

**Proceedings of the 23<sup>rd</sup> Annual General Meeting of Wockhardt Limited**

A. Day, Date, Time and Venue of the Annual General Meeting:

The 23<sup>rd</sup> Annual General Meeting ('AGM') of the members of Wockhardt Limited was held on Friday, 12<sup>th</sup> August 2022 at 11.00 a.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

B. Proceedings in brief:

- 1) The AGM was attended by the Directors, the Chief Financial Officer, the Company Secretary, the Statutory Auditors; and the Secretarial Auditor/Scrutinizer of the Company.
- 2) Total 167 members attended the AGM as per the records of Attendance Register.
- 3) Dr. H. F. Khorakiwala, Founder Chairman, chaired the AGM.
- 4) The requisite quorum being present, the Chairman called the AGM to order.
- 5) Dr. H. F. Khorakiwala, Founder Chairman, introduced all the Directors to the shareholders.
- 6) With the consent of the members present, the Notice convening the 23<sup>rd</sup> AGM including the Explanatory Statement under Section 102 of the Companies Act, 2013 ('Act'), having been circulated to all the members, was taken as read.
- 7) As there was no qualification, observation, comment or emphasis of matter in the Independent Auditor's Reports, the same was not read at the Meeting.
- 8) Dr. H. F. Khorakiwala, Founder Chairman, thereafter, delivered the Chairman's Speech, copy of which is also enclosed herewith.
- 9) The Chairman stated that pursuant to the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, an remote e-voting facility was provided to all the members of the Company through e-voting platform of National Securities Depository Limited (NSDL) and the same has been completed. He further stated that members who were unable to cast their votes electronically may cast their vote during the Meeting through the E-voting system provided by NSDL which was open for voting during the AGM and shall remain open for 15 minutes after the conclusion of the proceedings.
- 10) The members were thereafter briefed on the following items of business as set out in Notice convening the 23<sup>rd</sup> AGM for their consideration and approval:

**Ordinary Business:**

1. Adoption of the:
  - a) Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2022 together with the Reports of the Board of Directors and Auditors thereon; and
  - b) Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2022 and the Report of the Auditors thereon.
2. Appointment of Director in place of Dr. Murtaza Khorakiwala (DIN: 00102650), who retires by rotation and being eligible, offers himself for re-appointment.

**Special Business:**

3. Ratification of remuneration payable to Cost Auditors for the Financial Year 2022-23
  4. Approval for payment of remuneration to Dr. H. F Khorakiwala, Executive Chairman for the period of last 2 (two) years of his current tenure i.e. commencing from 1<sup>st</sup> March, 2023 till 28<sup>th</sup> February, 2025.
  5. Approval for raising of additional capital by way of one or more public or private offerings including through a Qualified Institutions Placement ('QIP') to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 1,600 crore.
  6. Approval of the related party transactions.
- 
- 11) The Chairman then welcomed the members who had registered earlier as speaker for the AGM, to seek clarifications and/ or offer comments on any of the items of business set out in the Notice. After the members had raised their queries, the Chairman appropriately responded to the queries/suggestions raised by them.
  - 12) The Chairman once again requested members who did not cast their vote through remote e-voting but present at the AGM to vote through the E-voting system provided by NSDL. The e-voting facility was kept open for 15 minutes after the conclusion of the proceedings of the AGM, to enable the Members to cast their vote.
  - 13) The members were also informed that the combined results of the remote e-voting and voting at the AGM along with the Scrutinizer's Report shall be declared to the Stock Exchanges and the same shall be placed on the websites of the Company i.e. [www.Wockhardt.com](http://www.Wockhardt.com) and National Securities Depository Limited <https://www.evoting.nsdl.com>.
  - 14) Thereafter the AGM concluded at 12:15 p.m. with a vote of thanks to the Chair.