

27th July 2020

To,

**BSE LIMITED** Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001 **THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED** Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (East) Mumbai - 400051

Dear Sirs,

Re: Regulation 44 (3) of Listing Obligations and disclosure Requirement Regulations, 2015 ("LODR")

# Sub: Disclosure of Voting Results and Outcome of the 95<sup>th</sup> Annual General Meeting of the Company

This is with reference to the 95<sup>th</sup> Annual General Meeting of the Company held today i.e. on Monday, 27<sup>th</sup> July 2020 at 2.30 p.m. through Video Conferencing or Other Audio-Visual Means (OAVM) and concluded at 04.30 p.m.

In Compliance with the provisions of Regulations 44(3) of the LODR, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, the Company had provided voting facility to all its members to enable them to cast their vote on all matters listed in the Notice convening the Annual General Meeting through electronic means (remote e-voting) during the period commencing from Friday, 24<sup>th</sup> July 2020 (9.00 a.m.) to Sunday, 26<sup>th</sup> July 2020 (5.00 p.m.).

The Company had also provided voting facility through e-voting to the members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

We wish to inform you that all the resolutions contained in the Notice of the Annual General Meeting dated 18<sup>th</sup> May 2020 were approved by the Members.

In this Connection, please find enclosed the following:

- A) Details regarding the brief proceedings of the Annual General Meeting (AGM) of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- B) Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- C) Consolidated Report of the Scrutinizer on remote e-voting and e-voting conducted during the AGM .

Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are also being submitted in the prescribed format.

The above are also being uploaded on the Company's website www.gsk-india.com.

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking you,

Yours faithfully For GlaxoSmithKline Pharmaceuticals Limited

Accordica

Ajay Nadkarni Vice President – Administration, Real Estate & Company Secretary

Encl:

# Brief details of the items deliberated at the annual general meeting held on Monday, <u>27<sup>th</sup> July, 2020 and the results</u>

Sr no	Agenda	Resolution required	Mode of Voting	Results
1	To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the company for the financial year ended 31 March 2020 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary .	Remote E-voting and E-voting during the AGM	Passed with requisite majority
2	To declare Dividend on Equity Shares for the financial year ended 31 March 2020.	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
3	To appoint a Director in place of Ms. Puja Thakur (DIN: 07971789), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
4	Appointment of Managing Director	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
5	Appointment of Dr. Ms. Sunita Maheshwari, (DIN 01641411) as an Independent Director	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
6	Approval of transactions / contracts / arrangements with Related Party	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority
7	Ratification of Remuneration to Cost Auditor	Ordinary	Remote E-voting and E-voting during the AGM	Passed with requisite majority

