

13th February, 2020

BSE Limited

1st Floor, New Trading Wing,
Rotunda Bldg, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

National Stock Exchange of India Ltd.,

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051.

Dear Sir / Madam,

**Ref: BSE SCRIP CODE – 500302, 912460
NSE SYMBOL – PEL**

**Sub: Summary of Proceedings and Voting Results of the Extraordinary General Meeting
of the Company held on 13th February, 2020**

The Extraordinary General Meeting ('EGM') of the shareholders of the Company was held on Thursday, 13th February, 2020 at 10.00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chambers Building, 4th Floor, IMC Marg, Churchgate, Mumbai – 400 020.

In this regard, please find enclosed the following:

- i. Summary of the proceedings of the EGM, as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('the Listing Regulations') - Annexure A;
- ii. Voting results of the business transacted at the EGM, as required under Regulation 44(3) of the Listing Regulations - Annexure B; and
- iii. Consolidated Scrutinizer's Report dated 13th February, 2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - Annexure C.

This is for your information and records.

Yours truly,
For **Piramal Enterprises Limited**



Bipin Singh
Company Secretary

Encl.: a/a

Piramal Enterprises Limited

CIN : L24110MH1947PLC005719

Registered Office: Piramal Ananta, Agastya Corporate Park, Opp Fire Brigade, Kamani Junction, LBS Marg, Kurla (West), Mumbai 400 070 India
Secretarial Dept : Ground Floor, B Block, Agastya Corporate Park, Opp. Fire Brigade, Kamani Junction, LBS Marg, Kurla (West), Mumbai, Maharashtra 400070, India
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Annexure A**Summary of proceedings of the Extraordinary General Meeting of Piramal Enterprises Limited ('Company') held on 13th February, 2020**

The Extraordinary General Meeting ('EGM') of shareholders of the Company ('Members') was held on Thursday, 13th February, 2020 at 10.00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chambers Building, 4th Floor, IMC Marg, Churchgate, Mumbai – 400 020.

Mr. Ajay G. Piramal, Chairman, chaired the EGM. The requisite quorum being present, the Chairman called the EGM to order. The requisite quorum was present throughout the EGM.

The Chairman introduced all the Directors on the dais and conveyed regrets on behalf of directors who could not attend the EGM. The Chairman informed that the Statutory Auditor and the Secretarial Auditor were also present at the EGM.

With the consent of the Members present, the Notice of the EGM was taken as read.

The Members were also informed that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ['SEBI (LODR)'] the Company had provided remote e-voting facility to its Members for the casting of the votes through electronic means. The remote e-voting commenced at 9.00 a.m. on Monday, 10th February, 2020 and ended at 5.00 p.m. on Wednesday, 12th February, 2020. The facility for voting through electronic voting system was made available at the EGM for Members who had not cast their vote through remote e-voting.

The Company had appointed Mr. N. L. Bhatia, Practicing Company Secretary and Mr. Ainesh Jethwa, Practicing Company Secretary and shareholder, as the Scrutinizers for the purpose of scrutinizing the process of remote e-voting and electronic voting at the EGM.

Thereafter, the Chairman put the special resolution for Divestment of Healthcare Insights and Analytics Business as set out in the Notice convening the EGM for proposing and seconding by the Members.

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the proposed resolution. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Chairman responded to the queries raised by them.

Thereafter, the Chairman announced for voting to be done electronically (e-voting) and requested Mr. N. L. