



Novartis India Limited
Registered Office:
Inspire BKC
Part of 601 & 701
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
Maharashtra, India
Tel +91 22 50243000
Fax +91 22 50243010
Email: india.investors@novartis.com
CIN No. L24200MH1947PLC006104
Website: www.novartis.in

July 29, 2022

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

Scrip Code: 500672

Dear Sir/ Madam,

Sub.: Proceedings of the 74th Annual General Meeting of Novartis India Limited ('the Company') held on Friday, July 29, 2022

In terms of General Circular Nos. 2/2022 and 21/2021 and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, the 74th Annual General Meeting ('AGM') of the Company was held on Friday, July 29, 2022 at 11:00 A.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'). The AGM shall be deemed to have been held at the Registered Office of the Company.

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company had provided the facility for remote e-voting to the shareholders from 9.00 a.m. (IST) on July 26, 2022 and ended at 5.00 p.m. (IST) on July 28, 2022. Those shareholders who had not cast their vote earlier, an opportunity was provided to cast their vote at the AGM today.

Pursuant to Regulation 30 (read with Para A of Part A of Schedule III) of SEBI Listing Regulations and SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015, the proceedings of AGM are as follows:

A. Proceedings in brief:

- 1) The AGM was attended by all the Directors, Chief Financial Officer, Company Secretary, Statutory Auditors; and the Secretarial Auditor / Scrutinizer of the Company.
- 2) Mr. Christopher Snook, Chairperson, chaired the proceedings of the AGM.
- 3) Total 73 members attended the AGM as per the records of Attendance Register.
- 4) With the consent of the members present, the Notice convening the 74th AGM including the Explanatory Statement under Section 102 of the Companies Act, 2013 ('Act'), having been circulated to all the members, was taken as read.



- 5) Each of the Directors present on the dias introduced themselves.
- 6) As there was no qualification, adverse remarks, observations or comments in the Independent Auditor's Reports, the same was taken as read.
- 7) Mr. Christopher Snook, Chairperson, delivered the Speech and Mr. Sanjay Murdeshwar, Managing Director, thereafter, delivered the Speech along with a presentation.

The following items, forming part of the Notice for the said AGM, were considered by the shareholders through e-Voting:

Ordinary Business:

1. Consideration and adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2022, together with the Reports of the Directors and the Auditors thereon;
2. Declaration of Dividend for the financial year ended March 31, 2022;
3. Appointment of Ms. Monaz Noble (DIN: 03086192) as Director, who retires by rotation and being eligible, offers herself for re-appointment;
4. Appointment of M/s B S R & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company;

Special Business:

5. Approval of payment of Commission to the Independent Directors for the financial year 2021-22;
6. Approval of payment of Commission or otherwise to the Non-Executive and Independent Directors for a period of 5 (five) years commencing from April 1, 2022 to March 31, 2027; and
7. Ratification of Remuneration paid to Mr. Sanjay Murdeshwar, Vice Chairman and Managing Director (DIN: 01481811) for the financial year 2021-22

B. Voting by Members:

- 1) The Company had provided remote e-voting facility to its members to cast votes electronically, for all the items of businesses set out in the Notice of AGM.
- 2) The Chairperson once again requested members who did not cast their vote earlier may cast their vote through the NSDL e-voting platform
- 3) The members were also informed that the results of e-voting along with the Scrutinizer's Report shall be declared to the Stock Exchange and the same shall be placed on the websites of the Company and National Securities Depository Limited (<https://www.evoting.nsdl.com/>)





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- 4) All the resolutions set out in the Notice calling AGM were passed with requisite majority
- 5) The AGM concluded at 1.40 p.m.

This is for your information and record.

Thanking you

Yours Sincerely,

For Novartis India Limited

A handwritten signature in blue ink that reads "Nikhil Malpani".

Nikhil Malpani
Company Secretary and Compliance Officer