

Annexure A								
As per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Company Name	Abbott India Limited							
Date of Postal Ballot Notice	October 6, 2022							
Voting Start Date	Friday, October 14, 2022 at 9.00 A.M. (IST)							
Voting End Date	Saturday, November 12, 2022 at 5.00 P.M. (IST)							
Total number of Shareholders on record date i.e. October 7, 2022	84,922							
No. of shareholders present in the meeting either in person or	Not Applicable							
Promoters and Promoter Group:	-							
Public:	-							
No. of Shareholders attended the meeting through Video	Not Applicable							
Promoters and Promoter Group:	-							
Public:	-							
Annexure B								
Agenda wise disclosure								
Resolution required: (Ordinary/ Special)	SPECIAL RESOLUTION - Re-appointment of Ms Shalini Kamath (DIN: 06993314) as an Independent Director for a period of 5 (five) years effective October 29, 2022, not liable to retire by rotation.							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
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	15934048	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15934048	100.0000	15934048	0	100.0000	0.0000
Public- Institutions	E-Voting	1740516	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		1542442	88.6198	1228087	314355	79.6197	20.3803
Public- Non Institutions	E-Voting	3574738	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		6135	0.1716	5342	793	87.0742	12.9258
Total		21249302	17482625	82.2739	17167477	315148	98.1974	1.8026

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Total number of Shareholders on record date i.e. October 7, 2022	84,922							
No. of shareholders present in the meeting either in person or	Not Applicable							
Promoters and Promoter Group:	-							
Public:	-							
No. of Shareholders attended the meeting through Video	Not Applicable							
Promoters and Promoter Group:	-							
Public:	-							
Annexure B								
Agenda wise disclosure								
Resolution required: (Ordinary/ Special)	<p>ORDINARY RESOLUTION - Payment of such sum as may be determined by the Board from time to time, by way of commission upto 1% of the Net Profits of the Company computed in accordance with the provisions of Section 198 of the Act, subject to a limit upto Rs 15,00,000 (Rupees Fifteen Lakh) per annum to each of the Non-Executive Directors (i.e. other than the Managing Director or Whole-time Director or Directors who are in employment with Abbott group companies) and upto Rs 20,00,000/- (Rupees Twenty Lakh) per annum to the Chairman of the Board of Directors, in proportion to the Board Meetings attended by them during the year, for a period of five financial years effective April 1, 2022.</p>							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
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	15934048	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15934048	100.0000	15934048	0	100.0000	0.0000
Public- Institutions	E-Voting	1740516	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		1542442	88.6198	1542442	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3574738	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		6129	0.1715	5735	394	93.5715	6.4285
Total		21249302	17482619	82.2739	17482225	394	99.9977	0.0023

TAIZOON M. KHUMRI

T.M. KHUMRI & CO.

Company Secretaries

12-13, Esplanade, 3rd Floor,
3, Amrit Keshav Nayak Marg, Fort,
Mumbai 400 001

Tel. No. 2207 6640; E-mail: taizoonkhumri@gmail.com

To,
The Chairman,
ABBOTT INDIA LIMITED
(CIN: L24239MH1944PLC007330)
Address: Unit No. 3, Corporate Park,
Sion Trombay Road, Chembur,
Mumbai - 400071

Dear Sir,

SUB: SCRUTINIZER'S REPORT ON POSTAL BALLOT

I, Mr Taizoon M. Khumri, Practicing Company Secretary (CP No. 88 and Membership No. FCS 993) have been appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Postal Ballot by voting through electronic means ("remote e-voting") in a fair and transparent manner and for ascertaining the requisite majority on e-voting for the Special and Ordinary Resolutions contained in the Postal Ballot Notice dated October 6, 2022 (the "Postal Ballot Notice"). The Postal Ballot Notice was issued pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for holding General Meetings/conducting Postal Ballot process, vide General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated

September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “**MCA Circulars**”)

The Management of the Company was responsible to ensure compliance with the requirements of the Act and the Rules relating to the Postal Ballot through remote e-voting.

My responsibility as scrutinizer was restricted to conducting the Postal Ballot process in a fair and transparent manner and submit a ‘Scrutinizers Report’ of the votes cast in “favour” or “against” for the Special and Ordinary Resolutions as stated in the Postal Ballot Notice, based on the reports generated from the electronic voting service facility provided by KFin Technologies Limited (herein after referred to as KFin), the authorized agency, engaged by the Company, to facilitate remote e-voting to enable the Members to cast their votes electronically. In accordance with the MCA Circulars, the Members can vote only through remote e-voting.

In this connection, I submit hereunder the Scrutinizer’s Report on the results of voting, through remote e-voting:

- i. The Members of the Company as on “Cut-off” date i.e. Friday, October 7, 2022 were entitled to vote on the proposed resolutions as set out in the Postal Ballot Notice;
- ii. The Postal Ballot Notice was dispatched on Monday, October 10, 2022 by KFin to all those Members, whose e-mail address is registered with the Company or Depositories/Depository Participants and whose names appear in the Register of Members/Beneficial Owners as on the Cut-off date;
- iii. The Company has published advertisements on Tuesday, October 11, 2022 in Business Standard, an English Newspaper (All Editions) and in Lokstatta, a vernacular (Marathi) newspaper regarding completion of dispatch of Notice of Postal Ballot;
- iv. The remote e-voting period remained open from Friday, October 14, 2022 at 9:00 a.m. (IST) to Saturday, November 12, 2022 at 5:00 p.m. (IST). The remote e-voting module was disabled by KFin for voting thereafter;