Resolution No.	1									
Resolution required: (Ordinary/	ORDINARY - To re	ceive, consider	and adopt the Au	dited Financial	Statements includin	ng Consolidated Fin	ancial Statements	of the company for	the fina	incial
Special)	year ended 31 Ma	arch 2020 toget	her with the Repo	orts of the Board	l of Directors and A	uditors thereon				
Whether promoter/ promoter										
group are interested in the										
agenda/resolution?										
				% of Votes						
				Polled on						
				outstanding			% of Votes in	% of Votes		
				shares			favour on votes	against on votes		Votes
			No of votor		No. of Votes – in	No. of Votes –		polled	Votes	
Catagon		No. of shares		(3)=[(2)/(1)]*			polled			
Category	Mode of Voting	held (1)	polled (2)	100	favour (4)	against (5)		(7)=[(5)/(2)]*100	Invalid	
	E-Voting	_	127,054,524	100.0000	127,054,524	0		0.0000	0	0
	Poll	127,054,524	0	0.0000	0	0	0.0000	0.0000	0	C
	Postal Ballot (if	, ,-								
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	0.0000	0	0
	Total		127,054,524		127,054,524	0	100.0000	0.0000	0	C
	E-Voting		17,688,642	84.0761	17,688,642	0	100.0000	0.0000	0	C
	Poll	24.020.042	0	0.0000	0	0	0.0000	0.0000	0	C
	Postal Ballot (if	21,038,842								
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	C
	Total		17,688,642	84.0761	17,688,642	0		0.0000	0	C
	E-Voting		34,645	0.1626		926	97.3271	2.6728	0	0
	Poll	-	2,568			20	99.2211	0.7788	0	0
	Poli Postal Ballot (if	21,312,668	2,568	0.0120	2,548	20	99.2211	0.7788	U	U
De la la companya de			-		-	-	0.007-	0.000	_	-
Public- Non Institutions	applicable)		0	0.0000		-		0.0000	0	0
	Total		37,213			946	97.4579	2.5421	0	C
	Total	169,406,034	144,780,379	85.4635	144,779,433	946	99.9993	0.0007	0	C
	<u> </u>									
Resolution No.	2									
Resolution required: (Ordinary/										-
Special)	ORDINARY - To de	clare Dividend	on Equity Shares	for the financial	year ended 31 Mar	rch 2020.				
Whether promoter/ promoter										
group are interested in the										
agenda/resolution?										
<u>, , , , , , , , , , , , , , , , , , , </u>				% of Votes						
				Polled on						
							% of Votes in	0/ of Votos		
				outstanding				% of Votes		
			_	shares	_		favour on votes	against on votes		Votes
		No. of shares		(3)=[(2)/(1)]*		No. of Votes –	polled	polled		Abstai
Category	Mode of Voting	held (1)	polled (2)	100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Invalid	ned
	E-Voting		127,054,524	100.0000	127,054,524	0	100.0000	0.0000	0	C
	Poll	127,054,524	0	0.0000	0	0	0.0000	0.0000	0	C
	Postal Ballot (if	127,034,324								
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	C
	Total		127,054,524	100.0000	127,054,524	0	100.0000	0.0000	0	C
-	E-Voting		17,746,752	84.3523	17,746,752	0	100.0000	0.0000	0	C
	Poll		0	0.0000	0	0	0.0000	0.0000	0	C
	-	21,038,842		0.0000	Ŭ	°	0.0000	0.0000	Ű	
	Postal Ballot (if				_					_
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		17,746,752		17,746,752	0	100.0000	0.0000	0	C
	E-Voting	1	34,645				97.3271	2.6728	0	C
	Poll	21,312,668	2,568	0.0120	2,568	0	100.0000	0.0000	0	C
	Postal Ballot (if	21,312,068								
Public- Non Institutions										
	applicable)		0	0.0000	0	0	0.0000	0.0000	0	C
	applicable) Total		0 37,213			0 926		0.0000	0	C
		169,406,034	÷	0.1746	36,287	-				
	Total	169,406,034	37,213	0.1746	36,287	926	97.5116	2.4884	0	C
Resolution No.	Total Total	169,406,034	37,213	0.1746	36,287	926	97.5116	2.4884	0	C
	Total	169,406,034	37,213	0.1746	36,287	926	97.5116	2.4884	0	C
Resolution required: (Ordinary/	Total Total 3		37,213 144,838,489	0.1746 85.4978	36,287 144,837,563	926 926	97.5116 99.9994	2.4884 0.0006	0	C
Special)	Total Total 3		37,213 144,838,489	0.1746 85.4978	36,287	926 926	97.5116 99.9994	2.4884 0.0006	0	C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter	Total Total 3		37,213 144,838,489	0.1746 85.4978	36,287 144,837,563	926 926	97.5116 99.9994	2.4884 0.0006	0	C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	Total Total 3		37,213 144,838,489	0.1746 85.4978	36,287 144,837,563	926 926	97.5116 99.9994	2.4884 0.0006	0	C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter	Total Total 3		37,213 144,838,489	0.1746 85.4978 Puja Thakur DIN	36,287 144,837,563	926 926	97.5116 99.9994	2.4884 0.0006	0	C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	Total Total 3		37,213 144,838,489	0.1746 85.4978 Puja Thakur DIN % of Votes	36,287 144,837,563	926 926	97.5116 99.9994	2.4884 0.0006	0	C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	Total Total 3		37,213 144,838,489	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on	36,287 144,837,563	926 926	97.5116 99.9994 d being eligible, off	2.4884 0.0006 ers herself for re-ap	0	C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	Total Total 3		37,213 144,838,489	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding	36,287 144,837,563	926 926	97.5116 99.9994 d being eligible, off % of Votes in	2.4884 0.0006 ers herself for re-ap % of Votes	0	ent.
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	Total Total 3	point a Directo	37,213 144,838,489 r in place of Ms. F	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares	36,287 144,837,563 07971789, who ret	926 926 ires by rotation and	97.5116 99.9994 d being eligible, off % of Votes in favour on votes	2.4884 0.0006 ers herself for re-ap % of Votes against on votes	0 0	ent.
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 3 ORDINARY - To ap	ppoint a Directo	37,213 144,838,489 r in place of Ms. F	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]*	36,287 144,837,563 07971789, who ret No. of Votes – in	926 926 ires by rotation and No. of Votes –	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled	0 0 opointm Votes	ent. Votes Abstai
