

**Announcement of the Consolidated Results of remote e-voting and e-voting done at the Twenty Ninth Annual General Meeting of Zydus Wellness 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**”) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”), the Company had provided remote e-voting facility to the members for exercising the voting rights and e-voting facility was provided to the members to cast their votes at the Twenty Ninth Annual General Meeting (“**AGM**”) of Zydus Wellness Limited (“the **Company**”).

The members attending the AGM and who had not cast their vote through Remote e-voting were also provided with the facility to cast their vote on the resolutions, through e-voting at the Twenty Ninth AGM.

Based on the Scrutinizer’s Consolidated Report, on remote e-voting and e-voting at AGM, I declare the resolutions contained in the Notice of the Twenty Ninth AGM as passed with the requisite majority and all these resolutions are deemed to be passed on August 3, 2023 i.e. the date of AGM.

The Summary of the 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         | 57670040                           | 99.9353        | 34                           | 0.0001        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>57707314</b>                    | <b>99.9999</b> | <b>34</b>                    | <b>0.0001</b> |
| Item No. 2 of the Notice (As an Ordinary Business) | Remote e-voting         | 57670028                           | 99.9353        | 46                           | 0.0001        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>57707302</b>                    | <b>99.9999</b> | <b>46</b>                    | <b>0.0001</b> |
| Item No. 3 of the Notice (As an Ordinary Business) | Remote e-voting         | 57675690                           | 99.9353        | 34                           | 0.0001        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>57712964</b>                    | <b>99.9999</b> | <b>34</b>                    | <b>0.0001</b> |

**Zydus Wellness Limited**

**Regd. Office:** ‘Zydus Corporate Park’, Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad – 382481, India.

**Phone No.:** +91-79-71800000; **Website:** [www.zyduswellness.com](http://www.zyduswellness.com)

**CIN:** L15201GJ1994PLC023490

| Item No. of Notice                                 | Particulars of business | Voting in favour of the resolution |                | Votes against the resolution |               |
|----------------------------------------------------|-------------------------|------------------------------------|----------------|------------------------------|---------------|
|                                                    |                         | Nos.                               | %              | Nos.                         | %             |
| Item No. 4 of the Notice (As an Ordinary Business) | Remote e-voting         | 57671968                           | 99.9336        | 1016                         | 0.0018        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>57709242</b>                    | <b>99.9982</b> | <b>1016</b>                  | <b>0.0018</b> |
| Item No. 5 of the Notice (As a Special Business)   | Remote e-voting         | 54444138                           | 94.3361        | 3231511                      | 5.5993        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>54481412</b>                    | <b>94.4007</b> | <b>3231511</b>               | <b>5.5993</b> |
| Item No. 6 of the Notice (As a Special Business)   | Remote e-voting         | 57638156                           | 99.8704        | 37493                        | 0.0650        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>57675430</b>                    | <b>99.9350</b> | <b>37493</b>                 | <b>0.0650</b> |
| Item No. 7 of the Notice (As a Special Business)   | Remote e-voting         | 57673992                           | 99.9325        | 1657                         | 0.0029        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>57711266</b>                    | <b>99.9971</b> | <b>1657</b>                  | <b>0.0029</b> |
| Item No. 8 of the Notice (As a Special Business)   | Remote e-voting         | 57675421                           | 99.9349        | 303                          | 0.0005        |
|                                                    | E-voting during AGM     | 37274                              | 0.0646         | 0                            | 0.0000        |
|                                                    | <b>Total</b>            | <b>57712695</b>                    | <b>99.9995</b> | <b>303</b>                   | <b>0.0005</b> |

For, **ZYDUS WELLNESS LIMITED**

SHARVIL  
PANKAJBHAI  
PATEL  
PATEL

Digitally signed by  
SHARVIL PANKAJBHAI  
PATEL  
Date: 2023.08.04 11:47:16  
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**SHARVIL P. PATEL**

**CHAIRMAN OF TWENTY NINTH ANNUAL GENERAL MEETING**

Place: Ahmedabad

Date: August 4, 2023

**Zydus Wellness Limited**

**Regd. Office:** 'Zydus Corporate Park', Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad – 382481, India.

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**CIN:** L15201GJ1994PLC023490

**Scrutinizer's Report**  
(Combined Report for remote e-voting and e-voting at the AGM)

To,

**The Chairman**

29<sup>th</sup> Annual General Meeting of members of Zydus Wellness Limited ("the Company") held on Thursday, August 3, 2023 at 10.00 a.m. (IST)

Dear Sir,

**Sub: Combined report on remote e-voting and e-voting conducted at the 29<sup>th</sup> Annual General Meeting of the Company:**

**1. Appointment as Scrutinizer:**

The undersigned have been appointed as Scrutinizer to scrutinize the remote e-voting and e-voting at the 29<sup>th</sup> Annual General Meeting ("AGM") of the Company under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014. Our responsibility as Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to submit our report on the basis of the electronic data generated from the e-voting system.

