

SPARC/Sec/SE/2021-22/008

28<sup>th</sup> April 2021

To,

**National Stock Exchange of India Ltd.**

Exchange Plaza, 5th Floor Plot No.C/1,G Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai- 400 051

**BSE Ltd.,**

Market Operations Department  
P. J. Towers, Dalal Street,  
Mumbai- 400 001

Scrip Code: SPARC

Scrip Code: 532872

Dear Sirs,

**Sub:** *Voting Results of Extra Ordinary General Meeting of the Company held on 26<sup>th</sup> April, 2021 through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).*

Pursuant to the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we submit herewith the details of the result of remote e-voting as well as e-voting conducted at the Extra-Ordinary General Meeting (EGM) of Sun Pharma Advanced Research Company Limited held on 26<sup>th</sup> April, 2021 from 03:00 p.m. to 03:40 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) in respect of all the resolutions as set out in the Notice dated 25<sup>th</sup> March 2021, for your information and dissemination.

In accordance to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, all the Shareholders of the Company were given the opportunity to exercise their right to vote on the resolutions set out in the EGM Notice through remote electronic voting during the period Commencing from 23<sup>rd</sup> April, 2021 (09.00 a.m.) to 25<sup>th</sup> April, 2021 (5.00 p.m.). A facility to cast vote electronically for all the resolutions proposed at the Extra-Ordinary General Meeting of the Company was also provided to all the members who were attending the EGM through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) and who had not voted earlier through remote e-voting.

All the resolutions contained in the Notice of the EGM were approved by the requisite majority of Shareholders through remote e-voting and e-voting facility provided at the EGM. Copy of Combined Scrutinizers Report is enclosed herewith.

We request you to kindly take note of the same.

Thanking you,

Yours faithfully,

**For Sun Pharma Advanced Research Company Limited**



**Debashis Dey**  
Company Secretary

**Encl:** *As above*

Name of the Company	Sun Pharma Advanced Research Company Limited
Date of EGM	26 <sup>th</sup> April 2021
Total Number of Shareholders on record date (i.e. 19 <sup>th</sup> April 2021 -cut-off date for voting purpose):	101754
Number of Shareholders present in the meeting in person: <ul style="list-style-type: none"> <li>• Promoter &amp; Promoter Group</li> <li>• Public</li> </ul>	<ul style="list-style-type: none"> <li>• Nil</li> <li>• Nil</li> </ul>
No. of Shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none"> <li>• Promoters and Promoter Group</li> <li>• Public</li> </ul>	<ul style="list-style-type: none"> <li>• 9</li> <li>• 31</li> </ul>
Mode of Voting	Remote e-voting & e-voting conducted at EGM.

**Note:** For the purpose of number of members present in case of promoter and promoted group, the number of folios have been consolidated on the basis of PAN.

## Sun Pharma Advanced Research Company Limited

Resolution Required : (Special)			To Authorise the Board to borrow money so that total amount so borrowed shall not at any time exceed ₹ 1000 Crores (Rupees One Thousand Crores only) or the aggregate of the paid up capital, free reserves and securities premium of the Company, whichever is higher.					
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	179407230	179406030	99.9993	179406030	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
	<b>Total</b>		<b>179406030</b>	<b>99.9993</b>	<b>179406030</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7083081	6112414	86.2960	393007	5719407	6.4297	93.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6112414</b>	<b>86.2960</b>	<b>393007</b>	<b>5719407</b>	<b>6.4297</b>	<b>93.5703</b>
Public Non Institutions	E-Voting	75557195	24372693	32.2573	24372335	358	99.9985	0.0015
	Poll		1067	0.0014	1067	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	100.0000	0.0000
	<b>Total</b>		<b>24373760</b>	<b>32.2587</b>	<b>24373402</b>	<b>358</b>	<b>99.9985</b>	<b>0.0015</b>
<b>Total</b>		<b>262047506</b>	<b>209892204</b>	<b>80.0970</b>	<b>204172439</b>	<b>5719765</b>	<b>97.2749</b>	<b>2.7251</b>

## Sun Pharma Advanced Research Company Limited

Resolution Required : (Special)			To authorise the Board to create charge on the assets of the Company, so that the total amount secured by such charge shall not, at any time exceed the limit of ₹ 1000 Crores (Rupees One Thousand Crores only) or the aggregate of the paid up capital, free reserves and securities premium of the Company, whichever is higher.					
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
Promoter and Promoter Group	E-Voting	179407230	179406030	99.9993	179406030	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
	<b>Total</b>		<b>179406030</b>	<b>99.9993</b>	<b>179406030</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7083081	6112414	86.2960	393007	5719407	6.4297	93.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6112414</b>	<b>86.2960</b>	<b>393007</b>	<b>5719407</b>	<b>6.4297</b>	<b>93.5703</b>
Public Non Institutions	E-Voting	75557195	24372713	32.2573	24370805	1908	99.9922	0.0078
	Poll		1067	0.0014	1067	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	100.0000	0.0000
	<b>Total</b>		<b>24373780</b>	<b>32.2587</b>	<b>24371872</b>	<b>1908</b>	<b>99.9922</b>	<b>0.0078</b>
<b>Total</b>		<b>262047506</b>	<b>209892224</b>	<b>80.0970</b>	<b>204170909</b>	<b>5721315</b>	<b>97.2742</b>	<b>2.7258</b>

**SCRUTINIZER'S CONSOLIDATED REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015) and Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India]

To,  
The Chairman of Extra Ordinary General Meeting of the members of Sun Pharma Advanced Research Company Limited.

