

SPARC/Sec/SE/2020-21/028

2<sup>nd</sup> October 2020

To,

**National Stock Exchange of India Ltd.**

Exchange Plaza, 5th Floor Plot No.C/1,

G Block, Bandra Kurla Complex,

Sandra (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 Fifteenth Annual General Meeting of the Company held on 30<sup>th</sup> September, 2020*

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 Fifteenth Annual General Meeting (AGM) of Sun Pharma Advanced Research Company Limited which was held on 30<sup>th</sup> September, 2020 from 04:00 p.m. to 05:15 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), in respect of all the resolutions as set out in the Notice dated 2<sup>nd</sup> June 2020 for your information and noting.

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 Notice of the 15<sup>th</sup> AGM through remote electronic voting during the period Commencing from 27<sup>th</sup> September, 2020 (09.00 a.m.) to 29<sup>th</sup> September, 2020 (5.00 p.m.). A facility to cast vote electronically for all the resolutions proposed at the 15<sup>th</sup> Annual General Meeting of the Company was also provided to all the Members who were attending the AGM 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 15<sup>th</sup> AGM were approved by the requisite majority of Shareholders through remote e-voting and e-voting facility provided at the AGM. 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 AGM	30 <sup>th</sup> September 2020
Total Number of Shareholders on record date (i.e. 23 <sup>rd</sup> September, 2020 -cut-off date for voting purpose):	96117
Number of Shareholders present in the meeting either in person or proxy: <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>• 16</li> <li>• 50</li> </ul>
Mode of Voting	Remote e-voting & e-Poll conducted at AGM venue.

**RESOLUTION 1:**

Resolution Required (Ordinary/Special)	Ordinary	To consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors and Auditors thereon.						
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		2,44,51,920	32.6136%	2,44,50,895	1,025	99.9958%	0.0042%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		2,44,53,770	32.6160%	2,44,52,745	1,025	99.9958%	0.0042%
<b>Total</b>		<b>26,20,47,506</b>	<b>21,05,02,062</b>	<b>80.3297%</b>	<b>21,05,01,037</b>	<b>1,025</b>	<b>99.9995%</b>	<b>0.0005%</b>

**RESOLUTION 2:**

Resolution Required (Ordinary/Special)	Ordinary	To appoint a Director in place of Dr. T. Rajamannar (DIN:01415412), who retires by rotation and being eligible, offers himself for reappointment.						
Whether promoter/promoter group are								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	63,02,225	3,40,037	94.8807%	5.1193%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	63,02,225	3,40,037	94.8807%	5.1193%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		2,44,50,876	32.6123%	2,44,49,341	1,035	99.9958%	0.0042%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		2,44,52,826	32.6148%	2,44,51,791	1,035	99.9958%	0.0042%
<b>Total</b>		<b>26,20,47,506</b>	<b>21,05,01,118</b>	<b>80.3294%</b>	<b>21,01,60,046</b>	<b>3,41,072</b>	<b>99.8380%</b>	<b>0.1620%</b>

**RESOLUTION 3:**

Resolution Required (Ordinary/Special)	Special	Appointment of Dr. Robert J. Spiegel (DIN: 0008739625) as an Independent Director of the Company for a term of five years.						
Whether promoter/promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	62,30,749	4,11,513	93.8046%	6.1954%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	62,30,749	4,11,513	93.8046%	6.1954%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		2,44,51,920	32.6136%	2,44,50,785	1,135	99.9954%	0.0046%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		2,44,53,770	32.6160%	2,44,52,635	1,135	99.9954%	0.0046%
<b>Total</b>		<b>26,20,47,506</b>	<b>21,05,02,062</b>	<b>80.3297%</b>	<b>21,00,89,414</b>	<b>4,12,648</b>	<b>99.8040%</b>	<b>0.1960%</b>