**2. AGM and Voting:**

- 2.1 The Ministry of Corporate Affairs ("MCA") vide its circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, May 5, 2022 and December 28, 2022 and Securities and Exchange Board of India ("SEBI") vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (Collectively referred to as "MCA and SEBI Circulars for General Meetings"), permitted the holding of the general meetings through VC / OAVM, without the physical presence of the members at a common venue.
- 2.2 The AGM of the members of the Company was held on Friday, July 29, 2022 at 10.00 a.m. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") in accordance with MCA and SEBI Circulars for General Meetings vide Notice dated May 17, 2023. The votes were cast through remote e-voting and e-voting at the AGM.
- 2.3 The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder, the MCA and SEBI Circulars for General Meetings, and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to convening and holding the AGM.

**3. Voting Rights:**

- 3.1 As informed, the Notice of AGM was sent to all the members by email, whose names appeared in the Register of Members/list of Beneficial Owners as received from the Depositories and whose email addresses were registered with the Company.
- 3.2 The voting rights were reckoned as on Thursday, July 28, 2023 being the Cut-off Date for the purpose of deciding the entitlement of members to vote through remote e-voting and e-voting at the AGM.

**4. Voting Process:**

- 4.1 The Company appointed Central Depository Services (India) Limited for providing e-voting facility through remote e-voting and e-voting at the AGM.
- 4.2 The voting through remote e-voting was open from 9.00 a.m. Monday, July 31, 2023 up to 5.00 p.m. Wednesday, August 2, 2023.
- 4.3 The e-voting at the AGM was kept open for 15 (Fifteen) minutes after the conclusion of the AGM to enable the members to exercise their votes.
5. After the conclusion of the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked by the undersigned at 11.20 a.m. on August 3, 2023.

**6. Voting Result:**

We are submitting our combined report on remote e-voting and e-voting at the AGM in respect of following matters:

| Item No. of the Notice, type of Resolution and subject matter                                                                                  | Mode of Voting      | In favour of the resolution |                       | Against the resolution |                       |
|------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-----------------------------|-----------------------|------------------------|-----------------------|
|                                                                                                                                                |                     | No. of Shares/ votes        | % of total votes cast | No. of Shares/ votes   | % of total votes cast |
| <b>Item No. 1</b><br>Ordinary Resolution:<br>Adoption of Standalone Audited Financial Statements for the financial year ended March 31, 2023   | Remote e-voting     | 57670040                    | 99.9353               | 34                     | 0.0001                |
|                                                                                                                                                | e-voting at the AGM | 37274                       | 0.0646                | 0                      | 0                     |
|                                                                                                                                                | <b>Total</b>        | <b>57707314</b>             | <b>99.9999</b>        | <b>34</b>              | <b>0.0001</b>         |
| <b>Item No. 2</b><br>Ordinary Resolution:<br>Adoption of Consolidated Audited Financial Statements for the financial year ended March 31, 2023 | Remote e-voting     | 57670028                    | 99.9353               | 46                     | 0.0001                |
|                                                                                                                                                | e-voting at the AGM | 37274                       | 0.0646                | 0                      | 0                     |
|                                                                                                                                                | <b>Total</b>        | <b>57707302</b>             | <b>99.9999</b>        | <b>46</b>              | <b>0.0001</b>         |
| <b>Item No. 3</b><br>Ordinary Resolution:<br>To declare Final Dividend of Rs. 5/- per equity share for the financial year ended March 31, 2022 | Remote e-voting     | 57675690                    | 99.9353               | 34                     | 0.0001                |
|                                                                                                                                                | e-voting at the AGM | 37274                       | 0.0646                | 0                      | 0                     |
|                                                                                                                                                | <b>Total</b>        | <b>57712964</b>             | <b>99.9999</b>        | <b>34</b>              | <b>0.0001</b>         |

