

47TH ANNUAL GENERAL MEETING HELD ON 30TH JULY, 2020

Declaration of Results of Voting

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and in compliance with MCA Circular dated 5th May, 2020 read with Circulars dated 8th April, 2020 and 13th April, 2020, Torrent Pharmaceuticals Limited (“the Company”) had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 47th Annual General Meeting (AGM) held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The remote e-voting was open from 9.00 a.m. on 26th July, 2020 up to 5.00 p.m. on 29th July, 2020.

Further, the members who had not casted their votes earlier through remote e-voting were provided the facility to cast their vote electronically during the course of the AGM and till 15 minutes after completion of the AGM.

The Board of Directors had appointed Shri Rajesh Parekh, Practicing Company Secretary as the Scrutinizer for remote e-voting and e-voting during the AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5.00 p.m. on 29th July, 2020 and e-voting at the 47th AGM and submitted his Consolidated Report, on 31st July, 2020. The Report of Scrutinizer is attached herewith.

The Consolidated Result as per the Scrutinizer’s above mentioned Report is as follows:

Sr. No.	Item No.	Type of Resolution	No. of Votes in favour	% of Votes in favour	No. of Votes Against	% of Votes Against
1.	To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31 st March, 2020 including the Audited Balance Sheet as at 31 st March, 2020, the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon.	Ordinary	153,849,908	100.00	161	0.00

TORRENT PHARMACEUTICALS LIMITED

CIN: L24230GJ1972PLC002126

Reg. Office : Torrent House, Off Ashram Road, Ahmedabad- 380 009, India. Phone: +91 79 26599000, Fax: +91 79 26582100,

www.torrentpharma.com

2.	To confirm the payment of interim dividend of ₹ 32.00 per equity share of fully paid up face value of ₹ 5.00 each, which included a special dividend of ₹ 15.00 per Equity share, declared and distributed by the Board of Directors for the financial year ended on 31 st March, 2020.	Ordinary	153,959,594	100.00	130	0.00
3.	To appoint a Director in place of Dr. Chaitanya Dutt (holding DIN 00110312), Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	145,475,231	94.50	8,470,349	5.50
4.	Ratification of remuneration of Cost Auditors of the Company for the year 2020-21.	Ordinary	153,921,145	100.00	1,050	0.00
5.	Payment of commission to Sudhir Mehta, Chairman Emeritus for the year 2019-20.	Special	141,557,963	92.46	11,536,402	7.54

Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 47th AGM have been duly approved by the Members with requisite majority.

For Torrent Pharmaceuticals Limited

SAMIR
 UTTAMLAL
 L MEHTA
 Digitally signed
 by SAMIR
 UTTAMLAL
 MEHTA
 Date: 2020.07.31
 16:06:20 +05'30'

Samir Mehta
 Executive Chairman

Date: 31.07.2020
 Place: Ahmedabad
 Encl.: As above

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CIN: L24230GJ1972PLC002126

Reg. Office : Torrent House, Off Ashram Road, Ahmedabad- 380 009, India. Phone: +91 79 26599000, Fax: +91 79 26582100,
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Rajesh Parekh & Co. Company Secretary

**104 Ashwamegh Avenue
Nr. Mithakhali Underbridge,
Navrangpura,
Ahmedabad - 380 009.
Phone: (O) 26440731
Mobile: 98797 92252
Email: rpap@csrajeshparekh.in
contact@csrajeshparekh.in**

Consolidated Report of Scrutinizer on Remote e-voting & e-voting at the Annual General Meeting

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20(4) (xii) & Rule 21
(2) of the Companies (Management and Administration) Rules, 2014]*

**To,
The Chairman
Torrent Pharmaceuticals Limited
Torrent House, Off. Ashram Road,
Ahmedabad -380009.**

**Re.: 47th Annual General Meeting of the Equity Shareholders of Torrent
Pharmaceuticals Limited held on Thursday, 30th July, 2020 at 09:30 A.M.
through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

Dear Sir,

I, Rajesh Parekh, Practicing Company Secretary appointed as Scrutinizer for the purpose of scrutinizing Remote e-voting and e-voting process on the below mentioned resolutions, at the 47th Annual General Meeting of the Equity Shareholders of Torrent Pharmaceuticals Limited (the "Company"), held on Thursday, 30th July, 2020 through VC / OAVM submit my report as under:

1. In accordance with the Notice of 47th Annual General Meeting sent to the shareholders, the voting through remote e-voting was started at 9:00 A.M. on 26th July, 2020 and ended at 05:00 P.M. on 29th July, 2020.
2. The equity shareholders holding shares as on cut-off date i.e. 23rd July, 2020 were entitled to vote on the resolutions as stated in the Notice of the 47th Annual General Meeting of the Company.

