



Novartis India Limited
Registered Office:
Inspire BKC
7th Floor
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
Maharashtra, India
Tel +91 22 50243000
Fax +91 22 50243010
Email: india.investors@novartis.com
CIN No. L24200MH1947PLC006104
Website: www.novartis.in

March 22, 2024

To,
The Secretary
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code - 500672

Dear Sir/Madam,

**Sub: Declaration of Voting Results of the Postal Ballot of Novartis India Limited
(“the Company”) and Scrutinizers’ Report**

This has reference to our letter dated February 20, 2024, enclosing the Notice of Postal Ballot dated February 17, 2024, seeking approval of the Members of the Company for the following special business by way of Postal Ballot only through remote voting by electronic means (“remote e-voting):

- a) Appointment of Ms. Gira Sardesai (DIN: 02610502) as an Independent Director of the Company by passing of Special Resolution; and
- b) Continuation of appointment of Mr. Christopher Snook (DIN: 00369790) as Non-Executive and Non-Independent Director of the Company by passing of Ordinary Resolution.

We are pleased to inform you that all the above resolutions set out in the Notice of Postal Ballot have been passed by the Members of the Company with requisite majority.

In this regard, please find enclosed the following:

1. The Voting Results of the said Postal Ballot through remote e-voting, in relation to the aforesaid business, as required under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as **Annexure – I**
2. The Scrutinizer's Report dated March 22, 2024, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as **Annexure – II**





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The Voting Results along with the Scrutinizer's Report will also be available on the websites of the Company at www.novartis.in and National Securities Depository Limited at www.evoting.nsdl.com

You are requested to take the above information on record.

Thanking you

Yours Sincerely,

For Novartis India Limited

Malpani Nikhil Digitally signed by Malpani Nikhil
DN: dc=com, dc=novartis, ou=people, ou=GR,
serialNumber=2079258, cn=Malpani Nikhil
Date: 2024.03.22 14:43:39 +0530

Nikhil Malpani
Company Secretary and Compliance Officer

Encl.: as above



Annexure I

Format of Voting Results

Date of declaration of Postal Ballot AGM/EGM	Resolutions passed through Postal Ballot on March 21, 2024
Total number of shareholders on record date (i.e. February 17, 2024)	42,383
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable





Novartis India Ltd								
Resolution Required :Special			1 - Appointment of Ms. Gira Sardesai (DIN: 02610502) as an Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	179667	37017	20.6031	37017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		37017	20.6031	37017	0	100.0000	0.0000
Public Non Institutions	E-Voting	7060450	45453	0.6438	43302	2151	95.2676	4.7324
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45453	0.6438	43302	2151	95.2676	4.7324
Total		24690797	17533150	71.0109	17530999	2151	99.9877	0.0123





Novartis India Ltd								
Resolution Required : Ordinary			2 - Continuation of appointment of Mr. Christopher Snook (DIN: 00369790) as Non-Executive and Non-Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	17450680	17450680	100.0000	17450680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17450680	100.0000	17450680	0	100.0000	0.0000
Public Institutions	E-Voting	179667	37017	20.6031	37017	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		37017	20.6031	37017	0	100.0000	0.0000
Public Non Institutions	E-Voting	7060450	39673	0.5619	37581	2092	94.7269	5.2731
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		39673	0.5619	37581	2092	94.7269	5.2731
Total		24690797	17527370	70.9875	17525278	2092	99.9881	0.0119





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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 Thane (W) – 400 601
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 E: snaco@snaco.net | W: www.snaco.net
 ICSI Unique Code: P1991MH040400

SCRUTINIZER'S REPORT

To,

The Chairman

Novartis India Limited

CIN: L24200MH1947PLC006104

Inspire- BKC, 7th Floor, Bandra Kurla Complex,
 Bandra (East), Mumbai, Maharashtra – 400 051.

Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by **Novartis India Limited** ("the Company") seeking consent of its Members for the Resolutions as contained in the Notice of Postal Ballot dated **17th February, 2024**.

1. In terms of provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on 17th February, 2024 to conduct the Postal Ballot as contained in the Notice dated 17th February, 2024 ("Postal Ballot Notice").
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by Ministry of Corporate Affairs (MCA) from time to time, in relation to "Clarification on passing of Member's resolution by companies under the Companies Act, 2013" read with rules made thereunder, Members' approval was sought for the Resolutions as contained in the Postal Ballot Notice through e-voting only.
3. **Notice of the Postal Ballot.**
 - 3.1. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **Saturday, 17th February, 2024** ("the cut-off date"), the Company had completed the dispatch of Postal Ballot Notice on **20th February, 2024** through e-mail to **36,193** Members who had registered their email-IDs with

*Scrutinizer's Report on Postal Ballot conducted by Novartis India Limited
 vide Notice dated February 17, 2024.*





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

the Company/ Depositories/ Depository Participants/ Registrar and Share Transfer Agents (RTA).

- 3.2. The Company had hosted the Postal Ballot Notice on its website and the website of National Securities Depository Limited ("NSDL") (e-voting Agency) and also intimated the same to BSE Limited on **20th February, 2024**.
- 3.3. Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published on **21st February, 2024** in all editions of **Financial Express** (English Newspaper) and in **Navshakti** (Marathi Newspaper).
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on e-voting platform provided by NSDL from **9:00 a.m. (IST) on Wednesday, 21st February, 2024 to 5:00 p.m. (IST) on Thursday, 21st March, 2024**.
5. Member's demographic details and voting rights were downloaded by us from e-voting platform provided by NSDL.
6. After the scrutiny of the votes cast file downloaded from e-voting platform provided by NSDL:
 - 6.1. We found that all the votes cast by the Members were valid; and
 - 6.2. We report that 01 (One) Special Resolution and 01 (One) Ordinary Resolution as contained in the Postal Ballot Notice has been passed with requisite majority.

We have annexed with this report, the analysis of the result of the Resolutions as contained in the Postal Ballot Notice.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 5218/2023

S. N. Viswanathan



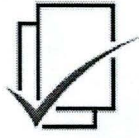
S. N. Viswanathan

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955E003618552

22nd March, 2024 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Result of Postal Ballot

Item No. 1: Appointment of Ms. Gira Sardesai (DIN: 02610502) as an Independent Director of the Company.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	302	1,75,30,999	99.9877
Dissent	24	2,151	0.0123
Total	326	1,75,33,150	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as contained in the Item No. 1 of the Postal Ballot Notice has been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

S. N. Viswanathan

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955E003618552

22nd March, 2024 | Thane





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Result of Postal Ballot

Item No. 2: Continuation of appointment of Mr. Christopher Snook (DIN: 00369790) as Non-Executive and Non-Independent Director of the Company.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	295	1,75,25,278	99.9881
Dissent	25	2,092	0.0119
Total	320	1,75,27,370	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 2 of the Postal Ballot Notice has been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries



S. N. Viswanathan

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955E003618552

22nd March, 2024 | Thane