**RESOLUTION 4:**

Resolution Required (Ordinary/Special)	Special	Re-appointment of Ms. Bhavna Doshi (DIN: 00400508) as an Independent Director of the Company for a term of 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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	60,44,521	5,97,741	91.0009%	8.9991%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	60,44,521	5,97,741	91.0009%	8.9991%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		2,44,51,920	32.6136%	2,44,46,659	5,261	99.9785%	0.0215%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		2,44,53,770	32.6160%	2,44,48,509	5,261	99.9785%	0.0215%
<b>Total</b>		<b>26,20,47,506</b>	<b>21,05,02,062</b>	<b>80.3297%</b>	<b>20,98,99,060</b>	<b>6,03,002</b>	<b>99.7135%</b>	<b>0.2865%</b>

**RESOLUTION 5:**

Resolution Required (Ordinary/Special)	Special	Re-appointment of Dr. Ferzaan Engineer (DIN: 00025758) as an Independent Director of the Company for a term of five years.						
Whether promoter/promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	61,10,049	5,32,213	91.9875%	8.0125%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	61,10,049	5,32,213	91.9875%	8.0125%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		2,44,51,920	32.6136%	2,44,50,885	1,035	99.9958%	0.0042%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		2,44,53,770	32.6160%	2,44,52,735	1,035	99.9958%	0.0042%
<b>Total</b>		<b>26,20,47,506</b>	<b>21,05,02,062</b>	<b>80.3297%</b>	<b>20,99,68,814</b>	<b>5,33,248</b>	<b>99.7467%</b>	<b>0.2533%</b>

**RESOLUTION 6:**

Resolution Required (Ordinary/Special)	Special	Approval for shifting of Registered Office of the Company						
Whether promoter/promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		2,44,51,920	32.6136%	2,44,45,015	6,905	99.9718%	0.0282%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		2,44,53,770	32.6160%	2,44,46,865	6,905	99.9718%	0.0282%
<b>Total</b>		<b>26,20,47,506</b>	<b>21,05,02,062</b>	<b>80.3297%</b>	<b>21,04,95,157</b>	<b>6,905</b>	<b>99.9967%</b>	<b>0.0033%</b>

**RESOLUTION 7:**

Resolution Required (Ordinary/Special)	Ordinary	Approval and Retification of Line of Credit availed from Shenghvi Finance Pvt. Ltd.						
Whether promoter/ promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		-	0.0000%	-	-	0.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		-	0.0000%	-	-	0.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	34,95,256	31,47,006	52.6215%	47.3785%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	34,95,256	31,47,006	52.6215%	47.3785%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		1,41,34,543	18.8524%	1,41,32,408	2,135	99.9849%	0.0151%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		1,41,36,393	18.8549%	1,41,34,258	2,135	99.9849%	0.0151%
<b>Total</b>		<b>26,20,47,506</b>	<b>2,07,78,655</b>	<b>7.9293%</b>	<b>1,76,29,514</b>	<b>31,49,141</b>	<b>84.8443%</b>	<b>15.1557%</b>

**RESOLUTION 8:**

Resolution Required (Ordinary/Special)	Ordinary	Approval for continuation of transactions with Sun Pharmaceutical Industries Ltd. under Master Support Service Agreement.						
Whether promoter/ promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		-	0.0000%	-	-	0.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		-	0.0000%	-	-	0.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		1,41,34,543	18.8524%	1,41,33,118	1,425	99.9899%	0.0101%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		1,41,36,393	18.8549%	1,41,34,968	1,425	99.9899%	0.0101%
<b>Total</b>		<b>26,20,47,506</b>	<b>2,07,78,655</b>	<b>7.9293%</b>	<b>2,07,77,230</b>	<b>1,425</b>	<b>99.9931%</b>	<b>0.0069%</b>