|                                                                                                                                                                                                                                    |                     |                 |                |                |               |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-----------------|----------------|----------------|---------------|
| <b>Item No. 4</b><br>Ordinary Resolution:<br><b>Re-appointment of DR. Sharvil P. Patel (DIN: 00131995), as a Non-Executive Director, who retires by rotation in the AGM and being eligible, offers himself for re-appointment.</b> | Remote e-voting     | 57671968        | 99.9336        | 1016           | 0.0018        |
|                                                                                                                                                                                                                                    | e-voting at the AGM | 37274           | 0.0646         | 0              | 0             |
|                                                                                                                                                                                                                                    | <b>Total</b>        | <b>57709242</b> | <b>99.9982</b> | <b>1016</b>    | <b>0.0018</b> |
| <b>Item No. 5</b><br>Special Resolution:<br><b>Re-appointment of Ms. Dharmishtaben N. Raval (DIN: 02792246) as an Independent Director of the Company for the second term of 5 (five) consecutive years</b>                        | Remote e-voting     | 54444138        | 94.3361        | 3231511        | 5.5993        |
|                                                                                                                                                                                                                                    | e-voting at the AGM | 37274           | 0.0646         | 0              | 0             |
|                                                                                                                                                                                                                                    | <b>Total</b>        | <b>54481412</b> | <b>94.4007</b> | <b>3231511</b> | <b>5.5993</b> |
| <b>Item No. 6</b><br>Special Resolution:<br><b>Re-appointment of Mr. Srivishnu R. Nandyala (DIN: 00025063) as an Independent Director of the Company for the second term of 5 (five) consecutive years</b>                         | Remote e-voting     | 57638156        | 99.8704        | 37493          | 0.0650        |
|                                                                                                                                                                                                                                    | e-voting at the AGM | 37274           | 0.0646         | 0              | 0             |
|                                                                                                                                                                                                                                    | <b>Total</b>        | <b>57675430</b> | <b>99.9350</b> | <b>37493</b>   | <b>0.0650</b> |
| <b>Item No. 7</b><br>Special Resolution:<br><b>Appointment of Mr. Akhil A. Monappa (DIN: 09784366) as an Independent Director of the Company for the first term of 5 (five) consecutive years</b>                                  | Remote e-voting     | 57673992        | 99.9325        | 1657           | 0.0029        |
|                                                                                                                                                                                                                                    | e-voting at the AGM | 37274           | 0.0646         | 0              | 0             |
|                                                                                                                                                                                                                                    | <b>Total</b>        | <b>57711266</b> | <b>99.9971</b> | <b>1657</b>    | <b>0.0029</b> |
| <b>Item No. 8</b><br>Ordinary Resolution:<br><b>To ratify remuneration to Cost Auditors</b>                                                                                                                                        | Remote e-voting     | 57675421        | 99.9349        | 303            | 0.0005        |
|                                                                                                                                                                                                                                    | e-voting at the AGM | 37274           | 0.0646         | 0              | 0             |
|                                                                                                                                                                                                                                    | <b>Total</b>        | <b>57712695</b> | <b>99.9995</b> | <b>303</b>     | <b>0.0005</b> |
| <b>Note:</b> The abstained votes in respect of each of the above resolutions are not considered.                                                                                                                                   |                     |                 |                |                |               |

*Hitesh Buch & Associates*  
*Company Secretaries*

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The electronic record / data has been sent to the Company Secretary of the Company for his record.

Thanks and regards,

Hitesh Diwakerbhai Buch Digitally signed by Hitesh Diwakerbhai Buch  
Date: 2023.08.03 23:46:37 +05'30'

CS Hitesh Buch  
Proprietor  
For Hitesh Buch & Associates  
Company Secretaries  
CP No. 8195; FCS 3145  
UDIN: F003145E000737296  
Peer Review Cert. No. 1265/2021

August 3, 2023

Submitted to the Chairman of the Company through  
Mr. Nandish P. Joshi, Company Secretary

|                                                                                                                                                                                                              |                                                                                                                                                                                    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>BSE Limited</b><br><b>Code: 531335</b><br>P. J. Towers, Dalal Street,<br><b><u>Mumbai-400 001</u></b>                                                                                                     | <b>National Stock Exchange of India Limited</b><br><b>Code: ZYDUSWELL</b><br>Exchange Plaza, C/1, Block G,<br>Bandra Kurla Complex,<br>Bandra (E),<br><b><u>Mumbai-400 051</u></b> |
| <b>Date:</b> August 4, 2023                                                                                                                                                                                  |                                                                                                                                                                                    |
| <b>Re.:</b> Details of Voting Results at the Twenty Ninth Annual General Meeting of the Company pursuant to regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |                                                                                                                                                                                    |

Dear Sir / Madam,

Please find enclosed details of Voting Results in the prescribed format, of the Twenty Ninth Annual General Meeting of the Company held on August 3, 2023 through Video Conference ("VC") / Other Audio Visual Means ("OAVM").

