

April 18, 2025

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001, India. Scrip Code: 544172	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, India. Trading symbol: INDGN
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Dear Sir / Madam,

**Sub: Voting Results of Postal Ballot through remote e-Voting process**

In continuation of our letter dated March 17, 2025, and pursuant to Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the following Special Resolutions have been passed by the Members of the Company with requisite majority on Thursday, April 17, 2025, being the last date of the remote e-voting:

Sr. No	Brief Description of Resolutions
1.	Re-appointment of Mr. Jairaj Purandare (DIN: 00159886) as Independent Director and increase in Commission
2.	Re-appointment of Dr. Ashish Gupta (DIN: 00521511) as Independent Director and increase in Commission
3.	Re-appointment of Mr. Pravin Rao (DIN: 06782450) as Independent Director and increase in Commission
4.	Increase in Commission payable to Mr. Krishnamurthy Venugopala Tenneti (DIN: 01338477), Independent Director

In this connection, please find enclosed the voting results of the said Postal Ballot activity through remote e-voting pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure A) and Report of the Scrutinizer dated April 17, 2025 pursuant to Sections 108, 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Annexure B).

The Postal Ballot results along with Scrutinizer's Report are being displayed on the notice board of the Company at its Registered Office and can also be accessed at Company's website at [www.indegene.com](http://www.indegene.com) and on the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and records.

Yours sincerely,

**For Indegene Limited**

**Srishti Ramesh Kaushik**

**Company Secretary and Compliance Officer**

*Encl: as above*



Indegene Limited

Third Floor, Aspen G-4 Block, Manyata Embassy  
Business Park (SEZ), Outer Ring Road, Nagawara,  
Bengaluru- 560 045, Karnataka, India

Phone: +91 80 4674 4567, +91 80 4644 7777  
[www.indegene.com](http://www.indegene.com)

CIN: U73100KA1998PLC102040

Voting Result as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015		
Sr. No.	Particular	Details
1	Date of the Postal Ballot Notice.	March 13, 2025
2	Total number of shareholders as on record date.	As of cut-off date i.e. March 07, 2025, Company had 1,45,741 equity shareholders
3	Number of Shareholders present in the meeting either in person or through proxy. Promoters and Promoter Group: Public:	Not applicable as the resolutions were passed through Postal Ballot
4	Number of Shareholders attended the meeting through VC/OAVM (excluding webcast). Promoters and Promoter Group: Public:	Not applicable as the resolutions were passed through Postal Ballot
5	No. of resolutions passed in the meeting.	4 resolutions passed through Postal Ballot

For Indegene Limited

Srishti Ramesh Kaushik  
Company Secretary and Compliance Officer

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Jairaj Manohar Purandare (DIN: 00159886) as Independent Director and increase in Commission.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Institutions	E-Voting	24618047	18057553	73.3509	16069519	1988034	88.9906	11.0094
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>24618047</b>	<b>18057553</b>	<b>73.3509</b>	<b>16069519</b>	<b>1988034</b>	<b>88.9906</b>
Public- Non Institutions	E-Voting	215059536	187315197	87.0992	187306765	8432	99.9955	0.0045
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>215059536</b>	<b>187315197</b>	<b>87.0992</b>	<b>187306765</b>	<b>8432</b>	<b>99.9955</b>
<b>Total</b>		<b>239677583</b>	<b>205372750</b>	<b>85.6871</b>	<b>203376284</b>	<b>1996466</b>	<b>99.0279</b>	<b>0.9721</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr. Ashish Gupta (DIN: 00521511) as Independent Director and increase in Commission.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	E-Voting	24618047	18057553	73.3509	11291609	6765944	62.5312	37.4688
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>24618047</b>	<b>18057553</b>	<b>73.3509</b>	<b>11291609</b>	<b>6765944</b>	<b>62.5312</b>
Public- Non Institutions	E-Voting	215059536	187315097	87.0992	187306665	8432	99.9955	0.0045
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>215059536</b>	<b>187315097</b>	<b>87.0992</b>	<b>187306665</b>	<b>8432</b>	<b>99.9955</b>
<b>Total</b>		<b>239677583</b>	<b>205372650</b>	<b>85.6870</b>	<b>198598274</b>	<b>6774376</b>	<b>96.7014</b>	<b>3.2986</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Pravin Udhayvara Bhadya Rao (DIN: 06782450) as Independent Director and increase in Commission.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	24618047	18057553	73.3509	17613575	443978	97.5413	2.4587
	Poll	24618047	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	24618047	0	0.0000	0	0	0	0
	<b>Total</b>	24618047	18057553	73.3509	17613575	443978	97.5413	2.4587
Public- Non Institutions	E-Voting	215059536	187315097	87.0992	187306232	8865	99.9953	0.0047
	Poll	215059536	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	215059536	0	0.0000	0	0	0	0
	<b>Total</b>	215059536	187315097	87.0992	187306232	8865	99.9953	0.0047
<b>Total</b>		239677583	205372650	85.6870	204919807	452843	99.7795	0.2205
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Commission payable to Mr. Krishnamurthy Venugopala Tenneti (DIN: 01338477), Independent Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	24618047	18057553	73.3509	16418923	1638630	90.9255	9.0745
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		24618047	18057553	73.3509	16418923	1638630	90.9255
Public- Non Institutions	E-Voting	215059536	187315031	87.0992	187304637	10394	99.9945	0.0055
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		215059536	187315031	87.0992	187304637	10394	99.9945
<b>Total</b>		239677583	205372584	85.6870	203723560	1649024	99.1971	0.8029
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



