



Novartis India Limited
Registered Office:
Sandoz House
Shivsagar Estate
Dr. Annie Besant Road
Worli, Mumbai 400 018
India
Tel +91 22 2495 8888
Fax +91 22 2495 0221
CIN No. L24200MH1947PLC006104
Website: www.novartis.in
Email: india.investors@novartis.com

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

November 22, 2017

Dear Sirs,

Subject: 1. Announcement of Voting Results for Buyback &

2. Record Date for Buyback

Announcement of Voting Results on Postal Ballot (incl. E-Voting) for Buyback

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a report of the Scrutinizer on Voting Results of the Company's Postal Ballot notice dated September 25, 2017, for approval of Buyback of equity shares by the Company.

The said voting results will be displayed on the Company's website www.novartis.in and at the registered office of the Company.

Record Date for Buyback

Pursuant to the Regulation 9 of SEBI (Buy-back of Securities) Regulations, 1998, it may please be noted that, the Buyback Committee at their meeting held today fixed **December 8, 2017** as the '**Record Date**' for the purpose of determining the entitlement and the names of the Shareholders, who are eligible to participate in the Buyback Offer of the Company.

Kindly, take a note of the above in your records.

Thanking you.

For Novartis India Limited

Monaz Noble
Whole Time Director &
Chief Financial Officer

Encl: As above

NOVARTIS INDIA LIMITED								
(CIN NO: L24200MH1947PLC006104)								
Resolution Required : (Special)			1 - Special Resolution under Section 68 of the Companies Act, 2013 for buyback of a maximum of 34,50,000 equity shares of the Company (representing 12.26% of the total number of equity shares) from all the equity shareholders on a proportionate basis through the "Tender Offer" route as prescribed under the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 at a price of Rs. 670 per equity share aggregating Rs. 231.15 Crores.					
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	20656042	20656042	100.0000	20656042	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		20656042	100.0000	20656042	0	100.0000	0.0000
Public Institutions	E-Voting	288335	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 Non Institutions	E-Voting	7196420	42012	0.5838	16959	25053	40.3670	59.6330
	Poll							
	Postal Ballot		108599	1.5091	62462	46137	57.5162	42.4838
	Total		150611	2.0929	79421	71190	52.7325	47.2675
Total		28140797	20806653	73.9377	20735463	71190	99.6578	0.3422



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email sna@snaco.net | Website www.snaco.net

SCRUTINIZER'S REPORT

To,

The Chairman,

Novartis India Limited

CIN: L24200MH1947PLC006104

Sandoz House, Shivsagar Estate

Dr. Annie Besant Road,

Worli Mumbai- 400018

I am pleased to present the report on the **POSTAL BALLOT** conducted by the Company to pass One Special Resolution as contained in the Notice of Postal Ballot dated 25th September, 2017.

1. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as the Scrutinizer by the Company on 25th September, 2017 to conduct the Postal Ballot.
2. Members approval was sought for buyback of fully paid up equity shares of Rs 5/- each not exceeding 34,50,000 equity shares at a price of Rs 670/- per equity share aggregating to Rs 231.15 crore, on a proportionate basis through the Tender Offer Route.
3. The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz., **National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)**, as on 6th October, 2017, the Company completed dispatch of the Notice of Postal Ballot as under:



Scrutinizer's Report on Postal Ballot of Novartis India Limited

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- On 17th October, 2017, by email to **23,464** Members who had registered their email IDs with the Company/ Depositories;
 - On 17th October, 2017, to **21,842** Members by speed post.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, as the case may be, as under:
 - a. In case of Postal Ballot Forms, in pre-paid envelopes addressed to me, up to **5:00 p.m. on Monday, 20th November, 2017.**
 - b. In case of remote e-Voting, votes to be cast electronically on the e-voting platform provided by National Securities Depository Limited up to **5:00 p.m. on Monday, 20th November, 2017.**
 5. I received **569** Postal Ballot Forms and **220** Members had cast their votes on the remote e-Voting platform, till **5:00 p.m. on Monday, 20th November, 2017.**
 6. With the support of **Link Intime India Private Limited**, the Registrar & Transfer Agents (RTA) of the Company, the Postal Ballot Forms were scrutinized and signatures of Members verified with their specimen signatures registered with RTA / as provided by the Depositories.
 7. In case of remote e-Voting, Members' demographic details, their voting rights and voting pattern were provided by RTA.
 8. The votes, if any, cast by a Member(s) both in physical form and remote e-Voting having been identified, votes cast through remote e-Voting only were considered valid.

Scrutinizer's Report on Postal Ballot of Novartis India Limited



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9. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the remote e-Voting result, I report that, the Special Resolution as contained in the notice of Postal Ballot dated 25th September, 2017 has been passed with requisite majority.
10. Register of postal ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode and the postal ballots (physical) will remain in my custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/ Person authorized by him for keeping in safe custody.

I have annexed with this report, details of the Postal Ballot Forms & remote e-Voting and an analysis of the Result of the Special Resolution as contained in the said Notice.

**For S.N. Ananthasubramanian & Co.
Company Secretaries**

S. N. Ananthasubramanian



S.N. Ananthasubramanian

CP No: 1774

Date : 22nd November, 2017

Place : Thane

Details of the Postal Ballot & Remote e-Voting

A	Postal Ballot	
1	Number of Forms received from Members	569
2	Number of Forms rejected / not considered for reasons as stated below:-	
	a. Signature mismatch	25
	b. Duplicate (Remote e-Voting done)	2
	c. Not signed	2
	d. Not Voted	15
	e. Voted both 'For' and 'Against'	1
	Total Invalid Forms	45
3	Number of Valid Forms (A)	524
B	Remote e-Voting	
1	Number of Members who participated in e-Voting.	220
2	Number of Invalid e-Votes/not voted	0
3	Number of Valid e-Voters (B)	220
C	Total Valid Voters (A+B)	744



Result of Postal Ballot

Item No. 1: Approval for buyback of fully paid up equity shares of Rs 5/- each not exceeding 34,50,000 equity shares at a price of Rs 670/- per equity share aggregating to Rs 231.15 crore on a proportionate basis through the Tender Offer Route.

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage (%)
	Remote e-Voters	Postal Ballot Forms	Total	Remote e-Votes	Postal Ballot Forms	Total	
Received	220	524	744	2,06,98,054	1,08,599	2,08,06,653	
Assent	169	429	598	2,06,73,001	62,462	2,07,35,463	99.658
Dissent	51	95	146	25,053	46,137	71,190	0.342
Total	220	524	744	2,06,98,054	1,08,599	2,08,06,653	100.000

Based on the aforesaid result, I report that, the Special Resolution as contained in the Notice of Postal Ballot dated, 25th September, 2017 has been passed with requisite majority.

S.N. Ananthasubramanian

S.N. Ananthasubramanian

CP No: 1774



Date : 22nd November, 2017

Place : Thane