.

6. As per the information given by the Company/ RTA, the names of the Shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Limited had been blocked and only those Members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting during the AGM.

7. Based on the data provided by KFin Technologies Limited on remote e-voting and e-voting at the AGM, the total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

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a) **RESOLUTION NO. 1:**

To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon – **Ordinary Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	1,015	30	1,045
Number of votes cast by them	1,34,34,44,016	80,92,384	1,35,15,36,400
% of total number of valid votes cast	99.99	100	99.99

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	20	0	20
Number of votes cast by them	1,830	0	1,830
% of total number of valid votes cast	0.01	0	0.01

(iii) **Invalid** Votes – Nil

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b) RESOLUTION NO. 2:

To declare final dividend of 10% i.e. Re. 0.50 per equity share for the Financial Year ended March 31, 2026 – **Ordinary Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	1,014	30	1,044
Number of votes cast by them	1,34,36,02,431	80,92,384	1,35,16,94,815
% of total number of valid votes cast	99.99	100	99.99

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	24	0	24
Number of votes cast by them	2,278	0	2,278
% of total number of valid votes cast	0.01	0	0.01

(iii) **Invalid** Votes **– Nil**

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c) **RESOLUTION NO. 3:**

To appoint Eric Vivek Mazumdar (DIN: 09381549) as Director, liable to retire by rotation, and being eligible, offers himself for re-appointment. – **Ordinary Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	983	30	1,013
Number of votes cast by them	1,33,71,26,053	80,92,384	1,34,52,18,437
% of total number of valid votes cast	99.52	100	99.52

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	59	0	59
Number of votes cast by them	64,77,998	0	64,77,998
% of total number of valid votes cast	0.48	0	0.48

(iii) **Invalid** Votes **– Nil**

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d) RESOLUTION NO. 4:

To approve the appointment of S.R. Batliboi & Associates LLP, Chartered Accountants, as Statutory Auditors of the Company. – **Ordinary Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	990	30	1,020
Number of votes cast by them	1,33,69,32,757	80,92,384	1,34,50,25,141
% of total number of valid votes cast	99.50	100	99.51

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	48	0	48
Number of votes cast by them	66,70,694	0	66,70,694
% of total number of valid votes cast	0.50	0	0.49

(iii) **Invalid** Votes – **Nil**

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e) RESOLUTION NO. 5:

To consider and approve the formulation, adoption and implementation of the Biocon Unity Long Term Incentive Plan 2026 including, Biocon Limited Performance Stock Unit Plan 2026, Biocon Limited Restricted Stock Unit Plan 2026, Biocon Limited Employee Stock Purchase Plan 2026 and Biocon Limited Management Stock Unit Plan 2026 (also named as Biocon Unity "Growth Accelerator" Plan 2026) ("Plans") and grant of performance stock units, restricted stock units, offer for employee stock purchase, management stock units or any other equity-based incentives introduced by the Company under the Plans to eligible employees of the Company- **Special Resolution.**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	660	30	690
Number of votes cast by them	1,07,17,00,604	80,92,384	1,07,97,92,988
% of total number of valid votes cast	79.77	100	79.89

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	378	0	378
Number of votes cast by them	27,18,64,713	0	27,18,64,713
% of total number of valid votes cast	20.23	0	20.11

(iii) **Invalid** Votes **– Nil**

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f) RESOLUTION NO. 6:

To consider and approve granting of performance stock units, restricted stock units, offer for employee stock purchase, management stock units or any other equity-based incentive introduced by the Company under the Biocon Unity Long Term Incentive Plan 2026 including, Biocon Limited Performance Stock Unit Plan 2026, Biocon Limited Restricted Stock Unit Plan 2026, Biocon Limited Employee Stock Purchase Plan 2026 and Biocon Limited Management Stock Unit Plan 2026 (also named as Biocon Unity "Growth Accelerator" Plan 2026) to the Eligible Employees of the Present and Future Subsidiary Company(ies), Associate Company(ies) or Holding Company, if any, of the Company- **Special Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	656	30	686
Number of votes cast by them	1,07,17,38,315	80,92,384	1,07,98,30,699
% of total number of valid votes cast	79.77	100	79.89

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	383	0	383
Number of votes cast by them	27,18,27,052	0	27,18,27,052
% of total number of valid votes cast	20.23	0	20.11

(iii) **Invalid** Votes **– Nil**

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g) **RESOLUTION NO. 7:**

To consider and grant authorization to the Biocon India Limited Employees Welfare Trust for Secondary Acquisition for implementation of the Biocon Unity Long Term Incentive Plan 2026 including, Biocon Limited Performance Stock Unit Plan 2026, Biocon Limited Restricted Stock Unit Plan 2026, Biocon Limited Employee Stock Purchase Plan 2026 and Biocon Limited Management Stock Unit Plan 2026 (also named as Biocon Unity "Growth Accelerator" Plan 2026). – **Special Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	669	30	699
Number of votes cast by them	1,07,40,45,348	80,92,384	1,08,21,37,732
% of total number of valid votes cast	79.94	100	80.06

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	370	0	370
Number of votes cast by them	26,95,20,605	0	26,95,20,605
% of total number of valid votes cast	20.06	0	19.94

(iii) **Invalid** Votes **– Nil**

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h) RESOLUTION NO. 8:

To approve providing financial assistance by the Company to Biocon India Limited Employees Welfare Trust to enable acquisition or subscription of equity shares of the Company for implementation of the Biocon Unity Long Term Incentive Plan 2026 including, Biocon Limited Performance Stock Unit Plan 2026, Biocon Limited Restricted Stock Unit Plan 2026, Biocon Limited Employee Stock Purchase Plan 2026 and Biocon Limited Management Stock Unit Plan 2026 (also named as Biocon Unity "Growth Accelerator" Plan 2026)**. - Special Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	671	30	701
Number of votes cast by them	1,07,40,45,958	80,92,384	1,08,21,38,342
% of total number of valid votes cast	79.94	100	80.06

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	369	0	369
Number of votes cast by them	26,95,19,412	0	26,95,19,412
% of total number of valid votes cast	20.06	0	19.94

(iii) **Invalid** Votes – **NIL**

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i) RESOLUTION NO. 9:

To ratify the remuneration of Cost Auditors for the Financial Year 2026-27. – **Ordinary Resolution**

(i) Voted **in favour** of Resolution:

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	1009	30	1039
Number of votes cast by them	1,34,36,01,030	80,92,384	1,35,16,93,414
% of total number of valid votes cast	99.99	100	99.99

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

Particulars	**Remote E-voting**	**E-Voting at the AGM (Instapoll)**	**Total**
Number of Members voted	25	0	25
Number of votes cast by them	2,462	0	2,462
% of total number of valid votes cast	0.01	0	0.01

(iii) **Invalid** Votes **– Nil**

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8. A list of Equity Shareholders who voted "FOR" and "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary of the Company.

9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You

Yours faithfully

For **V Sreedharan & Associates**

PRADEEP BHEEMSEN KULKARNI
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(Pradeep B Kulkarni)
Partner
FCS. 7260; CP No. 7835

Date: 08.08.2026
Place: Bengaluru
UDIN: F007260H001053679
Peer Review Certificate no.: 5543/ 2024

We receive this report
For Biocon Limited

KIRAN MAZUMDAR SHAW
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Kiran Mazumdar-Shaw
Executive Chairperson
DIN: 00347229

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