



GlaxoSmithKline Pharmaceuticals Ltd.
GSK House, Dr. Annie Besant Road, Worli,
Mumbai - 400 030
Tel No: +91 22 2495 9595
Fax No: +91 22 2495 9494
Web: www.gsk-india.com
Email: askus@gsk.com

15th September 2021

To,

BSE LIMITED

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001

THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, 5th Floor, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400051

Dear Sirs,

Sub: Postal Ballot Notice

This is further to our letter dated August 16, 2021 enclosing the Notice of Postal ballot seeking approval of the members.

Pursuant to provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended, the Company had conducted the process of Postal Ballot for seeking the consent of the shareholders by means of passing **Ordinary Resolution for Approval of Related Party Transactions.**

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 and the applicable circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India 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 Postal Ballot, through electronic means during the period commencing from Tuesday, 17th August 2021 (9.00 a.m.) and to Wednesday, 15th September 2021 (5.00p.m.).

In this Connection, please find enclosed the following:

- A) Details regarding the voting results pursuant to Regulation 44(3) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.
- B) Scrutinizer Report.

The resolution in the postal ballot notice have been deemed as passed on the last day of e-voting i.e. 15th September 2021. The Voting Results along with the Scrutinizer's Report is being displayed on the website of the Company viz. www.gsk-india.com and on the website of KFintech <https://evoting.kfintech.com/>.

You are requested to kindly take the same on record

Thanking you,

Yours faithfully

For GlaxoSmithKline Pharmaceuticals Limited

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

Encl:

CIN: L24239MH1924PLC001151

Company Name	GLAXOSMITHKLINE PHARMACEUTICALS LTD
Date of the AGM/EGM	
Total number of shareholders on record date	123895
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Related Party Transactions							
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	127054524	0	0.0000	00	0	0.0000	0.0000
	Poll	127054524	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	127054524	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	21491588	19901061	92.5993	17763696	2137365	89.2600	10.7399
	Poll	21491588	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	21491588	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	20859922	95948	0.4600	84648	11300	88.2227	11.7772
	Poll	20859922	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	20859922	0	0.0000	00	0	0.0000	0.0000
Total		169406034	19997009	11.8042	17848344	2148665	89.2551	10.7449

September 15, 2021

To,
GLAXOSMITHKLINE PHARMACEUTICALS LIMITED
GSK House,
Dr. Annie Besant Road, Worli,
Mumbai - 400 030

Kind Attn: Mr. Ajay Nadkarni

Sub.: Report on Postal Ballot Voting of GlaxoSmithKline Pharmaceuticals Limited.

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following Ordinary Resolution for:

1. Approval of Related Party Transactions to be undertaken by the Company with Glaxo SmithKline Asia Private Limited

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the electronic voting process.
- b) The register showing the particulars of the e-votes registered on the National Securities Depository Limited ('NSDL') e-voting system in respect of the said Resolution.

Thanking-you.

Yours faithfully,

PN

Parikh

P. N. Parikh

Parikh & Associates

Encl.: As above.

Digitally signed by P N Parikh
DN: c=IN, o=Personal, postalCode=400104,
st=Maharashtra,
2.5.4.20=02a59473a64d87ecbdddfe0a8e3ad70
b06b16d5d30bb138b26dccc84b693f8ed1,
serialNumber=eda2dfe59f1e973233be19849
7c9be1a9a5543aafae294fe7c98b0c5e69c2fc,
cn=P N Parikh
Date: 2021.09.15 19:00:42 +05'30'

To,
GLAXOSMITHKLINE PHARMACEUTICALS LIMITED
GSK House,
Dr. Annie Besant Road, Worli,
Mumbai - 400 030

Report of Scrutinizer

I, P. N Parikh, of M/s Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the Postal ballot process through electronic voting process ("remote e-voting") instead of submitting the Postal Ballot Form physically in respect of the following Ordinary Resolution:

1. Approval of Related Party Transactions to be undertaken by the Company with GlaxoSmithKline Asia Private Limited

pursuant to the Postal Ballot Notice dated 26th July, 2021, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, and Circular No.10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated 26th July, 2021 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by KFintech for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, 13th August, 2021 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Tuesday, 17th August, 2021 at 09:00 a.m. (IST) and ended on Wednesday 15th September, 2021 at 05:00 p.m. (IST) and the KFintech e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

Contd....2

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the KFintech e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Ordinary Resolution as under:

Resolution 1: Ordinary Resolution

Approval of Related Party Transactions to be undertaken by the Company with GlaxoSmithKline Asia Private Limited

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
563	1,78,48,344	89.26

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
122	21,48,665	10.74

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
Nil	Nil

Signature

**P N
Parikh**
Name: P.N. Parikh
Scrutinizer
FCS: 327 CP: 1228

Digitally signed by P.N. Parikh
DN: c=IN, o=Personal, postalCode=400104,
st=Maharashtra,
2.5.4.20-c22a59473a64d87ecbd9f0a8e3ad70b
0db16d5d30bb138b26dc8c4b693f8e1,
serialNumber=e6a5dfe99f1e9732378e198497
c9be19ba5543aafe294fe7c98b0cc9e99c2c,
cn=P.N. Parikh
Date: 2021.09.15 19:01:18 +05'30'

Dated: September 15, 2021

Place: Mumbai