



11th September 2025

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 500674

The Secretary,
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block Bandra-Kurla Complex
Bandra East Mumbai 400 050
Symbol: SANOFI

Sub: Scrutinizer's Report

Dear Sirs,

Pursuant to our intimation dated 12th August 2025, we wish to inform you that the remote e-voting for the Postal Ballot to seek the Members' approval for the appointment of Mr. Rachid Ayari (DIN: 10408699) as the Interim Managing Director of the Company and Mr. Mahadev Gawade (DIN: 11231316) as a Director & Whole-time Director of the Company, has concluded.

Accordingly, in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results on the business transacted through the Postal Ballot Notice dated 31st July 2025 along with the consolidated Scrutinizer's Report on the remote e-voting and Postal Ballot, issued by Mr. Gaurav Sainani (ACS 36600, CP 24482), Partner at M/s. SGGS & Associates, Practicing Company Secretaries.

Kindly take the above information on record.

Thanking you,

Yours faithfully
For **Sanofi India Limited**

Arjun Thakkar
Company Secretary & Compliance Officer
Membership No: A22654

Encl.: a/a

Scrutinizer's Report

To,
The Chairman
Sanofi India Limited
Sanofi House, 117-B, L&T Business Park,
Saki Vihar Road, Powai, Mumbai, Maharashtra, 400072

Ref: *Postal Ballot Notice circulated on 12th August, 2025 to the Members of Sanofi India Limited*

Subject: *Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting in respect of the resolutions set-out in the Postal Ballot Notice dated 31st July, 2025.*

Dear Sir,

I, Gaurav Sainani, Partner-SGGS & Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Sanofi India Limited (hereinafter referred to as '**the Company**') at its Meeting held on 31st July, 2025, to scrutinize the remote e-voting process of the Postal Ballot ('**E-voting**') in a fair and transparent manner in respect of the resolutions contained in the Postal Ballot Notice dated 31st July, 2025 ('**Notice**') in accordance with the provisions of Section 108 & 110 of the Companies Act, 2013 ('**Act**') read with rules made thereunder, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**') and in accordance with the provisions of the General Circulars No. 14/2020 dated 8th April 2020, No. 17/2020 dated 13th April 2020, and subsequent circulars issued in this regard, latest being No. 09/2024 dated 19th September 2024 issued by Ministry of Corporate Affairs ('**MCA Circulars**')

The Applicable Circulars provide guidelines for the manner in which the E-voting shall be conducted including the manner of sending the notices to the members and the manner of voting on the Postal Ballot. I say that I am familiar and well versed with the concept of electronic voting system as prescribed under the Rules and the relaxation as provided in the Applicable Circulars.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and the SEBI Listing Regulations. My responsibility as the Scrutinizer of the voting process (through E-voting), is restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Report of the votes cast in "Favour" and "Against" the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited, ('**NSDL**' or the '**Service Provider**'), the service provider authorized under the Rules and engaged by the Company to provide remote E-voting facilities.

I submit my report as under:

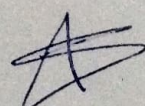
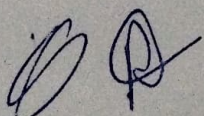
1. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) is the Registrar and Share Transfer Agent of the Company ('**MUFG**' or the '**RTA**').

SGGS & Associates

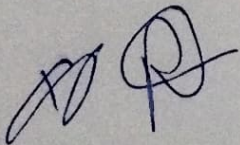
Address: Office No. 2415, Solus, Hiranandani Estate, Ghodbunder Road, Thane West- 400607