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	Total Total 3	point a Directo	37,213 144,838,489 r in place of Ms. F	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares	36,287 144,837,563 07971789, who ret	926 926 ires by rotation and	97.5116 99.9994 d being eligible, off % of Votes in favour on votes	2.4884 0.0006 ers herself for re-ap % of Votes against on votes	0 0	ent. Votes Abstai
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 3 ORDINARY - To ap	ppoint a Directo	37,213 144,838,489 r in place of Ms. F	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]*	36,287 144,837,563 07971789, who ret No. of Votes – in	926 926 ires by rotation and No. of Votes –	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled (6)=[(4)/(2)]*100	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled	0 0 opointm Votes	ent. Votes Abstai ned
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 3 ORDINARY - To ap Mode of Voting	No. of shares held (1)	37,213 144,838,489 r in place of Ms. F No. of votes polled (2) 127,054,524	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=((2)/(1)]* 100	36,287 144,837,563 07971789, who ret 07971789, who ret No. of Votes – in favour (4) 127,054,524	926 926 ires by rotation and No. of Votes – against (5) 0	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled (7)=[(5)/(2)]*100	0 0 opointm Votes Invalid	ent. Votes Abstai ned
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Total 3 ORDINARY - To ap Mode of Voting E-Voting	ppoint a Directo	37,213 144,838,489 r in place of Ms. F No. of votes polled (2) 127,054,524	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	36,287 144,837,563 07971789, who ret 07971789, who ret No. of Votes – in favour (4) 127,054,524	926 926 ires by rotation and No. of Votes – against (5) 0	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000	0 0 0 0 0 Votes Invalid 0	ent. Votes Abstai ned
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 3 ORDINARY - To ap Mode of Voting E-Voting Poll Postal Ballot (if	No. of shares held (1)	37,213 144,838,489 r in place of Ms. F No. of votes polled (2) 127,054,524	0.1746 85.4978 2uja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000	36,287 144,837,563 07971789, who ret 07971789, who ret net favour (4) 127,054,524 0	926 926 ires by rotation and No. of Votes – against (5) 0 0	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000	0 0 0 0 0 0 0 0 0	ent. Votes Abstai ned C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 3 ORDINARY - To ap ORDINARY - To ap E-Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	37,213 144,838,489 r in place of Ms. F No. of votes polled (2) 127,054,524 0 0	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000	36,287 144,837,563 07971789, who ret 07971789, who ret n favour (4) 127,054,524 0 0	926 926 ires by rotation and No. of Votes – against (5) 0 0 0	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	2.4884 0.0006 ers herself for re-ar % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	0 0 0 0 0 0 0 0 0 0	C C C C C C C C C C C C C C C C C C C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 3 ORDINARY - To ap Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	37,213 144,838,489 r in place of Ms. F No. of votes polled (2) 127,054,524 0 127,054,524	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 0.0000	36,287 144,837,563 07971789, who ret 07971789, who ret 127,054,524 0 0 127,054,524	926 926 ires by rotation and No. of Votes – against (5) 0 0 0 0 0	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	0 0 0 0 0 0 0 0 0	C C C C C C C C C C C C C C C C C C C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Total Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting E-Voting E-Voting Total E-Voting	No. of shares held (1) 127,054,524	37,213 144,838,489 r in place of Ms. F polled (2) 127,054,524 0 127,054,524 17,735,242	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 0.0000 100.0000 84.2976	36,287 144,837,563 07971789, who ret 07971789, who ret 127,054,524 0 0 127,054,524 17,735,242	926 926 926 926 926 926 926 926 926 926	97.5116 99.9994 d being eligible, off favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	C C C C C C C C C C C C C C C C C C C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 3 ORDINARY - To ap Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	37,213 144,838,489 r in place of Ms. F polled (2) 127,054,524 0 127,054,524 17,735,242	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	36,287 144,837,563 07971789, who ret 07971789, who ret 127,054,524 0 0 127,054,524 17,735,242	926 926 926 926 926 926 926 926 926 926	97.5116 99.9994 d being eligible, off favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	0 0 0 0 0 0 0 0 0	C C C C C C C C C C C C C C C C C C C
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Total Total 3 ORDINARY - To ap Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1) 127,054,524	37,213 144,838,489 r in place of Ms. F polled (2) 127,054,524 0 127,054,524 17,735,242	0.1746 85.4978 Puja Thakur DIN % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000 0.0000 0.0000 100.0000 84.2976 0.0000	36,287 144,837,563 07971789, who ret 07971789, who ret 127,054,524 0 0 127,054,524 17,735,242 0	926 926 926 926 926 926 926 926 926 926	97.5116 99.9994 d being eligible, off % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000 0.0000	2.4884 0.0006 ers herself for re-ap % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	C C C C C C C C C C C C C C C C C C C

