

**June 16, 2025**

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 May 16, 2025, enclosing the Notice of Postal Ballot dated May 09, 2025 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) Re-Appointment of Mr. Sanker Parameswaran (DIN: 00008187) as an Independent Director for a further term of 5 (five) years; and
- b) To consider & approve a Related Party Transaction (RPT) between Novartis Pharma AG and Novartis India Limited.

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. The resolution is deemed as passed on the last date of the remote e-voting period, i.e. Sunday June 15, 2025.

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 June 16, 2025, 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**

The Voting Results along with the Scrutinizer's Report are also being made available on the websites of the Company at [www.novartis.in](http://www.novartis.in) and National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to take the above information on record.

Thanking you

Yours Sincerely,

**For Novartis India Limited**

**Maru Chandni**

Digitally signed by Maru Chandni  
DN: dc=com, dc=novartis, ou=people,  
ou=LE, serialNumber=3190945,  
cn=Maru Chandni  
Date: 2025.06.16 20:52:12 +05'30'

**Chandni Maru**  
**Company Secretary and Compliance Officer**  
**M No.-60291**

Encl.: as above

**Annexure -I****Format of Voting Results**

<b>Date of declaration of Postal Ballot AGM/EGM</b>	Resolutions passed through Postal Ballot on June 15, 2025
<b>Total number of shareholders on record date (i.e. May 12, 2025)</b>	35,438
<b>No. of shareholders present in the meeting either in person or through proxy:</b>  <b>Promoters and Promoter Group:</b> <b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>  <b>Promoters and Promoter Group:</b> <b>Public:</b>	Not Applicable

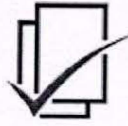


Novartis India Ltd								
Resolution Required :Special			1 - Re-Appointment of Mr. Sanker Parameswaran (DIN: 00008187) as an Independent Director for the further term of 5 (five) years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. 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
	<b>Total</b>		<b>17450680</b>	<b>100.0000</b>	<b>17450680</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	177762	32840	18.4741	32840	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>32840</b>	<b>18.4741</b>	<b>32840</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	7062355	58350	0.8262	57047	1303	97.7669	2.2331
	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>58350</b>	<b>0.8262</b>	<b>57047</b>	<b>1303</b>	<b>97.7669</b>	<b>2.2331</b>
<b>Total</b>		<b>24690797</b>	<b>17541870</b>	<b>71.0462</b>	<b>17540567</b>	<b>1303</b>	<b>99.9926</b>	<b>0.0074</b>



Novartis India Ltd								
Resolution Required :Ordinary			2 - To consider & approve a Related Party Transaction (RPT) between Novartis Pharma AG and Novartis India Limited.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	177762	32840	18.4741	32840	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		32840	18.4741	32840	0	100.0000	0.0000
Public Non Institutions	E-Voting	7062355	58350	0.8262	57186	1164	98.0051	1.9949
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		58350	0.8262	57186	1164	98.0051	1.9949
Total		24690797	91190	0.3693	90026	1164	98.7235	1.2765





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

10/25-26, 2nd Floor, Brindaban,  
Thane (W) - 400 601  
T: +91 22 25345648 | +91 22 25432704  
E: [snaco@snaco.net](mailto:snaco@snaco.net) | W: [www.snaco.net](http://www.snaco.net)  
ICSI Unique Code: P1991MH040400

**SCRUTINIZER'S REPORT**

**June 16<sup>th</sup>, 2025**

To,  
The Chairman  
**Novartis India Limited**  
**CIN: L24200MH1947PLC006104**  
Inspire-BKC, 7th Floor  
Bandra Kurla Complex,  
Bandra East, Mumbai, 400051.

We are pleased to present our 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 **May 9, 2025**.