The said details are also being uploaded on the website of the Company.

We request you to note the above.

Thanking you,

Yours faithfully,

For, **ZYDUS WELLNESS LIMITED**

NANDISH  
PRADIP JOSHI

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NANDISH PRADIP JOSHI  
Date: 2023.08.04  
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**NANDISH P. JOSHI**  
**COMPANY SECRETARY**

**Encl.:** As above.

**Zydus Wellness Limited**

**Regd. Office:** 'Zydus Corporate Park', Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle,  
S. G. Highway, Ahmedabad – 382481, India.

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**CIN:** L15201GJ1994PLC023490

| Zydus Wellness Limited – Twenty Ninth Annual General Meeting (“AGM”) Voting Results |                                                                  |
|-------------------------------------------------------------------------------------|------------------------------------------------------------------|
| Date of the AGM                                                                     | Thursday, August 3, 2023                                         |
| Total number of Shareholders on cut-off date i.e. July 28, 2023                     | 74,758                                                           |
| No. of Shareholders present in the meeting either in person or through proxy        | 55 number of shareholders attended the meeting through VC / OAVM |
| Promoters and Promoter Group                                                        | 10                                                               |
| Public                                                                              | 45                                                               |
| No of Shareholders attended the meeting through Video Conferencing                  | 53                                                               |

#### Resolution No. 1

| Resolution required: [Ordinary / Special]                                   |                               |                    | Ordinary                                                                                                                                            |                                         |                          |                      |                                      |                                    |
|-----------------------------------------------------------------------------|-------------------------------|--------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                    | No                                                                                                                                                  |                                         |                          |                      |                                      |                                    |
| Description of resolution considered                                        |                               |                    | Adoption of Standalone Audited Financial Statements for the year ended on March 31, 2023 and the Report of Board of Directors and Auditors 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 of votes polled | % of votes against on votes polled |
| Promoter and Promoter Group                                                 | Remote E-Voting               | 42699902           | 42698303                                                                                                                                            | 99.9963                                 | 42698303                 | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                                                   | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                                      |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 42698303                                                                                                                                            | 99.9963                                 | 42698303                 | 0                    | 100.0000                             | 0.0000                             |
| Public – Institutions                                                       | Remote E-Voting               | 8802946            | 7743624                                                                                                                                             | 87.9663                                 | 7743624                  | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                                                   | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                                      |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 7743624                                                                                                                                             | 87.9663                                 | 7743624                  | 0                    | 100.0000                             | 0.0000                             |
| Public – Non Institutions                                                   | Remote E-Voting               | 12129296           | 7228147                                                                                                                                             | 59.5925                                 | 7228113                  | 34                   | 99.9995                              | 0.0005                             |
|                                                                             | E-voting at venue of AGM      |                    | 37274                                                                                                                                               | 0.3073                                  | 37274                    | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                                      |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 7265421                                                                                                                                             | 59.8998                                 | 7265387                  | 34                   | 99.9995                              | 0.0005                             |
| Total                                                                       |                               | 63632144           | 57707348                                                                                                                                            | 90.6890                                 | 57707314                 | 34                   | 99.9999                              | 0.0001                             |

#### Zydus Wellness Limited

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CIN: L15201GJ1994PLC023490

**Resolution No. 2**

| Resolution required: [Ordinary / Special]                                   |                               |                    | Ordinary                                                                                                                       |                                         |                          |                      |                                      |                                    |
|-----------------------------------------------------------------------------|-------------------------------|--------------------|--------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                    | No                                                                                                                             |                                         |                          |                      |                                      |                                    |
| Description of resolution considered                                        |                               |                    | Adoption of Consolidated Audited Financial Statements for the year ended on March 31, 2023 and the Report of Auditors 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 of votes polled | % of votes against on votes polled |
| Promoter and Promoter Group                                                 | Remote E-Voting               | 42699902           | 42698303                                                                                                                       | 99.9963                                 | 42698303                 | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                              | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                 |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 42698303                                                                                                                       | 99.9963                                 | 42698303                 | 0                    | 100.0000                             | 0.0000                             |
| Public – Institutions                                                       | Remote E-Voting               | 8802946            | 7743624                                                                                                                        | 87.9663                                 | 7743624                  | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                              | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                 |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 7743624                                                                                                                        | 87.9663                                 | 7743624                  | 0                    | 100.0000                             | 0.0000                             |
| Public – Non Institutions                                                   | Remote E-Voting               | 12129296           | 7228147                                                                                                                        | 59.5925                                 | 7228101                  | 46                   | 99.9994                              | 0.0006                             |
|                                                                             | E-voting at venue of AGM      |                    | 37274                                                                                                                          | 0.3073                                  | 37274                    | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                 |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 7265421                                                                                                                        | 59.8998                                 | 7265375                  | 46                   | 99.9994                              | 0.0006                             |
| Total                                                                       |                               | 63632144           | 57707348                                                                                                                       | 90.6890                                 | 57707302                 | 46                   | 99.9999                              | 0.0001                             |