Dear Sir,

**Sub: Scrutinizer's Consolidated Report for remote e-voting and e-voting at the Extra Ordinary General Meeting of members of Sun Pharma Advanced Research Company Limited held on Monday, April 26, 2021 at 03:00 pm conducted through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

1. I, Alpeshkumar Jayantilal Panchal, Partner of KJB & CO LLP, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Sun Pharma Advanced Research Company Limited ("**the Company**") for the purpose of scrutinizing remote E-voting process ("**Remote e-Voting**") as well as voting by use of electronic means at the meeting ("**e-Voting**") in respect of resolutions proposed at the Extra Ordinary General Meeting of the Company held on **Monday, April 26, 2021 at 03:00 pm ("Meeting")** conducted through **Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**, in accordance with the provisions of Section 108 of the **Companies Act, 2013 ("the Act")** read with Rule 20 of the **Companies (Management and Administration) Rules, 2014**, as amended ("**the Rules**") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**").
2. In view of situation arising due to COVID-19 global pandemic, social distancing norms to be followed, the Meeting was conducted through VC / OAVM by following the operating procedures (with such modifications as may be required) as per the guidelines issued by Ministry of Corporate Affairs ("**MCA**") vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 39/2020 dated December 31, 2020 (collectively to as referred as "**MCA Circulars**") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (collectively referred to as "**SEBI Circulars**").

**3. Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and SS-2 relating to voting through Remote e-Voting and through e-Voting facility for the Meeting (hereinafter referred to as "**Voting through Electronic means**") on the resolutions stated in the Notice convening the Meeting of the Company ("**Notice**").

**4. Scrutinizer's Responsibility:**

Our responsibility as a Scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Consolidated

# KJB & CO LLP

## COMPANY SECRETARIES

Report of the votes cast “in favour” or “against” the resolutions stated in the Notice, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited, the agency engaged by the Company to provide facility to the members to cast their votes by way of Remote e-Voting and e-Voting facility made available for the Meeting .

5. Further to above, we submit our report as under:
  - a) Voting rights of members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, April 19, 2021.
  - b) The Remote e-Voting platform period remained open from Friday, April 23, 2021, 9.00 A.M. till Sunday, April 25, 2021, 5.00 P.M. on the designated website [www.evotingindia.com](http://www.evotingindia.com) of Central Depository Services (India) Limited.
  - c) The Company had also provided the facility of e-Voting during the Meeting and till 15 minutes after conclusion of the Meeting by VC/OAVM for the Members who had joined the Meeting but had not cast their vote by remote e-voting.
  - d) After the completion of e-Voting process at the Meeting, the votes cast through e-Voting at the Meeting and through Remote e-Voting prior to the date of Meeting were unblocked and downloaded from the e-voting website of Central Depository Services (India) Limited [www.evotingindia.com](http://www.evotingindia.com). The e-Voting data/results downloaded from e-voting system of Central Depository Services (India) Limited were scrutinized and reviewed, the votes were counted, and the results were prepared.

The Consolidated result of the voting for the Extra Ordinary General Meeting is as under:

**Item No. 1:**

**Special resolution** in supersession of the resolution passed by the Shareholders at the 9th Annual General Meeting of the Company held on 31st July 2014, to authorize the Board to borrow money so that total amount so borrowed shall not at any time exceed ₹ 1000 Crores (Rupees One Thousand Crores only) or the aggregate of the paid up capital, free reserves and securities premium of the Company, whichever is higher.:

i. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	130	20,41,71,372	97.2749
e-Voting	6	1,067	100.0000
<b>Total</b>	<b>136</b>	<b>20,41,72,439</b>	<b>97.2749</b>

ii. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	46	57,19,765	2.7251
e-Voting	0	0	0
<b>Total</b>	<b>46</b>	<b>57,19,765</b>	<b>2.7251</b>

iii. **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 2:**

**Special resolution** in supersession of the resolution passed by the Shareholders at the 9th Annual General Meeting of the Company held on 31st July 2014 to authorise the Board to create charge on the assets of the Company, so that the total amount secured by such charge shall not, at any time exceed the limit of ₹ 1000 Crores (Rupees One Thousand Crores only) or the aggregate of the paid up capital, free reserves and securities premium of the Company, whichever is higher.:

iv. Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	124	20,41,69,842	97.2742
e-Voting	6	1,067	100.0000
<b>Total</b>	<b>130</b>	<b>20,41,70,909</b>	<b>97.2742</b>



v. Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Remote e-Voting	53	57,21,315	2.7258
e-Voting	0	0	0
<b>Total</b>	<b>55</b>	<b>57,21,315</b>	<b>2.7258</b>

vi. **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Based on the foregoing, all the resolutions as stated in the Notice of the Meeting of the Company are deemed to have been passed with the requisite majority on the date of the Meeting i.e. Monday, April 26, 2021.

The electronic data and all other relevant records relating to the e-Voting are under my safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and signs the minutes of the Extra Ordinary General Meeting.

**Note: For the purpose of number of members voted in case of promoter and promoted group, the number of folios have been consolidated on PAN basis.**

Thanking you.

For KJB & CO LLP,  
Practicing Company Secretaries



Alpeshkumar Panchal  
Partner

Mem No. - 49008

C. P. No. - 20120

UDIN: A049008C000192470

Date: 27th April 2021

Place: Vadodara.



Countersigned by Mr. Debashis Dey  
(Authorised by Chairman of the Extra Ordinary General Meeting)