



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

27th May 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 April 27, 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 **Special Resolution for Sale and transfer of Business Undertaking.**

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 Wednesday, 28th April 2021 (9.00 a.m.) to Thursday, 27th May 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) Consolidated Report of the Scrutinizer.

The resolution in the postal ballot notice have been deemed as passed on the last day of e-voting i.e. 27th May 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	125549
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)	SPECIAL - Sale and transfer of Business Undertaking							
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	127054524	100.0000	127054524	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	20970333	19381618	92.4240	19236890	144728	99.2532	0.7467
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	21381177	37691	0.1763	24933	12758	66.1510	33.8489
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		169406034	146473833	86.4632	146316347	157486	99.8925	0.1075

To,
GLAXOSMITH KLINE 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 Special Resolution:

1. Approval for sale and transfer of business undertaking.

pursuant to the Postal Ballot Notice dated April 21, 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. 33/2020 dated September 28, 2020 and Circular No.02/2021 dated January 13, 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 April 21, 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, 23rd April, 2021 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Wednesday, April 28, 2021 at 09:00 a.m. (IST) and ended on Thursday, May 27, 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 Special Resolution as under:

Resolution 1: Special Resolution

Approval of Sale and transfer of Business Undertaking

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
243	14,63,16,347	99.89

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
46	1,57,486	0.11

(iii) **Invalid** votes:

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

Signature : **P N Parikh**

Digitally signed by P.N.Parikh
DN: cn=PN, o=Personal, postalCode=400104, st=Maharashtra,
2.5.4.20=02a59473a64d87ecbdf60a8e3ad7
0b06b16d5d30bb138b266cc8c4b6938ed1,
serialNumber=665df699f1e9732378e1984
97c9be1a9a5543aafae294fe7c98b0c5e69c2f
c, cn=P.N.Parikh
Date: 2021.05.27 18:51:44 +05'30'

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

Dated: 27th May 2021

Place: Mumbai