Hand Phone- +91 8375070606; +91 9922744338

Email: Info@legalixir.com; Website: www.legalixir.com



2. The Service Provider had provided a system for recording the votes of the Members electronically through E-voting on all the items of the businesses as mentioned in the Notice.
3. The Service Provider had inter-alia set up an electronic voting facility on their website, <https://www.evoting.nsdl.com/>. The Company had uploaded Notice along with the Explanatory Statement on the website of the Company, the Service Provider and also on the websites of Stock Exchanges viz. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') where the equity shares of the Company are listed, to facilitate its Members to cast their vote through E-voting.
4. Pursuant to the Applicable Circulars, the Company, through Service Provider, completed the dispatch of the Notice along with the Explanatory Statement and E-voting details by e-mail on 12th August, 2025 to those Members whose e-mail IDs were made available by the Depositories and the RTA. The Notices sent through e-mail contained a detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the Applicable Circulars.
5. The Cut-off date for the purposes of identifying the Members who would be entitled to vote on the resolutions placed for approval of the Members was Wednesday, 6th August, 2025.
6. As prescribed in the aforesaid Rules, the E-voting facility commenced from 9:00 a.m. (IST) on Wednesday, 13th August, 2025 to 5:00 p.m. (IST) on Thursday, 11th September, 2025
7. A public notice regarding the Postal Ballot Notice was published on 13th August, 2025 in Business Standard (English) and Sakal (Marathi), providing requisite information and contact details of the Service Provider for registering e-mail id and process of E-voting.
8. At the end of the E-voting period on Thursday, 11th September, 2025, at 5:00 p.m. (IST), the voting portal of the Service Provider was blocked forthwith.
9. On 11th September, 2025 matters tabulating the votes casted through E-voting system provided by the Service Provider, was duly unblocked by me as a Scrutinizer in the presence of Mr. Kuljyot Mehta and Mr. Ritesh Patel who acted as the witnesses. After unblocking the total votes casted through E-voting, the final Scrutinizer's Report was prepared.



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The results of the remote E-voting by way of electronic means are as under:

SPECIAL BUSINESS

Item No. 1 of Notice (As an Ordinary Resolution):

Appointment of Mr. Rachid Ayari (DIN: 10408699) as the Interim Managing Director of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
E-voting	2,02,19,529	99.9659	6,888	0.0341	Nil

Invalid Votes: NIL

Item No. 1 of Notice stands passed with requisite majority.

Item No. 2 of Notice (As an Ordinary Resolution):

Appointment of Mr. Mahadev Gawade (DIN: 11231316) as a Director of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
E-voting	2,01,89,470	99.8174	36,943	0.1826	NIL

Invalid Votes: NIL

Item No. 2 of Notice stands passed with requisite majority.

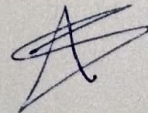
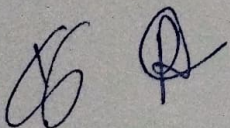
Item No. 3 of Notice (As an Ordinary Resolution):

Appointment of Mr. Mahadev Gawade (DIN: 11231316) as a Whole-time Director of the Company

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
E-voting	2,01,99,897	99.8689	26,516	0.1311	NIL

Invalid Votes: NIL

Item No. 3 of Notice stands passed with requisite majority.

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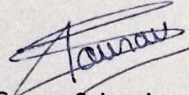
Email: Info@legalixir.com; Website: www.legalixir.com

I further report that as per the Postal Ballot Notice dated 31st July, 2025 the Chairman or the Company Secretary may declare and confirm the above results of voting by postal ballot in respect of the resolutions referred above. The results of the postal ballot will be displayed at the registered office of the Company and on the website of the Company, RTA as well as on Stock Exchanges' website viz. www.bseindia.com and www.nseindia.com.

Yours faithfully,

For **SGGS & Associates**

ICSI Unique Code: P2021MH086900



Gaurav Sainani

Partner

ICSI Membership No.: A36600

Certificate of Practice No.: 24482

UDIN: A036600G001231343

Peer Review Certificate No.: 5721/2024



Place: Delhi

Date: 11th September, 2025

The following were the witnesses to the unblocking of the votes:



Kuljyot Mehta



Ritesh Patel

Received the Report

For Sanofi India Limited

Arjun Thakkar

Company Secretary and Compliance Officer

Membership No.: A22654

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