- v. The votes cast through the remote e-voting were unblocked on, Saturday, November 12, 2022 at 5.06 p.m. (IST) in the presence of two witnesses viz., Mr. Husain Wagh and Ms. Fatema Fatehi who are not in the employment of the Company;
- vi. Thereafter, the details containing list of Members who voted in “favour” or “against” the Special and Ordinary Resolutions were generated from the e-voting website of KFin i.e., <https://evoting.kfintech.com/>;
- vii. The results of the Postal Ballot (through e-voting), rounded off up to two decimals, carried out by the Members was duly compiled, the details of which are as follows:

ITEM NO.1: AS A SPECIAL RESOLUTION

Re-appointment of Ms Shalini Kamath (DIN: 06993314) as an Independent Director for a period of 5 (five) years effective October 29, 2022, not liable to retire by rotation.

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

Number of Members voted through remote e-voting system	Number of Votes cast by them	% of total number of valid votes cast
295	1,71,67,477	98.20

(ii) Votes **against** the Resolution:

Number of Members voted through remote e-voting system	Number of Votes cast by them	% of total number of valid votes cast
32*	3,15,148	1.80

**Includes 1 member who has voted for 1 share against the resolution and abstained from voting on 68 shares.*

Based on the foregoing, the Special Resolution for Re-appointment of Ms Shalini Kamath (DIN: 06993314) as an Independent Director for a period of 5 (five) years effective October 29, 2022, not liable to retire by rotation may be considered as carried by the requisite majority as per the provisions of the Act.

ITEM NO.2: AS AN ORDINARY RESOLUTION

Payment of such sum as may be determined by the Board from time to time, by way of commission upto 1% of the Net Profits of the Company computed in accordance with the provisions of Section 198 of the Act, subject to a limit upto Rs 15,00,000 (Rupees Fifteen Lakh) per annum to each of the Non-Executive Directors (i.e. other than the Managing Director or Whole-time Director or Directors who are in employment with Abbott group companies) and upto Rs 20,00,000/- (Rupees Twenty Lakh) per annum to the Chairman of the Board of Directors, in proportion to the Board Meetings attended by them during the year, for a period of five financial years effective April 1, 2022.

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

Number of Members voted through remote e-voting system	Number of Votes cast by them	% of total number of valid votes cast
304*	1,74,82,225	100

(ii) Votes **against** the Resolution:

Number of Members voted through remote e-voting system	Number of Votes cast by them	% of total number of valid votes cast
21	394	0

**Includes 1 member who has voted for 1 share in favour of the resolution and abstained from voting on 68 shares.*

Based on the foregoing, the Ordinary Resolution for Payment of such sum as may be determined by the Board from time to time, by way of commission upto 1% of the Net Profits of the Company computed in accordance with the provisions of Section 198 of the Act, subject to a limit upto Rs 15,00,000 (Rupees Fifteen Lakh) per annum to each of the Non-Executive Directors (i.e. other than the Managing Director or Whole-time Director or Directors who are in employment with Abbott group companies) and upto Rs 20,00,000/- (Rupees Twenty Lakh) per annum to the Chairman of the Board of Directors, in proportion to the Board Meetings attended by them during the year, for a period of five financial years effective April 1, 2022 may be considered as carried by the requisite majority as per the provisions of the Act.

A list of Members who voted in “favour” or “against” each of the resolutions are enclosed.

Maintenance of Registers and handover of Records:

I hereby confirm that I have maintained the Registers received from KFin, in respect of the votes cast through remote e-voting mentioning *inter alia* Folio/DP ID/Client ID, name of the Members and number of Shares voted upon by them. The relevant records were sealed and handed over to Ms. Krupa Anandpara, Company Secretary as authorised by the Chairman for safe keeping and for subsequent handover to him.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to the stock exchanges, (ii) placing on website of the Company and (iii) website of KFin. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours Faithfully

TAIZOON
MOHAMMED
KHUMRI

Digitally signed by
TAIZOON
MOHAMMED KHUMRI
Date: 2022.11.12
20:37:08 +05'30'

TAIZOON M. KHUMRI

F.C.S No.993,

Certificate of Practice No. 88

Practicing Company Secretary

Unique Code Number: I1981MH001800

UDIN: F000993D001679087


Place: Mumbai

Date: November 12, 2022

CONFIRMATION OF WITNESSES

We the undersigned, witness the fact that the remote e-voting facility in respect of the Postal Ballot referred to above of Abbott India Limited was duly unblocked in our presence, as prescribed in Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on Saturday, November 12, 2022 at 5.06 p.m. (IST).


**FATEMA
AAMIR
FATEHI**

 Digitally signed by
FATEMA AAMIR
FATEHI
Date: 2022.11.12
20:38:04 +05'30'

Witness 1.

Ms. Fatema Fatehi
12-13, Esplanade, 3rd Floor,
3, Amrit Keshav Nayak Marg,
Fort, Mumbai 400001

**HUSAIN
YUSUFALI
WAGH**

 Digitally signed by
HUSAIN YUSUFALI
WAGH
Date: 2022.11.12
20:37:45 +05'30'

Witness 2.

Mr. Husain Wagh
12-13, Esplanade, 3rd Floor,
3, Amrit Keshav Nayak Marg,
Fort, Mumbai 400001

Place: Mumbai

Date: November 12, 2022