**RESOLUTION 9**

Resolution Required (Ordinary/Special)	Ordinary	Approval for continuation of transactions with Sun Pharma Global FZE under Mester Licensing Agreement.						
Whether promoter/ promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		-	0.0000%	-	-	0.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		-	0.0000%	-	-	0.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		1,41,34,543	18.8524%	1,41,33,118	1,425	99.9899%	0.0101%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		1,41,36,393	18.8549%	1,41,34,968	1,425	99.9899%	0.0101%
<b>Total</b>		<b>26,20,47,506</b>	<b>2,07,78,655</b>	<b>7.9293%</b>	<b>2,07,77,230</b>	<b>1,425</b>	<b>99.9931%</b>	<b>0.0069%</b>

**RESOLUTION 10:**

Resolution Required (Ordinary/Special)	Ordinary	Approval for continuation of transactions with Sun Pharms Laboratories Ltd. under Master Licensing Agreement.						
Whether promoter/promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		-	0.0000%	-	-	0.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		-	0.0000%	-	-	0.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		1,41,34,543	18.8524%	1,41,33,118	1,425	99.9899%	0.0101%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		1,41,36,393	18.8549%	1,41,34,968	1,425	99.9899%	0.0101%
<b>Total</b>		<b>26,20,47,506</b>	<b>2,07,78,655</b>	<b>7.9293%</b>	<b>2,07,77,230</b>	<b>1,425</b>	<b>99.9931%</b>	<b>0.0069%</b>

**RESOLUTION 11:**

Resolution Required (Ordinary/Special)	Ordinary	Approval for continuation of transactions with Sun Pharmaceutical Industries Ltd. under Master Licensing Agreement.						
Whether promoter/promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		-	0.0000%	-	-	0.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		-	0.0000%	-	-	0.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		1,41,34,543	18.8524%	1,41,33,118	1,425	99.9899%	0.0101%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		1,41,36,393	18.8549%	1,41,34,968	1,425	99.9899%	0.0101%
<b>Total</b>		<b>26,20,47,506</b>	<b>2,07,78,655</b>	<b>7.9293%</b>	<b>2,07,77,230</b>	<b>1,425</b>	<b>99.9931%</b>	<b>0.0069%</b>

**RESOLUTION 12:**

Resolution Required (Ordinary/Special)	Ordinary	Approval for increase the Authorised Share Capital of the Company.						
Whether promoter/promoter group are interested in the agenda /resolution?								
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	Postal Ballot	17,94,06,030	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		17,94,06,030	100.0000%	17,94,06,030	-	100.0000%	0.0000%
Public - Institutions	Postal Ballot	76,66,773	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
	Poll		-	0.0000%	-	-	0.0000%	0.0000%
	Total		66,42,262	86.6370%	66,42,262	-	100.0000%	0.0000%
Public - Non-Institutions	Postal Ballot	7,49,74,703	-	0.0000%	-	-	0.0000%	0.0000%
	E-Voting		2,44,51,920	32.6136%	2,44,49,291	2,629	99.9892%	0.0108%
	Poll		1,850	0.0025%	1,850	-	100.0000%	0.0000%
	Total		2,44,53,770	32.6160%	2,44,51,141	2,629	99.9892%	0.0108%
<b>Total</b>		<b>26,20,47,506</b>	<b>21,05,02,062</b>	<b>80.3297%</b>	<b>21,04,99,433</b>	<b>2,629</b>	<b>99.9988%</b>	<b>0.0012%</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 the Institute of Company Secretaries of India]

To,  
The Chairman of 15<sup>th</sup> Annual 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 15<sup>th</sup> Annual General Meeting of members of Sun Pharma Advanced Research Company Limited held on Wednesday, 30<sup>th</sup> September 2020, at 4:00 p.m. ('said AGM') conducted through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

1. I, Reema Sheth, partner of Bathiya & Associates LLP, Practicing Chartered Accountants, 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 in respect of resolutions proposed at the 15<sup>th</sup> Annual General Meeting of the Company ("**15<sup>th</sup> AGM**") held on Wednesday, 30<sup>th</sup> September 2020, at 4:00 p.m. 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 ("**SS-2**") issued by the Institute of Company Secretaries of India.
2. In view of situation arising due to COVID-19 global pandemic, the 15<sup>th</sup> AGM was conducted 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. 20/2020 dated May 5, 2020.
3. **Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of the Act, the Rules and SS-2 relating to Voting through the electronic means at the 15<sup>th</sup> AGM (hereinafter referred to as "**Voting through Electronic means**") on the resolutions stated in the Notice calling the 15<sup>th</sup> AGM of the Company ("**Notice**").