**Zydus Wellness Limited**

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**CIN:** L15201GJ1994PLC023490

**Resolution No. 3:**

| Resolution required: [Ordinary / Special]                                   |                               |                    | Ordinary                                                                                                               |                                         |                          |                      |                                      |                                    |
|-----------------------------------------------------------------------------|-------------------------------|--------------------|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                    | No                                                                                                                     |                                         |                          |                      |                                      |                                    |
| Description of resolution considered                                        |                               |                    | Declaration of Final Dividend of ₹ 5/- per equity share of ₹ 10/- each for the financial year ended on March 31, 2023. |                                         |                          |                      |                                      |                                    |
| 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 of votes polled | % of votes against on votes polled |
| Promoter and Promoter Group                                                 | Remote E-Voting               | 42699902           | 42698303                                                                                                               | 99.9963                                 | 42698303                 | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                      | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                         |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 42698303                                                                                                               | 99.9963                                 | 42698303                 | 0                    | 100.0000                             | 0.0000                             |
| Public – Institutions                                                       | Remote E-Voting               | 8802946            | 7749274                                                                                                                | 88.0305                                 | 7749274                  | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                      | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                         |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 7749274                                                                                                                | 88.0305                                 | 7749274                  | 0                    | 100.0000                             | 0.0000                             |
| Public – Non Institutions                                                   | Remote E-Voting               | 12129296           | 7228147                                                                                                                | 59.5925                                 | 7228113                  | 34                   | 99.9995                              | 0.0005                             |
|                                                                             | E-voting at venue of AGM      |                    | 37274                                                                                                                  | 0.3073                                  | 37274                    | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                         |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         | -                  | 7265421                                                                                                                | 59.8998                                 | 7265387                  | 34                   | 99.9995                              | 0.0005                             |
| Total                                                                       |                               | 63632144           | 57712998                                                                                                               | 90.6979                                 | 57712964                 | 34                   | 99.9999                              | 0.0001                             |

**Zydus Wellness Limited**

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**Phone No.:** +91-79-71800000; **Website:** [www.zyduswellness.com](http://www.zyduswellness.com)

**CIN:** L15201GJ1994PLC023490

**Resolution No. 4:**

| Resolution required: [Ordinary / Special]                                   |                               |                    | Ordinary                                                                                                                                                                  |                                         |                          |                      |                                      |                                    |
|-----------------------------------------------------------------------------|-------------------------------|--------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |                    | Yes                                                                                                                                                                       |                                         |                          |                      |                                      |                                    |
| Description of resolution considered                                        |                               |                    | Re-appointment of Dr. Sharvil P. Patel (DIN: 00131995), as a Non-Executive Director of the Company who retires by rotation in the AGM and being eligible, offers himself. |                                         |                          |                      |                                      |                                    |
| 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 of votes polled | % of votes against on votes polled |
| Promoter and Promoter Group                                                 | Remote E-Voting               | 42699902           | 42695638                                                                                                                                                                  | 99.9900                                 | 42695638                 | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                                                                         | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                                                            |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         |                    | 42695638                                                                                                                                                                  | 99.9900                                 | 42695638                 | 0                    | 100.0000                             | 0.0000                             |
| Public – Institutions                                                       | Remote E-Voting               | 8802946            | 7749274                                                                                                                                                                   | 88.0305                                 | 7748572                  | 702                  | 99.9909                              | 0.0091                             |
|                                                                             | E-voting at venue of AGM      |                    | 0                                                                                                                                                                         | 0.0000                                  | 0                        | 0                    | 0.0000                               | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                                                            |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         |                    | 7749274                                                                                                                                                                   | 88.0305                                 | 7748572                  | 702                  | 99.9909                              | 0.0091                             |
| Public – Non Institutions                                                   | Remote E-Voting               | 12129296           | 7228072                                                                                                                                                                   | 59.5919                                 | 7227758                  | 314                  | 99.9957                              | 0.0043                             |
|                                                                             | E-voting at venue of AGM      |                    | 37274                                                                                                                                                                     | 0.3073                                  | 37274                    | 0                    | 100.0000                             | 0.0000                             |
|                                                                             | Postal Ballot [if applicable] |                    | Not Applicable                                                                                                                                                            |                                         |                          |                      |                                      |                                    |
|                                                                             | Total                         |                    | 7265346                                                                                                                                                                   | 59.8992                                 | 7265032                  | 314                  | 99.9957                              | 0.0043                             |
| Total                                                                       |                               | 63632144           | 57710258                                                                                                                                                                  | 90.6936                                 | 57709242                 | 1016                 | 99.9982                              | 0.0018                             |

