

23rd March 2024

National Stock Exchange Limited Exchange Plaza BandraKurla Complex, Bandra (E) Mumbai 400 051 Scrip Code: UNICHEMLABS BSE Limited Listing Department P.J. Towers, Dalal Street, Fort Mumbai 400 001 Scrip Code: 506690

Dear Sirs/Madam,

#### Sub: Results of Postal Ballot and Scrutinizer's report

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the result of remote e-voting in the prescribed format along with Scrutinizer's consolidated report for the below resolutions which were proposed for the approval of the Members through Postal Ballot.

- a. Appointment of Mr. Anand Kusre (DIN 00818477) as a Non-Executive Independent Director for a term of five years w.e.f. 5<sup>th</sup> February 2024;
- b. Appointment of Mr. Arun Todarwal (DIN 00020916) as a Non-Executive Independent Director for a term of five years w.e.f. 5<sup>th</sup> February 2024;
- c. Material related party transaction(s) with Ipca Laboratories Limited ("Ipca"), holding company of Unichem Laboratories Limited ("Unichem");
- d. Material related party transaction(s) between lpca, holding company of Unichem and Unichem Pharmaceuticals USA Inc. ("**Unichem USA**"), wholly owned subsidiary of Unichem:
- e. Material related party transaction(s) with Unichem USA, wholly owned subsidiary of Unichem.

The resolutions as proposed in the postal ballot notice have been passed by the shareholders by remote e-voting process with requisite majority and are deemed to be passed on the last date of the remote e-voting period i.e. Friday, 22<sup>nd</sup> March 2024.

The said results and the scrutinizer's report will be available on the Company's website i.e. <a href="https://www.unichemlabs.com">www.unichemlabs.com</a> and that of the exchanges namely <a href="https://www.bseindia.com">www.bseindia.com</a> and <a href="https://www.bseindia.com">www.bseindia.com</a> and the website of the e-voting agency i.e. <a href="https://www.evotingindia.com">www.evotingindia.com</a>.

Please take the above on record.

Yours sincerely,
For UNICHEM LABORATORIES LIMITED



PRADEEP BHANDARI

Head - Legal & Company Secretary

Encl. As above

#### **Voting Results of Postal Ballot** UNICHEM LABORATORIES LIMITED CIN: L99999MH1962PLC012451 5<sup>th</sup> February 2024 Date of Postal Ballot Notice Remote E-voting Period: Thursday, 22<sup>nd</sup> February 2024 Start date End date Friday, 22<sup>nd</sup> March 2024 Cut-off date Friday, 16<sup>th</sup> February 2024 Total Number of Shareholders as on the cut-off date No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Not Applicable Public: Not Applicable No of shareholders attended the meeting through Video Conferencing; Promoters and Promoter Group: Not Applicable Public: Not Applicable Resolution No. 1: Appointment of Mr. Anand Kusre (DIN 00818477) as a Non-Executive Independent Director for a term of five years w.e.f. 5<sup>th</sup> February 2024 Resolution required: (Ordinary/Special) Special Whether promoter /promoter group are interested in the agenda/resolution? Not interested Category Mode of Voting No of Shares held No of Votes % of Votes polled No of Votes - in No of Votes % of Votes in % of Votes Against Polled on Outstanding Favour Against favour on Votes on Votes polled shares polled (7)=[(5)/(2)]\*100(3)=[(2)/(1)]\*100[5] (6)=[(4)/(2)]\*100[1] [2] [4] 0.0000 Promoter E-Voting 4,94,40,586 4,94,40,586 100,0000 4,94,40,586 100,0000 0.0000 and Poll 0.0000 0.0000 Promoter Postal Ballot (if applicable) 0.0000 0.0000 0.0000 Group 0.0000 Total 4,94,40,586 100,0000 4,94,40,586 100,0000 4,94,40,586 E-Voting 84,85,899 74,92,210 88.2901 56,62,282 18,29,928 75.5756 24,4244 Public Institutions 0.0000 0.0000 0.0000 Poll 0.0000 Postal Ballot (if applicable) 0.0000 0.0000 Total 88,2901 75.5756 84,85,899 74,92,210 56,62,282 18,29,928 24,4244 Public - Non E-Voting 1,24,79,265 35,978 0.2883 35,906 72 99.7999 0.2001 Institutions Poll 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 Postal Ballot (if applicable) 99.7999 Total 1,24,79,265 35,978 0.2883 35,906 72 0.2001 Total 7,04,05,750 5,69,68,774 80.9149 5,51,38,774 18,30,000 96.7877 3,2123