#### 4. Scrutinizer's Responsibility:

Our responsibility as a Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Consolidated 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 ("CDSL"), the agency engaged by the Company to provide facility to the members to cast their votes either by way of Remote e-Voting or e-voting at the 15<sup>th</sup> AGM.

#### 5. Further to above, we submit our report as under:

- a) The Remote e-Voting platform period remained open from Sunday, 27<sup>th</sup> September 2020 at 9:00 am (IST) and ends on Tuesday, 29<sup>th</sup> September 2020 at 5:00 pm (IST) on the designated website [www.evotingindia.com](http://www.evotingindia.com) of CDSL.
- b) The Company had also provided the facility of e-voting during the AGM and till 15 minutes from conclusion of the AGM by VC/OAVM for the Members who did not casted their vote by remote e-voting.
- c) After the closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)). The e-voting data/results downloaded from e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- d) 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. 23<sup>rd</sup> September 2020.

The Consolidated result of the Voting through Electronic means for the 15<sup>th</sup> AGM is as under:

#### Item No. 1: -

**Ordinary Resolution** for adoption of audited standalone financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon.

#### 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	177	21,04,99,187	99.9995%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>180</b>	<b>21,05,01,037</b>	<b>99.9995%</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	4	1,025	0.0005%
E- voting at AGM	-	-	-
<b>Total</b>	<b>4</b>	<b>1,025</b>	<b>0.0005%</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: -**

Ordinary Resolution for appointment of a Director in place of Dr. T. Rajamannar (DIN:01415412), who retires by rotation and being eligible, offers himself for reappointment.

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	174	21,01,58,196	99.8380%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>177</b>	<b>21,01,60,046</b>	<b>99.8380%</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	6	3,41,072	0.1620%
E- voting at AGM	-	-	-
<b>Total</b>	<b>6</b>	<b>3,41,072</b>	<b>0.1620%</b>



iii. Invalid votes:

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

**Item No. 3: -**

**Special Resolution** for Appointment of Dr. Robert J. Spiegel (DIN: 0008739625) as an Independent Director of the Company for a term of five years.

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	172	21,00,87,564	99.8040%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>175</b>	<b>21,00,89,414</b>	<b>99.8040%</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	9	4,12,648	0.1960%
E- voting at AGM	-	-	-
<b>Total</b>	<b>9</b>	<b>4,12,648</b>	<b>0.1960%</b>

iii. Invalid votes:

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

**Item No. 4: -**

**Special Resolution** for Re-appointment of Ms. Bhavna Doshi (DIN: 00400508) as an Independent Director of the Company for a term of five years.



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	169	20,98,97,210	99.7135%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>172</b>	<b>20,98,99,060</b>	<b>99.7135%</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	12	6,03,002	0.2865%
E- voting at AGM	-	-	-
<b>Total</b>	<b>12</b>	<b>6,03,002</b>	<b>0.2865%</b>

iii. Invalid votes:

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

**Item No. 5: -**

**Special Resolution** for Re-appointment of Dr. Ferzaan Engineer (DIN: 00025758) as an Independent Director of the Company for a term of five years.

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	173	20,99,66,964	99.7467%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>176</b>	<b>20,99,68,814</b>	<b>99.7467%</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	8	5,33,248	0.2533%
E- voting at AGM	-	-	-
<b>Total</b>	<b>8</b>	<b>5,33,248</b>	<b>0.2533%</b>

iii. Invalid votes:

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

**Item No. 6: -**

Special Resolution for Approval for shifting of Registered Office of the Company.