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**CIN:** L15201GJ1994PLC023490

**Resolution No. 5:**

|                                                                                    |                               |                           |                                                                                                                                                           |                                                |                                 |                             |                                             |                                           |
|------------------------------------------------------------------------------------|-------------------------------|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|---------------------------------|-----------------------------|---------------------------------------------|-------------------------------------------|
| <b>Resolution required: [Ordinary / Special]</b>                                   |                               |                           | Special                                                                                                                                                   |                                                |                                 |                             |                                             |                                           |
| <b>Whether promoter / promoter group are interested in the agenda / resolution</b> |                               |                           | No                                                                                                                                                        |                                                |                                 |                             |                                             |                                           |
| <b>Description of resolution considered</b>                                        |                               |                           | Re-appointment of Ms. Dharmishtaben N. Raval (DIN: 02792246) as an Independent Director of the Company for the second term of 5 (five) consecutive years. |                                                |                                 |                             |                                             |                                           |
| <b>Category</b>                                                                    | <b>Mode of Voting</b>         | <b>No. of Shares held</b> | <b>No. of votes polled</b>                                                                                                                                | <b>% of votes polled on outstanding shares</b> | <b>No. of votes – in favour</b> | <b>No. of votes against</b> | <b>% of votes in favour of votes polled</b> | <b>% of votes against on votes polled</b> |
| <b>Promoter and Promoter Group</b>                                                 | Remote E-Voting               | 42699902                  | 42698303                                                                                                                                                  | 99.9963                                        | 42698303                        | 0                           | 100.0000                                    | 0.0000                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 0                                                                                                                                                         | 0.0000                                         | 0                               | 0                           | 0.0000                                      | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                            |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>42698303</b>                                                                                                                                           | <b>99.9963</b>                                 | <b>42698303</b>                 | <b>0</b>                    | <b>100.0000</b>                             | <b>0.0000</b>                             |
| <b>Public – Institutions</b>                                                       | Remote E-Voting               | 8802946                   | 7749274                                                                                                                                                   | 88.0305                                        | 4519387                         | 3229887                     | 58.3201                                     | 41.6799                                   |
|                                                                                    | E-voting at venue of AGM      |                           | 0                                                                                                                                                         | 0.0000                                         | 0                               | 0                           | 0.0000                                      | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                            |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>7749274</b>                                                                                                                                            | <b>88.0305</b>                                 | <b>4519387</b>                  | <b>3229887</b>              | <b>58.3201</b>                              | <b>41.6799</b>                            |
| <b>Public – Non Institutions</b>                                                   | Remote E-Voting               | 12129296                  | 7228072                                                                                                                                                   | 59.5919                                        | 7226448                         | 1624                        | 99.9775                                     | 0.0225                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 37274                                                                                                                                                     | 0.3073                                         | 37274                           | 0                           | 100.0000                                    | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                            |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>7265346</b>                                                                                                                                            | <b>59.8992</b>                                 | <b>7263722</b>                  | <b>1624</b>                 | <b>99.9776</b>                              | <b>0.0224</b>                             |
| <b>Total</b>                                                                       |                               | <b>63632144</b>           | <b>57712923</b>                                                                                                                                           | <b>90.6978</b>                                 | <b>54481412</b>                 | <b>3231511</b>              | <b>94.4007</b>                              | <b>5.5993</b>                             |

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**CIN:** L15201GJ1994PLC023490

