



Novartis India Limited
CIN : L24200MH1947PLC006104

Resolution Required : (Ordinary)			1 - Adoption of Financial Statement for the year ended March 31, 2016					
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6635	0.0878	6612	23	99.6534	0.3466
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8085	0.1070	8012	73	99.0971	0.9029
Total		31960797	24023682	75.1661	24023609	73	99.9997	0.0003



Resolution Required : (Ordinary)		2 - Approval of dividend for the year ended March 31, 2016						
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6635	0.0878	6082	553	91.6654	8.3346
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8085	0.1070	7482	603	92.5417	7.4583
Total		31960797	24023682	75.1661	24023079	603	99.9975	0.0025





Resolution Required : (Ordinary)		3 - Re-appointment of Mr Ranjit Shahani, who retires by rotation						
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6545	0.0867	4978	1567	76.0581	23.9419
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7995	0.1059	6378	1617	79.7749	20.2251
Total		31960797	24023592	75.1658	24021975	1617	99.9933	0.0067



Resolution Required : (Ordinary)			4 - Re-appointment of M/s Lovelock and Lewes, Chartered Accountants, as Auditors of the Company					
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]= $\frac{[2]}{[1]}*100$	[4]	[5]	[6]= $\frac{[4]}{[2]}*100$	[7]= $\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	0	45000	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		45000	10.2887	0	45000	0.0000	100.0000
Public Non Institutions	E-Voting	7552827	6545	0.0867	5926	619	90.5424	9.4576
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7995	0.1059	7326	669	91.6323	8.3677
Total		31960797	24023592	75.1658	23977923	45669	99.8099	0.1901



Resolution Required : (Ordinary)			5 - Appointment of Ms Sandra Martyres as an Independent Director of the Company					
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6544	0.0866	5216	1328	79.7066	20.2934
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7994	0.1058	6616	1378	82.7621	17.2379
Total		31960797	24023591	75.1658	24022213	1378	99.9943	0.0057



Resolution Required : (Ordinary)			6 - Appointment of Ms Monaz Noble as Director of the Company					
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6545	0.0867	5197	1348	79.4041	20.5959
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7995	0.1059	6597	1398	82.5141	17.4859
Total		31960797	24023592	75.1658	24022194	1398	99.9942	0.0058



Resolution Required : (Ordinary)			7 - Appointment and approval of terms of appointment of Ms Monaz Noble as Whole Time Director of the Company					
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6545	0.0867	4999	1546	76.3789	23.6211
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7995	0.1059	6399	1596	80.0375	19.9625
Total		31960797	24023592	75.1658	24021996	1596	99.9934	0.0066



Resolution Required : (Special)			8 - Change of address for keeping the Register of Members of the Company					
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6320	0.0837	5706	614	90.2848	9.7152
	Poll		1450	0.0192	1186	264	81.7931	18.2069
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7770	0.1029	6892	878	88.7001	11.2999
Total		31960797	24023367	75.1651	24022489	878	99.9963	0.0037



Resolution Required : (Ordinary)			9 - Approval of remuneration payable to M/s N. I. Mehta and Co., Cost Auditors of the Company					
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	23970597	23970597	100.0000	23970597	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		23970597	100.0000	23970597	0	100.0000	0.0000
Public Institutions	E-Voting	437373	45000	10.2887	45000	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		45000	10.2887	45000	0	100.0000	0.0000
Public Non Institutions	E-Voting	7552827	6545	0.0867	5749	796	87.8380	12.1620
	Poll		1450	0.0192	1400	50	96.5517	3.4483
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7995	0.1059	7149	846	89.4184	10.5816
Total		31960797	24023592	75.1658	24022746	846	99.9965	0.0035



AMIT K. TRIVEDI & ASSOCIATES

Company Secretaries & IP Attorneys

FORM No. MGT-13 Report of Scrutinizer(s)

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman / Vice Chairman & Managing Director
Novartis India Limited

**Annual General Meeting of the Equity Shareholders of held on Friday, 29th July, 2016 at Hall
of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018 at 11.30 a.m.**

Dear Sir,

I, Amit K. Trivedi, Company Secretary in Whole-time Practice, have been appointed as Scrutinizer of M/s Novartis India Limited ("the Company") for the purpose of scrutinizing the physical poll paper and e-voting processing fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of the Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the Annual General meeting of the Equity Shareholders of Novartis India Limited, held on Friday, 29th July, 2016 at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai-400018, we submit our combined report as under:

1. The voting through electronic means were remained open from Tuesday, July 26, 2016 (9.00 am IST) to Thursday, July 28, 2016 (5.00 pm IST).
2. The Shareholders holding shares as on the "cut off" date i.e. July 22, 2016 were entitled to vote on the proposed resolutions.
3. At the end of the e-voting period, I have unblocked the electronic votes on July 29, 2016, at 12.43 p.m. in the presence of two witnesses not in the employment of the Company.
4. Thereafter, the details containing, inter-alia, list of equity share holders, who voted "For" and "Against", were downloaded from the e-voting website on National Securities Depositories Limited (<http://www.evoting.nsdl.com>).
5. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by us.



6. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. The combined results of voting are as under:

I. Passed as Ordinary Resolution(s)

1. **To receive, consider and adopt the audited Profit and Loss Account for the year ended March 31, 2016 and the Balance Sheet as on that date together with the Reports of the Directors and the Auditors thereon.**

- (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
86	24023609	99.9997

- (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	73	0.0003

- (iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	0



2. To declare dividend for the year ended March 31, 2016.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
86	24023079	99.9975

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	603	0.0025

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	0

3. To appoint Mr. Ranjit Shahani (holding DIN 00103845) as Director, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
79	24021975	99.9933

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1617	0.0067



(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	

4. To re-appointment of M/s Lovelock and Lewes, Chartered Accountants as Auditors of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
82	23977923	99.8099

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	45669	0.1901

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	0

5. To appoint Ms. Sandra Martyres (holding DIN 00798406) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
81	24022213	99.9943



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1378	0.0057

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
3	0

6. To appoint of Ms. Monaz Noble (holding DIN 03086192) as Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
81	24022194	99.9942

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1398	0.0058

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	0



7. To Appoint and approve terms of appointment of Ms. Monaz Noble (holding DIN 03086192) as Whole Time Director of the Company;

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
79	24021996	99.9934

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1596	0.0066

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	0

Passed as a Special Resolution

8. To Change of address for keeping the Register of Members of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
78	24022489	99.9963

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	878	0.0037



(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	0

Passed as Ordinary Resolution

9. To Approve remuneration payable to M/s N. I. Mehta and Co., Cost Auditors of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
82	24022746	99.9965

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	846	0.0035

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of Not Voted Cases
2	0



9. The register, all other papers and the relevant records relating electronic voting and poll paper shall remain in our safe custody until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same are handed over the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Amit K. Trivedi & Associates



Date: 29/07/2016
Place: Mumbai


Amit K. Trivedi
Membership No.19738
COP No. 7059