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	170	21,04,93,307	99.9967%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>173</b>	<b>21,04,95,157</b>	<b>99.9967%</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	11	6905	0.0033%
E- voting at AGM	-	-	-
<b>Total</b>	<b>11</b>	<b>6905</b>	<b>0.0033%</b>



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iii. Invalid votes:

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

**Item No. 7: -**

**Ordinary Resolution for Approval and Ratification of Line of Credit availed from Shanghi Finance Pvt. Ltd.**

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	95	1,76,27,664	84.8430%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>98</b>	<b>1,76,29,514</b>	<b>84.8443%</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	39	31,49,141	15.1570%
E- voting at AGM	-	-	-
<b>Total</b>	<b>39</b>	<b>31,49,141</b>	<b>15.1557%</b>

iii. Invalid votes:

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

**Item No. 8: -**

**Ordinary Resolution for Approval for continuation of transactions with Sun Pharmaceutical Industries Ltd. under Master Support Service Agreement.**

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	128	2,07,75,380	99.9931%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>131</b>	<b>2,07,77,230</b>	<b>99.9931%</b>

i. 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	6	1,425	0.0069%
E- voting at AGM	-	-	-
<b>Total</b>	<b>6</b>	<b>1,425</b>	<b>0.0069%</b>

ii. Invalid votes:

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

**Item No. 9: -**

**Ordinary Resolution for Approval for continuation of transactions with Sun Pharma Global FZE under Master Licensing Agreement.**

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	128	2,07,75,380	99.9931%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>131</b>	<b>2,07,77,230</b>	<b>99.9931%</b>



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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	6	1,425	0.0069%
E- voting at AGM	-	-	-
<b>Total</b>	<b>6</b>	<b>1,425</b>	<b>0.0069%</b>

iii. Invalid votes:

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

**Item No. 10: -**

**Ordinary Resolution for Approval for continuation of transactions with Sun Pharma Laboratories Ltd. under Master Licensing Agreement.**

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	128	2,07,75,380	99.9931%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>131</b>	<b>2,07,77,230</b>	<b>99.9931%</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	6	1,425	0.0069%
E- voting at AGM	-	-	-
<b>Total</b>	<b>6</b>	<b>1,425</b>	<b>0.0069%</b>



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iii. **Invalid votes:**

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

**Item No. 11: -**

**Ordinary Resolution** for Approval for continuation of transactions with Sun Pharmaceutical Industries Ltd. under Master Licensing Agreement.

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	128	2,07,75,380	99.9931%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>131</b>	<b>2,07,77,230</b>	<b>99.9931%</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	6	1,425	0.0069%
E- voting at AGM	-	-	-
<b>Total</b>	<b>6</b>	<b>1,425</b>	<b>0.0069%</b>

iii. **Invalid votes:**

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



**Item No. 12: -**

**Ordinary Resolution for Approval for increase the Authorised Share Capital of the Company.**

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	174	21,04,97,583	99.9988%
E- voting at AGM	3	1,850	100.0000%
<b>Total</b>	<b>177</b>	<b>21,04,99,433</b>	<b>99.9988%</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	7	2,629	0.0012%
E- voting at AGM	-	-	-
<b>Total</b>	<b>7</b>	<b>2,629</b>	<b>0.0012%</b>

iii. 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 15<sup>th</sup> AGM of the Company are deemed to have been passed with the requisite majority on the date of the 15<sup>th</sup> AGM i.e. September 30, 2020.

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 15<sup>th</sup> AGM.



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

Thanking you.

For Bathiya & Associates LLP

Chartered Accountants

Firm Registration No.: 101046W/W100063



Reema Sheth

Partner

Membership No.: 150818



Place : Vadodara

Date : October 1, 2020

UDIN : 20150818AAAAAD7650

Countersigned by Debashis Dey  
(Authorised by Chairman of the 15<sup>th</sup> AGM)