	Total		17,735,242	84.2976	17,735,242	0		0.0000	0	0
	E-Voting	_	34,545	0.1621	33,448	1,097	96.8244	3.1755	0	0
	Poll Doctol Ballot (if	21,312,668	1,936	0.0091	1,916	20	98.9669	1.0330	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Fublic- Non institutions	Total		36,481	0.1712	35,364	1,117	96.9381	3.0619	0	0
	Total	169,406,034	144,826,247	85.4906	144,825,130	1,117	99.9992	0.0008	0	0
Resolution No.	4									
Resolution required: (Ordinary/										
Special)	ORDINARY - Appo	pintment of Mar	naging Director							
Whether promoter/ promoter group are interested in the agenda/resolution?										
				% of Votes						
				Polled on						
				outstanding			% of Votes in	% of Votes		
				shares			favour on votes	against on votes		Votes
Catagony	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	(3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes –	polled	polled	Votes Invalid	Abstai
Category	E-Voting	field (1)	127,054,524	100 100.0000	127,054,524	against (5) 0	(6)=[(4)/(2)]*100 100.0000		li ivaliu 0	0
	Poll	4.0	0	0.0000	127,034,324	0		0.0000	0	0
	Postal Ballot (if	127,054,524								5
Promoter and Promoter Group	applicable)		0	0.0000	0	0			0	0
	Total		127,054,524	100.0000	127,054,524	0		0.0000	0	0
	E-Voting	-	17,735,242	84.2976	17,733,253	1,989	99.9887	0.0112	0	0
	Poll Doctol Ballot (if	21,038,842	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		17,735,242	84.2976	17,733,253	1,989	99.9888	0.0112	0	0
	E-Voting		34,545	0.1621	33,021	1,524	95.5883	4.4116	0	0
	Poll	21,312,668	2,568	0.0120	2,568	0	100.0000	0.0000	0	0
	Postal Ballot (if	21,512,008								
Public- Non Institutions	applicable)		0	0.0000	0	0			0	0
	Total	4.60,406,024	37,113	0.1741	35,589	1,524	95.8936		0	0
	Total	169,406,034	144,826,879	85.4910	144,823,366	3,513	99.9976	0.0024	0	0
Resolution No. Resolution required: (Ordinary/ Special)	5 ORDINARY - Appo	Dintment of Dr. 1	Ms. Sunita Mahes	hwari, as an Ind	ependent Director					
	-	bintment of Dr.	Vs. Sunita Mahes	hwari, as an Ind	ependent Director					
Resolution required: (Ordinary/ Special) Whether promoter/ promoter	-	pintment of Dr.	Ms. Sunita Mahes		ependent Director					
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	-	pintment of Dr.	Ms. Sunita Mahes	% of Votes	ependent Director					
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	-	pintment of Dr.	Ms. Sunita Mahes	% of Votes Polled on	ependent Director		% of Votes in	% of Votes		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	-	pintment of Dr.	Ms. Sunita Mahes	% of Votes Polled on outstanding	ependent Director		% of Votes in favour on votes	% of Votes		Votes
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	-	No. of shares		% of Votes Polled on outstanding shares	ependent Director	No. of Votes –	% of Votes in favour on votes polled	against on votes	Votes	Votes Abstai
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	-			% of Votes Polled on outstanding		No. of Votes – against (5)	favour on votes	against on votes polled	Votes Invalid	Abstai
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	ORDINARY - Appo	No. of shares	No. of votes polled (2) 127,054,524	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000	No. of Votes – in favour (4) 127,054,524	against (5) O	favour on votes polled (6)=[(4)/(2)]*100 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000	Invalid 0	Abstai ned 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	ORDINARY - Appo Mode of Voting E-Voting Poll	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000	No. of Votes – in favour (4)	against (5) O	favour on votes polled (6)=[(4)/(2)]*100 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000	Invalid	Abstai ned
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Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	ORDINARY - Appo ORDINARY - Appo Mode of Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	No. of votes polled (2) 127,054,524 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000	No. of Votes – in favour (4) 127,054,524 0 0	against (5) 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000	Invalid 0 0	Abstai ned 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	ORDINARY - Appo Mode of Voting E-Voting Poll Postal Ballot (if	No. of shares held (1)	No. of votes polled (2) 127,054,524	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000 0.0000	No. of Votes – in favour (4) 127,054,524	against (5) 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000	Invalid 0 0	Abstai ned 0 0