**Resolution No. 6:**

|                                                                                    |                               |                           |                                                                                                                                                          |                                                |                                 |                             |                                             |                                           |
|------------------------------------------------------------------------------------|-------------------------------|---------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|---------------------------------|-----------------------------|---------------------------------------------|-------------------------------------------|
| <b>Resolution required: [Ordinary / Special]</b>                                   |                               |                           | Special                                                                                                                                                  |                                                |                                 |                             |                                             |                                           |
| <b>Whether promoter / promoter group are interested in the agenda / resolution</b> |                               |                           | No                                                                                                                                                       |                                                |                                 |                             |                                             |                                           |
| <b>Description of resolution considered</b>                                        |                               |                           | Re-appointment of Mr. Srivishnu R. Nandyala (DIN: 00025063) as an Independent Director of the Company for the second term of 5 (five) consecutive years. |                                                |                                 |                             |                                             |                                           |
| <b>Category</b>                                                                    | <b>Mode of Voting</b>         | <b>No. of Shares held</b> | <b>No. of votes polled</b>                                                                                                                               | <b>% of votes polled on outstanding shares</b> | <b>No. of votes – in favour</b> | <b>No. of votes against</b> | <b>% of votes in favour of votes polled</b> | <b>% of votes against on votes polled</b> |
| <b>Promoter and Promoter Group</b>                                                 | Remote E-Voting               | 42699902                  | 42698303                                                                                                                                                 | 99.9963                                        | 42698303                        | 0                           | 100.0000                                    | 0.0000                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 0                                                                                                                                                        | 0.0000                                         | 0                               | 0                           | 0.0000                                      | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                           |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>42698303</b>                                                                                                                                          | <b>99.9963</b>                                 | <b>42698303</b>                 | <b>0</b>                    | <b>100.0000</b>                             | <b>0.0000</b>                             |
| <b>Public – Institutions</b>                                                       | Remote E-Voting               | 8802946                   | 7749274                                                                                                                                                  | 88.0305                                        | 7713492                         | 35782                       | 99.5383                                     | 0.4617                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 0                                                                                                                                                        | 0.0000                                         | 0                               | 0                           | 0.0000                                      | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                           |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>7749274</b>                                                                                                                                           | <b>88.0305</b>                                 | <b>7713492</b>                  | <b>35782</b>                | <b>99.5383</b>                              | <b>0.4617</b>                             |
| <b>Public – Non Institutions</b>                                                   | Remote E-Voting               | 12129296                  | 7228072                                                                                                                                                  | 59.5919                                        | 7226361                         | 1711                        | 99.9763                                     | 0.0237                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 37274                                                                                                                                                    | 0.3073                                         | 0                               | 0                           | 100.0000                                    | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                           |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>7265346</b>                                                                                                                                           | <b>59.8992</b>                                 | <b>7263635</b>                  | <b>1711</b>                 | <b>99.9764</b>                              | <b>0.0236</b>                             |
| <b>Total</b>                                                                       |                               | <b>63632144</b>           | <b>57712923</b>                                                                                                                                          | <b>90.6978</b>                                 | <b>57675430</b>                 | <b>37493</b>                | <b>99.9350</b>                              | <b>0.0650</b>                             |