Resolution N	do 2:				Appointment of Mr.	Arun Todarwal (	(DIN 00020916) as a No	on-Executive	
Resolution IV	10. 2.				• •		five years w.e.f. 5 <sup>th</sup> Fe		
Resolution re	required: (Ordinary/Special)				Special				
	omoter /promoter group are i	interested in the age	nda/resolution?	Not interested					
Category	Mode of Voting	No of Shares held	No of Votes	% of Votes polled	No of Votes - in	No of Votes	% of Votes in	% of Votes Against	
cutego. y	mode of voting	ino or smares meta	Polled	on Outstanding	Favour	Against	favour on Votes	on Votes polled	
				shares			polled		
		[1]	[2]	(3)=[(2)/(1)]*100	[4]	[5]	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter	E-Voting	4,94,40,586	4,94,40,586	100.0000	4,94,40,586	0	100.0000	•	
and	Poll		0	0.0000	0	0	0.0000	0.0000	
Promoter	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
Group	Total	4,94,40,586	4,94,40,586	100.0000	4,94,40,586	0	100.0000	0.0000	
Public	E-Voting	84,85,899	74,92,210	88.2901	67,28,487	7,63,723	89.8064	10.1936	
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	]	0	0.0000	0	0	0.0000	0.0000	
	Total	84,85,899	74,92,210	88.2901	67,28,487	7,63,723	89.8064	10.1936	
Public - Non	E-Voting	1,24,79,265	35,978	0.2883	35,881	97	99.7304	0.2696	
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
Ĭ	rostat battot (ii applicable)						99.7304	0.2696	
	Total	1,24,79,265	35,978	0.2883	35,881	97	99.7304	0.2070	
Total	Total	1,24,79,265 7,04,05,750	35,978 5,69,68,774	80.9149	5,62,04,954	7,63,820	98.6592	1.3408	
Resolution N	Total No. 3: equired: (Ordinary/Special)	7,04,05,750	5,69,68,774	80.9149	5,62,04,954  Material related pa holding company of Ordinary	7,63,820		1.3408 es Limited ("Ipca"),	
Resolution N Resolution re Whether pro	Total No. 3: required: (Ordinary/Special) pmoter /promoter group are	7,04,05,750	5,69,68,774 enda/resolution?	80.9149	5,62,04,954  Material related pa holding company of Ordinary Interested	7,63,820 rty transaction(s) Unichem Labora	98.6592 ) with Ipca Laboratori stories Limited ("Unic	es Limited ("Ipca"), hem")	
Resolution N	Total No. 3: equired: (Ordinary/Special)	7,04,05,750	5,69,68,774  Inda/resolution?  No of Votes	80.9149 % of Votes polled	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in	7,63,820  rty transaction(s) Unichem Labora  No of Votes	98.6592 ) with Ipca Laboratorion ("Uniconter Limited") % of Votes in	es Limited ("Ipca"), hem") % of Votes Against	
Resolution N Resolution re Whether pro	Total No. 3: required: (Ordinary/Special) pmoter /promoter group are	7,04,05,750	5,69,68,774 enda/resolution?	80.9149  % of Votes polled on Outstanding	5,62,04,954  Material related pa holding company of Ordinary Interested	7,63,820 rty transaction(s) Unichem Labora	98.6592 ) with Ipca Laboratorion ("Unicolor stories Limited") % of Votes in favour on Votes	es Limited ("Ipca"), hem")	
Resolution N Resolution re Whether pro	Total No. 3: required: (Ordinary/Special) pmoter /promoter group are	7,04,05,750  Interested in the age  No of Shares held	5,69,68,774  enda/resolution?  No of Votes Polled	% of Votes polled on Outstanding shares	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against	98.6592  ) with Ipca Laboratorion ("Unicolories Limited ("Unicolor	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled	
Resolution N Resolution ro Whether pro Category	Total  No. 3: required: (Ordinary/Special) omoter /promoter group are in Mode of Voting	7,04,05,750  Interested in the age No of Shares held  [1]	5,69,68,774  Inda/resolution?  No of Votes  Polled  [2]	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]	98.6592  with Ipca Laboratorion ("Unicontories Limited ("Unicontorie	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100	
Resolution N Resolution re Whether pro	Total  No. 3:  required: (Ordinary/Special)  moter /promoter group are in  Mode of Voting  E-Voting	7,04,05,750  Interested in the age  No of Shares held	5,69,68,774  enda/resolution?  No of Votes Polled	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]	98.6592  ) with Ipca Laboratorion interies Limited ("Unice of Votes in favour on Votes polled (6)=[(4)/(2)]*100 0.0000	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000	
Resolution N Resolution re Whether pro Category Promoter	Total  No. 3: required: (Ordinary/Special) comoter /promoter group are in	7,04,05,750  Interested in the age No of Shares held  [1]	5,69,68,774  Inda/resolution?  No of Votes Polled  [2]  0 0	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5] 0	98.6592  ) with Ipca Laboratoric tories Limited ("Unic favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000	
Resolution N Resolution re Whether pro Category  Promoter and	Total  No. 3:  required: (Ordinary/Special)  moter /promoter group are in  Mode of Voting  E-Voting	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586	5,69,68,774  enda/resolution?  No of Votes Polled  [2]  0	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]	98.6592  ) with Ipca Laboratorion interies Limited ("Unice of Votes in favour on Votes polled (6)=[(4)/(2)]*100 0.0000	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000	
Resolution N Resolution re Whether pro Category  Promoter and Promoter	Total  No. 3:  required: (Ordinary/Special)  moter /promoter group are in  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586	5,69,68,774  enda/resolution? No of Votes Polled  [2]  0 0 0 0	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0 0 0 0	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5] 0 0	98.6592  ) with Ipca Laboratoric stories Limited ("Unic stories Limi	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	