3. The votes were unblocked from the remote e-voting website of Central Depository Services (India) Limited (CDSL) (www.evotingindia.com) in the presence of Mr. Sharvil B. Suthar and Mr. Jay Surti on 30th July, 2020 at 10:31 a.m.
4. The facility of voting by electronic means (e-voting) at the Annual General Meeting through VC / OAVM was provided by Central Depository Services (India) Limited (CDSL) pursuant to Circular No. 20/2020 dated 5th May,2020 issued by Ministry of Corporate Affairs.
5. The names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and were not allowed to vote at the Annual General Meeting.
6. The shareholders who were present at the Annual General Meeting through VC / OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the Annual General Meeting.
7. The Consolidated Results of the Remote e-voting and e-voting at the Annual General Meeting are as under:

Resolution No. 1, Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31st March, 2020 including the Audited Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon

- (i) Voted **in favour** of the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	544	153848016	100.00
E-voting at AGM	7	1892	0.00
Total	551	153849908	100.00

- (ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	161	0.00
E-voting at AGM	0	0	0.00
Total	6	161	0.00

(iii) **Invalid** votes :

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	6	659638
E-voting at AGM	0	0
Total	6	659638

Resolution No. 2, Ordinary Resolution

To confirm the payment of interim dividend of Rs 32.00 per equity share of fully paid up face value of Rs 5.00 each, which included a special dividend of Rs 15.00 per Equity share, declared and distributed by the Board of Directors for the financial year ended on 31st March, 2020

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

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	559	153957702	100.00
E-voting at AGM	7	1892	0.00
Total	566	153959594	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	130	0.00
E-voting at AGM	0	0	0.00
Total	6	130	0.00

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	6	659638
E-voting at AGM	0	0
Total	6	659638

Resolution No. 3, Ordinary Resolution

To appoint a Director in place of Dr. Chaitanya Dutt (holding DIN 00110312), Director, who retires by rotation and being eligible, offers himself for re-appointment

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

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	351	145474139	94.50
E-voting at AGM	5	1092	0.00
Total	356	145475231	94.50

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	206	8470349	5.50
E-voting at AGM	0	0	0.00
Total	206	8470349	5.50

(iii) **Invalid** votes :

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	2	7989
E-voting at AGM	2	800
Total	4	8789

Resolution No. 4, Ordinary Resolution

Ratification of Remuneration of Cost Auditors of the Company for the Year 2020-21

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

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	544	153919253	100.00
E-voting at AGM	7	1892	0.00
Total	551	153921145	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	1050	0.00
E-voting at AGM	0	0	0.00
Total	9	1050	0.00

(iii) **Invalid** votes :

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	6	659638
E-voting at AGM	0	0
Total	6	659638

Resolution No. 5, Special Resolution

Payment of Commission to Shri Sudhir Mehta, Chairman Emeritus for the year 2019-20

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

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	247	141556071	92.46
E-voting at AGM	7	1892	0.00
Total	254	141557963	92.46

(ii) Voted **against** the resolution:

Type of Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	304	11536402	7.54
E-voting at AGM	0	0	0.00
Total	304	11536402	7.54

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total no. of invalid Votes
Remote E-voting	2	7989
E-voting at AGM	0	0
Total	2	7989

08. A Compact Disc (CD) containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid (for e-voting at the AGM and Remote e-voting) for each resolution is enclosed.

Thanking you.

Yours faithfully,

**For, Rajesh Parekh & Co.
Company Secretary**

Rajesh
Gopaldas
Parekh

Digitally signed by
Rajesh Gopaldas Parekh
Date: 2020.07.31
11:00:25 +05'30'

**Rajesh Parekh
Proprietor
Mem. No.: 8073
C.O.P. No.: 2939
UDIN: A008073B000532401**

**Date: 31/07/2020
Place: Ahmedabad**

Name and Address of Witnesses of unblocking of Remote e-voting

1. Sharvil B. Suthar
D-36, Tulsikunj Society,
Behind Vaibhav Hall,
Ghodasar,
Ahmedabad- 380050.

Sharvil
Bharatku
mar
Suthar

Digitally signed
by Sharvil
Bharatkumar
Suthar
Date: 2020.07.31
11:51:41 +05'30'

2. Jay Surti
R – 2, Vikram Apartment
Nr. Shreyas Crossing,
Ambawadi,
Ahmedabad- 380015.

JAY
AJAY
SURTII

Digitally
signed by JAY
AJAY SURTI
Date:
2020.07.31
11:10:42
+05'30'

Counter Signed by

SAMIR
UTTAMLAL
MEHTA

Digitally signed by SAMIR
UTTAMLAL MEHTA
Date: 2020.07.31 16:09:08
+05'30'