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 May 9, 2025 to conduct the Postal Ballot as contained in the Notice dated **May 9, 2025** ("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 the Ministry of Corporate Affairs ("MCA") from time to time, in relation to *inter-alia* "Clarification on passing of Ordinary and Special resolutions by companies under the Companies Act, 2013" read with rules made thereunder, Members' approval was sought for the two Resolutions (one Special Resolution and one Ordinary Resolution) as contained in the Postal Ballot Notice through remote e-voting only.

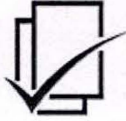
**3. Notice of the Postal Ballot**

- 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 of **May 12, 2025**, ("the cut-off date"), the Company had completed the dispatch of Postal Ballot Notice on **May 16, 2025**, through e-mail to **35,438** Members who had registered their email-ids with the Company/ Depositories / Depository Participants / Registrar and Share Transfer Agent (RTA).

*Scrutinizer's Report on Postal Ballot conducted by Novartis India Limited  
vide Notice dated May 9, 2025.*







**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

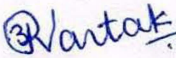
- 3.2. The Company had hosted the Postal Ballot Notice on its website and the website of NSDL (e-voting Agency) and also intimated the same to the stock exchanges viz. BSE Limited and National Stock Exchange of India Limited on May 16, 2025.
- 3.3. Pursuant to Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published in Financial Express (**English Newspaper**) and Navshakti (**Marathi Newspaper**) on May 17, 2025.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through remote e-voting system, on e-voting platform provided by NSDL from 9.00 A.M. (IST) on Saturday, May 17, 2025 to 5.00 P.M. (IST) on Sunday, June 15, 2025.
5. Thereafter, Members' demographic details, voting rights and voting pattern were downloaded by us from NSDL, the e-voting platform.
6. With respect to the Ordinary resolution as set out in Item No.2 of the Postal Ballot Notice, to approve material Related Party Transaction(s) to be entered into by the Company with Novartis Pharma AG the Company, the Company and the RTA provided us with the demographic details of the related parties of the Company, who, pursuant to Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not entitled to vote to approve the resolution. None of the aforesaid related parties have voted on the resolution.
7. After scrutiny of votes cast, we report that:
- all the votes cast by Members were found to be valid.
  - The two resolutions, 01 (one) Special Resolution and 01 (one) Ordinary Resolution, as contained in the Postal Ballot Notice have been passed with the requisite majority.

We have annexed with this report, the analysis of the voting results on the two 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

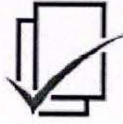
  
**Ashwini Vartak**  
**Partner**

ACS: 29463 | COP No.: 16723

ICSI UDIN: A029463G000603511

June 16<sup>th</sup>, 2025 | Thane





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Result of Postal Ballot**

Item No. 1: Re-Appointment of Mr. Sanker Parameswaran (DIN: 00008187) as an Independent Director of the Company for a further term of five (5) years from June 22, 2025 till June 21, 2030.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	244	1,75,40,567	99.9926
Dissent	18	1,303	0.0074
<b>Total</b>	<b>262</b>	<b>1,75,41,870</b>	<b>100.0000</b>

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

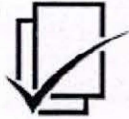
**For S. N. ANANTHASUBRAMANIAN & CO.**  
**Company Secretaries**



**Ashwini Vartak**  
**Partner**

**ACS: 29463 | COP No.: 16723**  
**ICSI UDIN: A029463G000603511**  
**June 16<sup>th</sup>, 2025 | Thane**





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Result of Postal Ballot**

Item No. 2: To consider & approve Related Party Transaction between Novartis Pharma AG and Novartis India Limited.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	244	90,026	98.7235
Dissent	15	1,164	1.2765
<b>Total</b>	<b>259</b>	<b>91,190</b>	<b>100.0000</b>

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

For S. N. ANANTHASUBRAMANIAN & CO.  
Company Secretaries

*Ashwini Vartak*



**Ashwini Vartak**

**Partner**

**ACS: 29463 | COP No.: 16723**

**ICSI UDIN: A029463G000603511**

**June 16<sup>th</sup>, 2025 | Thane**