Resolution N Resolution re Whether pro Category  Promoter and Promoter Group	Total  No. 3:  required: (Ordinary/Special)  moter /promoter group are in  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586	5,69,68,774  Inda/resolution?  No of Votes Polled  [2]  0 0 0	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 0.0000 87.7009	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0 0 0	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5] 0 0 0	98.6592  ) with Ipca Laboratoric stories Limited ("Unic stories Limi	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	
Resolution N Resolution ro Whether pro Category  Promoter and Promoter Group Public	Total  No. 3:  required: (Ordinary/Special)  moter /promoter group are in  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting  Poll  Poll	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586	5,69,68,774  Inda/resolution?  No of Votes Polled  [2]  0 0 0 74,42,210	80.9149  % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0 0 0 74,42,210	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]  0  0  0  0  0	98.6592  ) with Ipca Laboratoric stories Limited ("Unical stories Limited")  % of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000	
Resolution N Resolution ro Whether pro Category  Promoter and Promoter Group Public	Total  No. 3:  required: (Ordinary/Special)  moter /promoter group are in  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586  4,94,40,586  84,85,899	5,69,68,774  Inda/resolution?  No of Votes Polled  [2]  0  0  74,42,210  0  0	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 0.0000 87.7009	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0 0 0 74,42,210 0 0	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]  0  0  0 0	98.6592  ) with Ipca Laboratoric stories Limited ("Unic stories Limi	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	
Resolution N Resolution ro Whether pro Category  Promoter and Promoter Group Public	Total  No. 3:  required: (Ordinary/Special)  moter /promoter group are in  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting  Poll  Postal Ballot (if applicable)	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586	5,69,68,774  enda/resolution? No of Votes Polled  [2]  0 0 0 74,42,210 0	80.9149  % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000 0.0000	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0 0 0 74,42,210 0	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]  0  0  0  0  0  0  0	98.6592  ) with Ipca Laboratoric tories Limited ("Unic Implementation of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000  0.0000  0.0000	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000  0.0000	
Resolution N Resolution re Whether pro Category  Promoter and Promoter Group  Public Institutions	Total  No. 3: required: (Ordinary/Special) comoter /promoter group are in	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586 4,94,40,586 84,85,899	5,69,68,774  Inda/resolution?  No of Votes Polled  [2]  0  0  74,42,210  0  74,42,210	80.9149  % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100  0.0000 0.0000 0.0000 87.7009 0.0000 87.7009	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0  0  74,42,210  0  74,42,210	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]  0  0  0  0  0  0  0 0 0	98.6592  ) with Ipca Laboratoric tories Limited ("Unic favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000  100.0000  100.0000  100.0000	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	
Resolution N Resolution re Whether pro Category  Promoter and Promoter Group  Public Institutions	Total  No. 3:  required: (Ordinary/Special)  comoter /promoter group are in  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586 4,94,40,586 84,85,899	5,69,68,774  Inda/resolution?  No of Votes Polled  [2]  0  0  74,42,210  0  74,42,210  35,978	80.9149  % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000 87.7009 0.2883	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0  0  74,42,210  0  74,42,210  35,884	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]  0  0  0  0  0  94	98.6592  ) with Ipca Laboratoric tories Limited ("Unice Limited")  % of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000  100.0000  99.7387	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	
Resolution N Resolution re Whether pro Category  Promoter and Promoter Group  Public Institutions	Total  No. 3:  required: (Ordinary/Special)  comoter /promoter group are in  Mode of Voting  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting  Poll  Postal Ballot (if applicable)  Total  E-Voting  Poll  Postal Ballot (if applicable)	7,04,05,750  Interested in the age No of Shares held  [1] 4,94,40,586 4,94,40,586 84,85,899	5,69,68,774  Inda/resolution?  No of Votes Polled  [2]  0  0  74,42,210  0  74,42,210  35,978	80.9149  % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000 87.7009 0.2883 0.0000	5,62,04,954  Material related pa holding company of Ordinary Interested  No of Votes - in Favour  [4]  0  0  74,42,210  0  74,42,210  35,884	7,63,820  rty transaction(s) Unichem Labora  No of Votes Against  [5]  0  0  0  0  94	98.6592  ) with Ipca Laboratoric tories Limited ("Unic Limited ("U	1.3408 es Limited ("Ipca"), hem")  % of Votes Against on Votes polled  (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	