**Samir Mehta
Executive Chairman
Torrent Pharmaceuticals Limited**

Rajesh Parekh & Co. Company Secretary

**104 Ashwamegh Avenue
Nr. Mithakhali Underbridge,
Navrangpura,
Ahmedabad - 380 009.
Phone: (O) 26440731
Mobile: 98797 92252
Email: rpap@csrajeshparekh.in
contact@csrajeshparekh.in**

Report of Scrutinizer on Remote e-voting Results

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies
(Management and Administration) Rules, 2014]*

**To,
The Chairman
Torrent Pharmaceuticals Limited
Torrent House, Off Ashram Road,
Ahmedabad-380009**

**Re: 47th Annual General Meeting of the Equity Shareholders of Torrent
Pharmaceuticals Limited held on Thursday, 30th July, 2020 at 09:30 A.M.
through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

Dear Sir,

I, Rajesh Parekh, Practicing Company Secretary appointed as Scrutinizer for the purpose of scrutinizing remote e-voting on the below mentioned resolutions at the 47th Annual General Meeting of the Equity Shareholders of Torrent Pharmaceuticals Limited (the "Company"), held on Thursday, 30th July, 2020 at 09:30 AM through VC / OAVM, submit my report as under:

1. In accordance with the Notice of 47th Annual General Meeting sent to the shareholders, the voting through remote e-voting was started at 9:00 A.M. on 26th July, 2020 and ended at 05:00 P.M. on 29th July, 2020.
2. The equity shareholders holding shares as on cut-off date i.e. 23rd July, 2020 were entitled to vote on the resolutions as stated in the Notice of the 47th Annual General Meeting of the Company.
3. The votes were unblocked from the remote e-voting website of Central Depository Services (India) Limited (CDSL) (www.evotingindia.com) in the presence of Mr. Sharvil B. Suthar and Mr. Jay Surti on 30th July, 2020 at 10:31 a.m.
4. The Result of the Remote e-voting is as under:

Resolution No. 1, Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31st March, 2020 including the Audited Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
544	153848016	100.00

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
6	161	0.00

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
6	659638

Resolution No. 2, Ordinary Resolution

To confirm the payment of interim dividend of Rs 32.00 per equity share of fully paid up face value of Rs 5.00 each, which included a special dividend of Rs 15.00 per Equity share, declared and distributed by the Board of Directors for the financial year ended on 31st March, 2020

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
559	153957702	100.00

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
6	130	0.00

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared as invalid	Total Number of invalid Votes
6	659638

Resolution No. 3, Ordinary Resolution

To appoint a Director in place of Dr. Chaitanya Dutt (holding DIN 00110312), Director, who retires by rotation and being eligible, offers himself for re-appointment

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
351	145474139	94.50

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
206	8470349	5.50

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
2	7989

Resolution No. 4, Ordinary Resolution

Rectification of Remuneration of Cost Auditors of the Company for the Year 2020-21

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
544	153919253	100.00

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
9	1050	0.00

(iii) **Invalid** votes :

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
6	659638

Resolution No. 5, Special Resolution

Payment of Commission to Shri Sudhir Mehta, Chairman Emeritus for the year 2019-20

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
247	141556071	92.46

(ii) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
304	11536402	7.54

(iii) **Invalid votes :**

Total number of members voting through electronic means whose votes were declared invalid	Total Number of invalid Votes
2	7989

5. A Compact Disc (CD) containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid (for remote e-voting) for each resolution is enclosed.

Thanking you.

Yours faithfully,

**For Rajesh Parekh & Co.
Company Secretary**

Rajesh
Gopaldas
Parekh

Digitally signed by
Rajesh Gopaldas Parekh
Date: 2020.07.31
11:01:52 +05'30'

**Rajesh Parekh
Proprietor
Mem No. 8073
C.O.P No. 2939
UDIN: A008073B000532401**

**Date: 31st July, 2020
Place: Ahmedabad**

Name and Address of Witnesses of unblocking of Remote e-voting

1. Sharvil B. Suthar

D-36, Tulsikunj Society,
Behind Vaibhav Hall,
Ghodasar,
Ahmedabad- 380050.

Sharvil
Bharatku
mar
Suthar

Digitally signed
by Sharvil
Bharatkumar
Suthar
Date:
2020.07.31
11:52:36 +05'30'

2. Jay Surti

R – 2, Vikram Appartment
Nr. Shreyas Crossing,
Ambawadi,
Ahmedabad- 380015.

JAY
AJAY
SURT

Digitally
signed by JAY
AJAY SURTI
Date:
2020.07.31
11:09:46
+05'30'

Counter Signed by

SAMIR
UTTAML
L MEHTA

Digitally signed
by SAMIR
UTTAMLAL
MEHTA
Date: 2020.07.31
16:09:38 +05'30'

Samir Mehta

Executive Chairman

Torrent Pharmaceuticals Limited