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**Resolution No. 7:**

|                                                                                    |                               |                           |                                                                                                                                                 |                                                |                                 |                             |                                             |                                           |
|------------------------------------------------------------------------------------|-------------------------------|---------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|---------------------------------|-----------------------------|---------------------------------------------|-------------------------------------------|
| <b>Resolution required: [Ordinary / Special]</b>                                   |                               |                           | Special                                                                                                                                         |                                                |                                 |                             |                                             |                                           |
| <b>Whether promoter / promoter group are interested in the agenda / resolution</b> |                               |                           | No                                                                                                                                              |                                                |                                 |                             |                                             |                                           |
| <b>Description of resolution considered</b>                                        |                               |                           | Appointment of Mr. Akhil A. Monappa (DIN: 09784366) as an Independent Director of the Company for the first term of 5 (five) consecutive years. |                                                |                                 |                             |                                             |                                           |
| <b>Category</b>                                                                    | <b>Mode of Voting</b>         | <b>No. of Shares held</b> | <b>No. of votes polled</b>                                                                                                                      | <b>% of votes polled on outstanding shares</b> | <b>No. of votes – in favour</b> | <b>No. of votes against</b> | <b>% of votes in favour of votes polled</b> | <b>% of votes against on votes polled</b> |
| <b>Promoter and Promoter Group</b>                                                 | Remote E-Voting               | 42699902                  | 42698303                                                                                                                                        | 99.9963                                        | 42698303                        | 0                           | 100.0000                                    | 0.0000                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 0                                                                                                                                               | 0.0000                                         | 0                               | 0                           | 0.0000                                      | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                  |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>42698303</b>                                                                                                                                 | <b>99.9963</b>                                 | <b>42698303</b>                 | <b>0</b>                    | <b>100.0000</b>                             | <b>0.0000</b>                             |
| <b>Public – Institutions</b>                                                       | Remote E-Voting               | 8802946                   | 7749274                                                                                                                                         | 88.0305                                        | 7749274                         | 0                           | 100.0000                                    | 0.0000                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 0                                                                                                                                               | 0.0000                                         | 0                               | 0                           | 0.0000                                      | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                  |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>7749274</b>                                                                                                                                  | <b>88.0305</b>                                 | <b>7749274</b>                  | <b>0</b>                    | <b>100.0000</b>                             | <b>0.0000</b>                             |
| <b>Public – Non Institutions</b>                                                   | Remote E-Voting               | 12129296                  | 7228072                                                                                                                                         | 59.5919                                        | 7226415                         | 1657                        | 99.9771                                     | 0.0229                                    |
|                                                                                    | E-voting at venue of AGM      |                           | 37274                                                                                                                                           | 0.3073                                         | 37274                           | 0                           | 100.0000                                    | 0.0000                                    |
|                                                                                    | Postal Ballot [if applicable] |                           | Not Applicable                                                                                                                                  |                                                |                                 |                             |                                             |                                           |
|                                                                                    | <b>Total</b>                  |                           | <b>7265346</b>                                                                                                                                  | <b>59.8992</b>                                 | <b>7263689</b>                  | <b>1657</b>                 | <b>99.9972</b>                              | <b>0.0228</b>                             |
| <b>Total</b>                                                                       |                               | <b>63632144</b>           | <b>57712923</b>                                                                                                                                 | <b>90.6978</b>                                 | <b>57711266</b>                 | <b>1657</b>                 | <b>99.9971</b>                              | <b>0.0029</b>                             |

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**Resolution No. 8:**

| Resolution required: [Ordinary / Special]                                   |                               |          | Ordinary                                                                                                            |         |          |     |          |        |
|-----------------------------------------------------------------------------|-------------------------------|----------|---------------------------------------------------------------------------------------------------------------------|---------|----------|-----|----------|--------|
| Whether promoter / promoter group are interested in the agenda / resolution |                               |          | No                                                                                                                  |         |          |     |          |        |
| Description of resolution considered                                        |                               |          | Ratification of remuneration of Dalwadi & Associates, Cost Auditors for the Financial Year ending on March 31, 2024 |         |          |     |          |        |
| Promoter and Promoter Group                                                 | Remote E-Voting               | 42699902 | 42698303                                                                                                            | 99.9963 | 42698303 | 0   | 100.0000 | 0.0000 |
|                                                                             | E-voting at venue of AGM      |          | 0                                                                                                                   | 0.0000  | 0        | 0   | 0.0000   | 0.0000 |
|                                                                             | Postal Ballot [if applicable] |          | Not Applicable                                                                                                      |         |          |     |          |        |
|                                                                             | Total                         |          | 42698303                                                                                                            | 99.9963 | 42698303 | 0   | 100.0000 | 0.0000 |
| Public – Institutions                                                       | Remote E-Voting               | 8802946  | 7749274                                                                                                             | 88.0305 | 7749274  | 0   | 100.0000 | 0.0000 |
|                                                                             | E-voting at venue of AGM      |          | 0                                                                                                                   | 0.0000  | 0        | 0   | 0.0000   | 0.0000 |
|                                                                             | Postal Ballot [if applicable] |          | Not Applicable                                                                                                      |         |          |     |          |        |
|                                                                             | Total                         |          | 7749274                                                                                                             | 88.0305 | 7749274  | 0   | 100.0000 | 0.0000 |
| Public – Non Institutions                                                   | Remote E-Voting               | 12129296 | 7228147                                                                                                             | 59.5925 | 7227844  | 303 | 99.9958  | 0.0042 |
|                                                                             | E-voting at venue of AGM      |          | 0                                                                                                                   | 0.0000  | 0        | 0   | 100.0000 | 0.0000 |
|                                                                             | Postal Ballot [if applicable] |          | Not Applicable                                                                                                      |         |          |     |          |        |
|                                                                             | Total                         |          | 7265421                                                                                                             | 59.8998 | 7265118  | 303 | 99.9958  | 0.0042 |
| Total                                                                       |                               | 63632144 | 57712998                                                                                                            | 90.6979 | 57712695 | 303 | 99.9955  | 0.0005 |

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