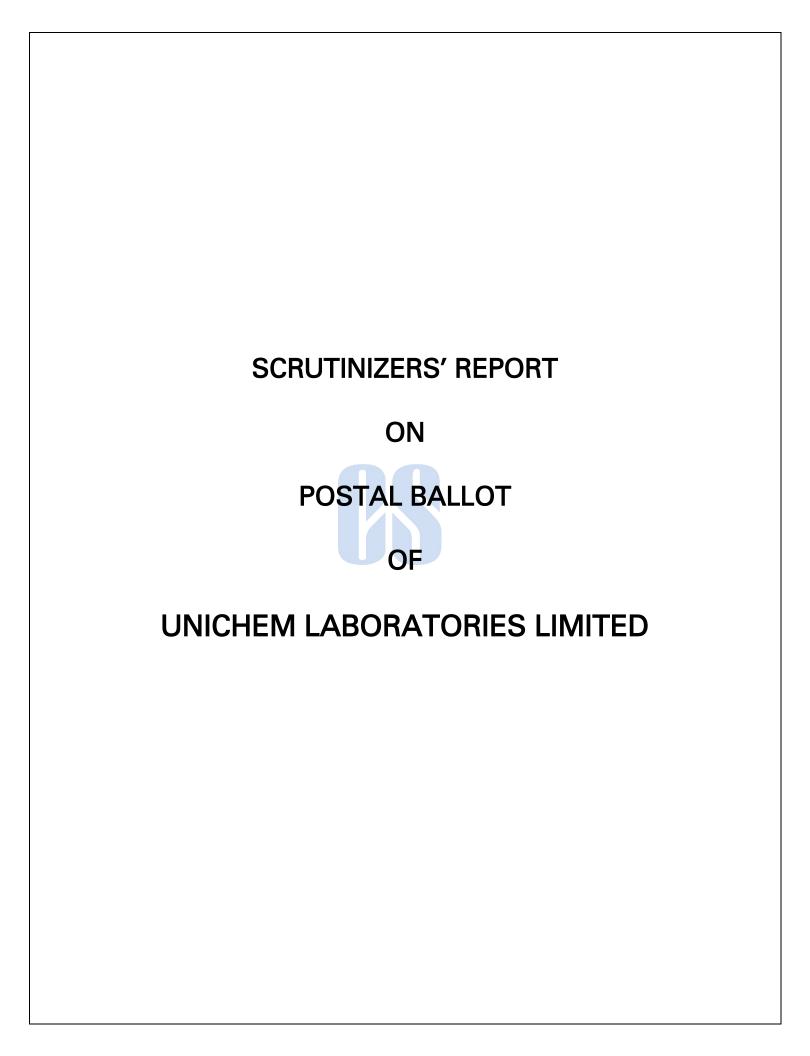




Resolution N	No. 4:				•	em Pharmaceuti	i) between Ipca, holdir cals USA Inc. ("Uniche	
Resolution r	equired: (Ordinary/Special)				Ordinary			
Whether pro	omoter /promoter group are i	nterested in the age	nda/resolution?		Interested			
Category	Mode of Voting	No of Shares held	No of Votes Polled	% of 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	E-Voting	4,94,40,586	0	0.0000	0	0	0.0000	0.0000
and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Group	Total	4,94,40,586	0	0.0000	0	0	0.0000	0.0000
Public	E-Voting	84,85,899	74,42,210	87.7009	74,42,210	0	100.0000	0.0000
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	84,85,899	74,42,210	87.7009	74,42,210	0	100.0000	0.0000
Public - Non	E-Voting	1,24,79,265	35,978	0.2883	35,909	69	99.8082	0.1918
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1,24,79,265	35,978	0.2883	35,909	69	99.8082	0.1918
Total		7,04,05,750	74,78,188	10.6216	74,78,119	69	99.9991	0.0009
Resolution N	lo E:							
	<b>10.</b> 5.				Material related pa subsidiary of Uniche		i) with Unichem USA, v	vholly owned
Resolution r	required: (Ordinary/Special)						s) with Unichem USA, v	wholly owned
		nterested in the age	nda/resolution?		subsidiary of Uniche		s) with Unichem USA, v	wholly owned
	required: (Ordinary/Special)	nterested in the age No of Shares held	nda/resolution? No of Votes Polled	% of Votes polled on Outstanding shares	subsidiary of Uniche Ordinary		% of Votes in favour	% of Votes Against on Votes polled
Whether pro	required: (Ordinary/Special) omoter /promoter group are i	· · · · · · · · · · · · · · · · · · ·	No of Votes Polled	on Outstanding shares	subsidiary of Uniche Ordinary Interested No of Votes - in Favour	No of Votes	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Whether pro	required: (Ordinary/Special) omoter /promoter group are i	No of Shares held	No of Votes	on Outstanding shares (3)=[(2)/(1)]*100	subsidiary of Uniche Ordinary Interested No of Votes - in	No of Votes Against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against
Whether pro Category	required: (Ordinary/Special) omoter /promoter group are i	No of Shares held	No of Votes Polled [2]	on Outstanding shares (3)=[(2)/(1)]*100	subsidiary of Uniche Ordinary Interested No of Votes - in Favour	No of Votes Against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100 0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Whether pro Category	required: (Ordinary/Special) comoter /promoter group are i	No of Shares held	No of Votes Polled [2]	on Outstanding shares (3)=[(2)/(1)]*100 0.0000	subsidiary of Uniche Ordinary Interested No of Votes - in Favour [4]	No of Votes Against [5]	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000
Whether pro Category  Promoter and	required: (Ordinary/Special) comoter /promoter group are i	No of Shares held	No of Votes Polled [2] 0 0	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000	subsidiary of Unicher Ordinary Interested No of Votes - in Favour  [4] 0	No of Votes Against  [5] 0	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000
Whether pro Category  Promoter and Promoter	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586	No of Votes Polled [2] 0 0 0	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000	subsidiary of Unicher Ordinary Interested No of Votes - in Favour  [4] 0 0	No of Votes Against  [5] 0	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000