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Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	ORDINARY - Appo ORDINARY - Appo E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 127,054,524	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 0.0000 100.0000 84.2976	No. of Votes – in favour (4) 127,054,524 0 0 127,054,524 17,735,242	against (5) 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000	Invalid 0 0 0 0 0 0	Abstai ned 0 0 0 0 0
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Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	ORDINARY - Appo ORDINARY - Appo E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 127,054,524	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 84.2976 0.0000 0.0000 84.2976	No. of Votes – in favour (4) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242	against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 100.0000 96.9633	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 0.3.0366	Invalid 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0
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Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	ORDINARY - Appo ORDINARY - Appo E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if Postal Ballot (if	No. of shares held (1) 127,054,524 21,038,842	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 0.0000 84.2976 0.0000 0.0000 84.2976 0.1621 0.0091	No. of Votes – in favour (4) 127,054,524 0 0 127,054,524 17,735,242 0 0 17,735,242 33,496 1,916 0 0 35,412	against (5) 0 0 0 0 0 0 0 0 0 1,049 20	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 100.0000 96.9633 98.9669	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.3.0366 1.0330 0.0000 2.9303	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
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Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Non Institutions Resolution No. Resolution No. Resolution required: (Ordinary/ Special)	ORDINARY - Appo ORDINARY - Appo 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) Total Total	No. of shares held (1) 127,054,524 21,038,842 21,312,668 169,406,034	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936 0 36,481 144,826,247	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100.0000 0.0000 100.0000 84.2976 0.0000 0.0000 84.2976 0.1621 0.0091 0.0000 0.1712 85.4906	No. of Votes – in favour (4) 127,054,524 0 127,054,524 17,735,242 33,496 1,916 0 35,412 144,825,178	against (5) 0 0 0 0 0 0 0 0 0 1,049 20 0 0 1,069	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 96.9633 98.9669 0.0000 97.0697	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.3.0366 1.0330 0.0000 2.9303	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Institutions Resolution No. Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	ORDINARY - Appo ORDINARY - Appo 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) Total E-Total Postal Ballot (if applicable) Total Fotal Postal Ballot (if applicable) Total Total	No. of shares held (1) 127,054,524 21,038,842 21,312,668 169,406,034	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936 0 36,481 144,826,247	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100.0000 0.0000 100.0000 84.2976 0.0000 0.0000 84.2976 0.1621 0.0091 0.0000 0.1712 85.4906	No. of Votes – in favour (4) 127,054,524 0 127,054,524 17,735,242 33,496 1,916 0 35,412 144,825,178	against (5) 0 0 0 0 0 0 0 0 0 1,049 20 0 0 1,069	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 96.9633 98.9669 0.0000 97.0697	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.3.0366 1.0330 0.0000 2.9303	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Non Institutions Resolution No. Resolution No.	ORDINARY - Appo ORDINARY - Appo 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) Total E-Total Postal Ballot (if applicable) Total Fotal Postal Ballot (if applicable) Total Total	No. of shares held (1) 127,054,524 21,038,842 21,312,668 169,406,034	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936 0 36,481 144,826,247	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100.0000 0.0000 100.0000 84.2976 0.0000 0.0000 84.2976 0.1621 0.0091 0.0000 0.1712 85.4906	No. of Votes – in favour (4) 127,054,524 0 127,054,524 17,735,242 33,496 1,916 0 35,412 144,825,178	against (5) 0 0 0 0 0 0 0 0 0 1,049 20 0 0 1,069	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 96.9633 98.9669 0.0000 97.0697	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.3.0366 1.0330 0.0000 2.9303	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Institutions Resolution No. Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	ORDINARY - Appo ORDINARY - Appo 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) Total E-Total Postal Ballot (if applicable) Total Fotal Postal Ballot (if applicable) Total Total	No. of shares held (1) 127,054,524 21,038,842 21,312,668 169,406,034	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936 0 36,481 144,826,247	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 0.0000 84.2976 0.0000 0.0000 84.2976 0.1621 0.0091 0.0000 0.1712 85.4906	No. of Votes – in favour (4) 127,054,524 0 127,054,524 17,735,242 33,496 1,916 0 35,412 144,825,178	against (5) 0 0 0 0 0 0 0 0 0 1,049 20 0 0 1,069	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 96.9633 98.9669 0.0000 97.0697	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.3.0366 1.0330 0.0000 2.9303	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Institutions Resolution No. Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	ORDINARY - Appo ORDINARY - Appo 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) Total E-Total Postal Ballot (if applicable) Total Fotal Postal Ballot (if applicable) Total Total	No. of shares held (1) 127,054,524 21,038,842 21,312,668 169,406,034	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936 0 36,481 144,826,247	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 84.2976 0.0000 84.2976 0.0000 0.0000 84.2976 0.1621 0.0001 0.0000 0.1712 85.4906 votes Polled on outstanding	No. of Votes – in favour (4) 127,054,524 0 127,054,524 17,735,242 33,496 1,916 0 35,412 144,825,178	against (5) 0 0 0 0 0 0 0 0 0 0 1,049 20 0 0 1,069	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 96.9633 98.9669 0.0000 97.0697 99.9993	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 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Institutions Resolution No. Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	ORDINARY - Appo ORDINARY - Appo 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) Total E-Total Postal Ballot (if applicable) Total Fotal Postal Ballot (if applicable) Total Total	No. of shares held (1) 127,054,524 21,038,842 21,312,668 169,406,034	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936 0 36,481 144,826,247	% of Votes           Polled on           outstanding           shares           (3)=[(2)/(1)]*           100           100.0000           0.0000           0.0000           0.0000           0.0000           0.0000           0.0000           0.0000           0.0000           0.0000           0.0000           0.1621           0.0000           0.1712           85.4906           rangements wit           % of Votes           Polled on           outstanding           shares	No. of Votes – in favour (4) 127,054,524 0 0 127,054,524 17,735,242 0 0 17,735,242 33,496 1,916 0 35,412 144,825,178 h Related Party	against (5) 0 0 0 0 0 0 0 0 0 1,049 20 1,069 1,069	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 96.9633 98.9669 0.0000 97.0697 99.9993	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 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions Public- Institutions Resolution No. Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the	ORDINARY - Appo ORDINARY - Appo 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) Total E-Total Postal Ballot (if applicable) Total Fotal Postal Ballot (if applicable) Total Total	No. of shares held (1) 127,054,524 21,038,842 21,312,668 169,406,034	No. of votes polled (2) 127,054,524 0 127,054,524 17,735,242 0 0 17,735,242 34,545 1,936 0 36,481 144,826,247	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.0000 0.0000 84.2976 0.0000 84.2976 0.0000 0.0000 84.2976 0.1621 0.0001 0.0000 0.1712 85.4906 votes Polled on outstanding	No. of Votes – in favour (4) 127,054,524 0 127,054,524 17,735,242 33,496 1,916 0 35,412 144,825,178	against (5) 0 0 0 0 0 0 0 0 0 0 1,049 20 0 0 1,069	favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 96.9633 98.9669 0.0000 97.0697 99.9993	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 3.0366 1.0330 0.0000 2.9303 0.0000 2.9303 0.0000	Invalid 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Abstai ned 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0