## MADHWESH K

Practicing Company Secretary

NO. 123, M S COMPLEX, 9TH MAIN ROAD, IDEAL HOMES TOWNSHIP,  
RAJA RAJESHWARI NAGAR, BANGALORE - 560098

### REPORT OF SCRUTINIZER

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
**Indegene Limited**

**Sub: Report of Scrutinizer on passing of resolution through Postal Ballot only by way of remote E-voting of Indegene Limited (“the Company”)**

Sir,

I, Madhwesh K, Practicing Company Secretary, Bengaluru, was appointed as Scrutinizer pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the Postal ballot only by way of remote e-voting process under the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of Postal Ballot by electronic means for the resolutions contained in the Postal ballot Notice dated March 13<sup>th</sup>, 2025. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer’s Report of the votes

cast “in favor” and/or “against” for the resolutions stated in the notice of the Postal Ballot, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities.

**I submit my report as under:**

1. The remote E-Voting period remained open from Wednesday, 19<sup>th</sup> March 2025 at 9:00 A.M., up to Thursday, 17<sup>th</sup> April 2025 at 05.00 P.M.

The Notice of Postal Ballot and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to the Ministry of Corporate Affairs (“MCA”) General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020. 20/2020 dated May 5, 2020 & subsequent circulars issued in this regard and the latest being 09/2023 dated 25<sup>th</sup> September 2023 and Securities and Exchange Board of India (“SEBI”) circular nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023.

2. The voting rights were reckoned as on March 07<sup>th</sup>, 2025 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
3. After the conclusion of the e-voting process, the votes cast through e-voting were unblocked on April 17<sup>th</sup>, 2025, at 05:00 P.M. IST.



4. Based on the data provided by NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of Postal Ballot are as under:

**a) RESOLUTION 1**

Re-appointment of Mr. Jairaj Manohar Purandare (DIN: 00159886) as Independent Director and increase in Commission. Special Resolution

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
476	203376254	99.03

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
90	1996466	0.97

(iii) **Invalid Votes - NIL**

**b) RESOLUTION 2**

Re-appointment of Dr. Ashish Gupta (DIN: 00521511) as Independent Director and increase in Commission. Special resolution

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
471	198598274	96.70

(ii) Voted against the resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
94	6774376	3.30

(iii) Invalid Votes - NIL

c) RESOLUTION 3

Re-appointment of Mr. Pravin Udhyavara Bhadya Rao (DIN: 06782450) as Independent Director and increase in Commission.  
Special resolution

(i) Voted in favour of Resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
493	204919807	99.78

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast by them	% Of Total Number of valid votes cast
72	452843	0.22

(iii) **Invalid Votes - NIL**

**d) RESOLUTION 4**

Increase in Commission payable to Mr. Krishnamurthy Venugopala Tenneti (DIN: 01338477), Independent Director. Special resolution.

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

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
469	203723560	99.20

(ii) Voted **against** the resolution

Number of Members voted	Number of votes cast by them	% of Total Number of valid votes cast
94	1649024	0.80

(iii) **Invalid Votes - NIL**

5. A list of Equity shareholders who voted “FOR”, “AGAINST” the resolutions has been handed over to the Company Secretary.
  
6. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the Minutes of the aforesaid Postal Ballot

Thanking You,  
Yours faithfully,

**Madhwesh K** Digitally signed by  
Madhwesh K  
Date: 2025.04.17 18:58:04  
+05'30'

**Madhwesh K**  
**Practicing Company Secretary**  
**Membership No.A21477**  
**CP No.10897**  
**Date: April 17<sup>th</sup>, 2025**  
**Place: Bengaluru**  
**UDIN: A021477G000140695**  
**Peer Review Certificate No: 3222/2023**