Whether pro Category  Promoter and Promoter Group	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586	No of Votes Polled  [2]  0 0 0	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000	subsidiary of Uniche Ordinary Interested No of Votes - in Favour  [4] 0 0 0	No of Votes Against  [5] 0 0 0	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 100.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000
Whether pro Category  Promoter and Promoter Group Public	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586	No of Votes Polled  [2]  0 0 0 74,42,210	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 0.0000 87.7009	subsidiary of Uniche Ordinary Interested No of Votes - in Favour  [4]  0 0 0 74,42,210	No of Votes Against  [5] 0 0 0 0	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000
Whether pro Category  Promoter and Promoter Group Public	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586	No of Votes   Polled	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000	subsidiary of Uniche Ordinary Interested No of Votes - in Favour  [4]  0 0 0 74,42,210 0	No of Votes Against  [5] 0 0 0 0	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000  0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000
Whether pro Category  Promoter and Promoter Group Public	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586 4,94,40,586 84,85,899	No of Votes   Polled	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000 0.0000	subsidiary of Uniche Ordinary Interested No of Votes - in Favour  [4]  0  0  74,42,210  0 0	No of Votes Against  [5] 0 0 0 0 0 0 0	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000  0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Promoter and Promoter Group Public Institutions	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586 4,94,40,586 84,85,899	No of Votes Polled  [2]  0 0 0 74,42,210 0 74,42,210	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000 87.7009	subsidiary of Uniche Ordinary Interested No of Votes - in Favour  [4]  0  0  74,42,210  0  74,42,210	No of Votes Against  [5] 0 0 0 0 0 0 0 0 0	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  0.0000  100.0000  0.0000  100.0000  99.7387	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000
Promoter and Promoter Group Public Institutions	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586 4,94,40,586 84,85,899	No of Votes Polled  [2]  0 0 0 74,42,210 0 74,42,210 35,978	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000 87.7009 0.2883	subsidiary of Uniche Ordinary Interested No of Votes - in Favour  [4]  0  0  74,42,210  0  74,42,210  35,884	No of Votes Against  [5] 0 0 0 0 0 0 0 0 94	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  100.0000  0.0000  100.0000  100.0000  99.7387  0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.2613
Promoter and Promoter Group Public Institutions	required: (Ordinary/Special) comoter /promoter group are i	[1] 4,94,40,586 4,94,40,586 84,85,899	No of Votes Polled  [2]  0 0 0 74,42,210 0 74,42,210 35,978 0	on Outstanding shares (3)=[(2)/(1)]*100 0.0000 0.0000 0.0000 87.7009 0.0000 87.7009 0.2883 0.0000	subsidiary of Uniche Ordinary Interested No of Votes - in Favour  [4]  0  0  74,42,210  0  74,42,210  35,884  0	No of Votes Against  [5] 0 0 0 0 0 0 0 94	% of Votes in favour on Votes polled  (6)=[(4)/(2)]*100  0.0000  0.0000  100.0000  0.0000  100.0000  100.0000  99.7387  0.0000	% of Votes Against on Votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.2613 0.0000