	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
	Poll	127.054.524	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if	127,054,524								
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
	E-Voting		17,730,946	84.2772	17,566,742	164,204	99.0739	0.9260	0	0
	Poll	21,038,842	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if	21,030,042								
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		17,730,946	84.2772	17,566,742	164,204	99.0739	0.9261	0	0
	E-Voting		34,545	0.1621	33,288	1,257	96.3612	3.6387	0	0
	Poll	21,312,668	1,936	0.0091	1,916	20	98.9669	1.0330	0	0
	Postal Ballot (if	21,512,000								
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		36,481	0.1712	35,204	1,277	96.4995	3.5005	0	0
	Total	169,406,034	17,767,427	10.4881	17,601,946	165,481	99.0686	0.9314	0	0

Resolution No.	7									
Resolution required: (Ordinary/	,									
Special)	ORDINARY - Ratifi	RDINARY - Ratification of Remuneration to Cost Auditor								
Whether promoter/ promoter	ONDINART - Ratin									
group are interested in the										
agenda/resolution?										
agenda/resolution:				% of Votes						
				Polled on						i l
				outstanding			% of Votes in	% of Votes		i l
				shares				against on votes		Votes
		No. of shares			No. of Votes – in			0		Abstai
Catagoni	Mode of Voting									
Category	E-Voting	held (1)	polled (2) 127,054,524	100 100.0000	,		(6)=[(4)/(2)]*100 100.0000		Invalid 0	nea
	Poll	-	127,054,524		7	0			0	0
	Poli Postal Ballot (if	127,054,524	0	0.0000	0	0	0.0000	0.0000	0	0
				0 0000			0.0000	0.0000		
Promoter and Promoter Group	applicable) Total		0	0.0000	-	0	0.0000		0	-
			127,054,524		7 7-		100.0000		-	-
	E-Voting	_	17,735,242	84.2976	,,	0	100.0000		-	-
	Poll	21,038,842	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if									
Public- Institutions	applicable)		0	0.0000	-	0	0.0000		0	0
	Total		17,735,242	84.2976	, ,		100.0000		0	0
	E-Voting		34,545	0.1621	33,168	,	96.0138		0	-
	Poll	21,312,668	2,568	0.0120	2,548	20	99.2211	0.7788	0	0
	Postal Ballot (if	,512,000								
Public- Non Institutions	applicable)		0	0.0000	-	0	0.0000		-	-
	Total		37,113	0.1741	35,716	,	96.2358		0	0
	Total	169,406,034	144,826,879	85.4910	144,825,482	1,397	99.9990	0.0010	0	0

