

SCRUTINIZER'S REPORT

[Pursuant to Section 110 and other applicable provisions of Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Company Secretary,
Sun Pharmaceutical Industries Limited (CIN: L24230GJ1993PLC019050)
Regd. Office: SPARC, Tandalja,
Vadodara – 390012, Gujarat.

Dear Sir,

Report of Scrutinizer on the results of Voting by way of Postal Ballot through remote e-voting (“Postal Ballot”) in connection with the resolution detailed in the Notice dated April 8, 2024 (“Postal Ballot Notice”), for seeking approval of members of Sun Pharmaceutical Industries Limited (“the Company”).

I, Chintan Jagdishgiri Goswami, partner of M/s. KJB & CO LLP, Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of scrutinizing the votes cast on the resolutions detailed in the Postal Ballot Notice, for seeking approval of members of the Company by way of ordinary resolution by means of Postal ballot in accordance with the provisions of section 110 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and other applicable rules under the Act (“Rules”) and pursuant to the General Circular 09/2023 dated September 25, 2023 read with other circulars issued by Ministry of Corporate Affairs (**“MCA Circulars”**) and circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 issued by Securities and Exchange Board of India on October 7, 2023 (**“SEBI Circular”**), the Company is sending this Notice only in electronic form to those shareholders whose e-mail addresses are registered with the Company/Registrar and Transfer Agent (“RTA”)/ Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the shareholders for this Notice.

1. The Company had no requirement regarding dispatch of Postal Ballot Notice along with postal ballot form and a self-addressed business reply envelope to the members as per above mentioned circulars, whose names appeared in the Register of Members / Records of Depositories as on April, 05, 2024 (**“cut-off date”**) and the ‘Newspaper Advertisement’ pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 was published on April 9, 2024.
2. The Company had entered into arrangement with Central Depository Services (India) Limited (**“CDSL”**) for providing electronic voting facilities through remote e-voting (“e-voting”) to all the members who were eligible to take part in the voting process.

3. Our responsibility as a scrutinizer was to ensure that the processes of voting by way of Postal Ballot conducted in a fair and transparent manner and to submit a scrutinizer's report on the voting to the Company Secretary of the Company who is authorised by the Chairman of the Company, based on the report generated from the electronic voting system provided by CDSL.
4. Further to above, we submit our report as under:
 - 4.1 The facility for casting vote under Postal Ballot process remained open for a period of 30 days commencing from Thursday, April 11, 2024 at 09.00 A.M. (IST) and ended on Friday, May 10, 2024 at 5.00 P.M. (IST).
 - 4.2 The votes casted through Remote E-voting were unblocked in the presence of two witnesses and the Remote E-voting summary statement generated from the electronic voting system provided by CDSL.
 - 4.3 The particulars of all details of electronic votes cast by members have been entered in a separate Register maintained in electronic mode showing equity shareholders who have voted "For" and "Against" the resolution.
 - 4.4 Voting rights of Equity shareholders have been reckoned in proportion to their shares in the paid-up share capital of the Company as on Friday, April 05, 2024.

We hereby submit our Report as under:

Item No. 1:

Ordinary resolution for Approval for Material Related Party Transactions.

a) Voting “**in favour**” of the resolution:

| Number of Members | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------------------|--|
| 2,886 | 67,85,11,850 | 95.89% |

b) Voting “**against**” the resolution:

| Number of Members | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------------------|--|
| 162 | 2,90,98,130 | 4.11% |

c) **Invalid votes:**

| Number of Members whose votes were invalid | Number of votes cast/held by them |
|---|--|
| Nil | Nil |

Based on the foregoing, the resolution stated in the Postal Ballot Notice is deemed to have been passed as an ordinary resolution on the last date of Postal Ballot period i.e. Friday, May 10, 2024.

The electronic data and all other relevant records relating to the Postal Ballot are under our safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and sign the minutes of the Postal Ballot.

Thanking You.

**For KJB & CO LLP,
Practicing Company Secretaries
Firm Unique Identification No. – L2020MH006602
Peer Review Certificate No. – 2797/2022**

**Chintan Goswami
Partner
Mem No. - 33697
C. P. No. – 12721
UDIN: A033697F000350002
Date: 10th May 2024
Place: Vadodara**

**Countersigned by:
For Sun Pharmaceutical Industries Limited**

**(Anoop Deshpande)
Company Secretary & Compliance Officer
ICSI Membership No.: A23983**