# Alwyn Jay & Co.

# **Company Secretaries**

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101. Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower, Mira Road (E), Thane-401107; **Tel**: 022-79629822; **Mob**: 09820465195; 09819334743

Email: alwyn@alwynjay.com Website:www.alwynjay.com

# **SCRUTINIZERS' REPORT**

To,
The Chairman
Unichem Laboratories Limited
Unichem Bhavan, Prabhat Estate, Off S. V. Road
Jogeshwari (West), Mumbai – 400 102

Dear Sir,

**RE: SCRUTINIZER'S REPORT** 

I, Alwyn D'souza of M/s. Alwyn Jay Co., Company Secretaries, Mumbai, appointed by the Board of Directors of Unichem Laboratories Limited (the Company) for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members' assent/dissent on the resolutions as specified in the Notice of Postal Ballot dated February 05, 2024.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Friday, March 22, 2024.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Notice of Postal Ballot dated February 05, 2024 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency to provide remote e-voting facilities, engaged by the Company for the purpose.

I submit my report as under:

- 1. The Postal Ballot is held in compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force, and as amended , from time to time), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (the "MCA") (hereinafter collectively referred to as the "MCA Circulars") and the Securities and Exchange Board of India's Circular dated May 13, 2022, Circular no. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), including any statutory modification(s) or reenactment(s) thereof for the time being in force and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") and pursuant to other applicable laws and regulations.
- 2. On February 21, 2024, the Company has sent Postal Ballot Notice through electronic mode to the Members whose e-mail ids were registered with the Company, Registrar & Share Transfer Agents (RTA), Central Depository Services (India) Limited ("CDSL")/ National Securities Depository Limited (NSDL) as on Friday, February 16, 2024. The hard copy of the Notice of Postal Ballot along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
- 3. On February 22, 2024, the Company has published an advertisement in 'Business Standard' (English) and Mumbai Lakshadweep (Marathi).
- 4. The Remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL"). The Postal Ballot remote e-voting period commenced on Thursday, February 22, 2024 at 9:00 A.M. (IST) and ended on Friday, March 22, 2024 at 5:00 P.M. (IST).