# PARIKH & ASSOCIATES COMPANY SECRETARIES

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd Sab TV Lane, Opp Laxmi Industrial Estate, Off Link Road, Above Shabari Restaurant, Andheri (W), Mumbai : 400053 Tel No 26301232 / 26301233 / 26301240 Email : <u>cs@parikhassociates.com</u> parikh.associates@rediffmail.com

To, Ms. Renu Karnad Chairman of the 95<sup>th</sup> Annual General Meeting GlaxoSmithKline Pharmaceuticals Limited

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting before the 95<sup>th</sup> Annual General Meeting ('AGM') of GlaxoSmithKline Pharmaceuticals Limited held on Monday, July 27, 2020 at 2.30 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting during the AGM, conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of GlaxoSmithKline Pharmaceuticals Limited pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 95<sup>th</sup> Annual General Meeting ('AGM') of GlaxoSmithKline Pharmaceuticals Limited on Monday, July 27, 2020 at 2.30 p.m. (IST) through VC.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM.

The Notice dated May 18, 2020, convening the AGM, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular dated May 12, 2020.

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, July 24, 2020 at 9.00 a.m. (IST) and ended on Sunday, July 26, 2020 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the 'cut-off' date of Monday, June 20, 2020 were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

### **Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.

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

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		336	14,47,79,433	100.00
				(Rounded Off)

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

Number of members	Number of valid votes	% of total number of valid
voted	cast by them	votes cast
7	946	0.00

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

### **Resolution 2: Ordinary Resolution**

# To declare dividend on the Equity Shares for the financial year ended March 31, 2020.

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

Number of voted	members	Number of valid vot cast by them	es % of total number of valid votes cast
	350	14,48,37,5	3 100.00 (Rounded Off)

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

Number of voted	members	Number of valid cast by them	votes	% of total number of valid votes cast
	6		926	0.00

Number of members whose votes were declared invalid	
Nil	Nil

# **Resolution 3: Ordinary Resolution**

# To appoint a Director in place of Ms. Puja Thakur (DIN: 07971789), who retires by rotation and being eligible, offers herself for re-appointment.

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

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		328	14,48,25,130	100.00
				(Rounded Off)

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

Number of m voted	nembers	Number of v cast by them	valid votes	% of total number of valid votes cast
	15		1,117	0.00

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

# **Resolution 4: Ordinary Resolution**

# Appointment of Mr. Sridhar Venkatesh (DIN: 07263117) as a Managing Director of the Company.

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

Number	of	members	Number of valid votes	% of total number of valid
voted			cast by them	votes cast
		335	14,48,23,366	100.00
				(Rounded Off)

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

Number voted	of	members	Number of cast by them	valid	votes	% of total number of valid votes cast
		10			3,513	0.00

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

# **Resolution 5: Ordinary Resolution**

# Appointment of Dr. Ms. Sunita Maheshwari (DIN: 01641411), as an Independent Director of the Company.

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

Number of voted	members	Number of valid votes cast by them	% of total number of valid votes cast
	329	14,48,25,178	100.00 (Rounded Off)

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

Number	of	members	Number of	valid	votes	% of total number of valid
voted			cast by them			votes cast
		14			1,069	0.00

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

# **Resolution 6: Ordinary Resolution**

# Approval of transactions / contracts / arrangements with Related Party.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
302	1,76,01,946	99.07

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

Number of member voted	Number of valid votes cast by them	% of total number of valid votes cast
	1,65,481	0.93

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

### **Resolution 7: Ordinary Resolution**

### **Ratification of Remuneration to Cost Auditor.**

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

Number	of	members	Number of valid vote	s % of total number of valid
voted			cast by them	votes cast
		331	14,48,25,48	2 100.00
				(Rounded Off)

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

Number voted	of	members	Number of cast by them	votes	% of total number of valid votes cast
		14		1,397	0.00

### (iii) Invalid votes:

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

Thanking you, Yours faithfully,

P.N. Parikh **Parikh & Associates Practising Company Secretaries** FCS: 327 CP No.: 1228 111,11th Floor, SaiDwar CHS Ltd Sab TV Lane, Opp.LaxmiIndl. Estate, Off Link Road, Above Shabari Restaurant, Andheri West, Mumbai – 400053

Place: Mumbai Dated: July 27, 2020