- 5. After the time fixed for closing of the e-voting i.e., 5.00 P.M. IST on Friday, March 22, 2024 the votes were unblocked at 5.01 P.M IST in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of ('CDSL') <a href="www.evotingindia.com">www.evotingindia.com</a> and a final electronic report was generated by me. The data generated was diligently scrutinized.
- 6. The data for the purpose of verification of the number of shares was taken as of on Friday, February 16, 2024 which was the relevant date (cut-off date) fixed for determining voting rights of the Members entitled to participate in the voting process as per the applicable regulations to the Company.
- 7. The Members holding equity shares as on the cut-off date i.e. Friday, February 16, 2024 were entitled to voting rights as per the applicable regulations to the Company on the resolution proposed in the Postal Ballot Notice of the Company.
- 8. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated February 05, 2024 are as under:

#### 1. RESOLUTION NO. 1: SPECIAL RESOLUTION

Appointment of Mr. Anand Kusre (DIN 00818477) as a Non-Executive Independent Director for a term of five years w.e.f. 5th February, 2024.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by	% of total number of
	them	valid votes cast
115	5,51,38,774	96.7877

# (ii) Voted against the resolution:

Number of members voted	Number of votes cast by	% of total number of
	them	valid votes cast
21	18,30,000	3.2123

#### (iii) Invalid votes:

Number of members whose votes were	Number of invalid votes cast by them
declared invalid	
-	-

#### 2. RESOLUTION NO. 2: SPECIAL RESOLUTION

Appointment of Mr. Arun Todarwal (DIN 00020916) as a Non-Executive Independent Director for a term of five years w.e.f. 5th February, 2024

# (i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
129	5,62,04,954	98.6592

## (ii) Voted against the resolution:

Number of m	embers voted	Number	of	votes	cast	by	%	of	total	number	of
		them					val	id v	otes o	cast	
	7		7,6	33,820						1.3408	

#### (iii) Invalid votes:

Number of members whose votes were	Number of invalid votes cast by them
declared invalid	
-	-

#### 3. RESOLUTION NO. 3: ORDINARY RESOLUTION

Material Related party transaction(s) with Ipca Laboratories Limited, holding company of Unichem Laboratories Limited

# (i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by	% of total number of
	them	valid votes cast
122	74,78,094	99.9987

# (ii) Voted against the resolution:

Number of members voted	Number of votes cast by	% of total number of
	them	valid votes cast
4	94	0.0013

## (iii) Invalid votes:

Number of members whose votes were	Number of invalid votes cast by them
declared invalid	
-	-

## 4. RESOLUTION NO. 4: ORDINARY RESOLUTION

Material Related party transaction(s) between Ipca Laboratories Limited and Unichem Pharmaceuticals (USA) Inc. (wholly owned subsidiary of the Unichem Laboratories Limited)

# (i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by	% of total number of
	them	valid votes cast
123	74,78,119	99.9991

# (ii) Voted against the resolution:

Number of members voted	Number of votes cast by	% of total number of
	them	valid votes cast
3	69	0.0009

#### (iii) Invalid votes:

Number of members whose votes were	Number of invalid votes cast by them
declared invalid	
-	-

#### 5. RESOLUTION NO. 5: ORDINARY RESOLUTION

Material Related party transaction(s) with Unichem Pharmaceuticals (USA) Inc. (wholly owned subsidiary of Unichem Laboratories Limited)

#### (i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
122	74,78,094	99.9987

# (ii) Voted against the resolution:

Number of members voted	Number of votes cast by	% of total number of
	them	valid votes cast
4	94	0.0013

#### (iii) Invalid votes:

Number of members whose votes were	Number of invalid votes cast by them
declared invalid	
-	-

9. The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

Based on the above information, you may kindly announce the results.

Thanking you, Sincerely,

For Alwyn Jay & Co.

Company Secretaries

Alwyn D'Souza

Partner

FCS No.5559, CP No.5137 [UDIN: F005559E003623536]

Place: Mumbai

Date: March 23, 2024

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited ('CDSL') <a href="https://www.evotingindia.com">www.evotingindia.com</a> in our presence at 5.01 P.M. IST on March 22, 2024.

Edlon Dsouza

B/508, Shree Girnar Tower CHSL Saibaba Nagar, Mira Road East, Thane 401107 Krishnakant Adagale

Row House No.18, Mansi Row Co.op Hsg Soc Ltd Kashigaon, Mira Road East, Thane 401107

Countersigned by:

For Unichem Laboratories Limited

ABORA MUMBAI 2 (400 102.) E

Pradeep Bhandari Head – Legal & Company Secretary (M.No. A14177)

Mumbai dated March 23, 2024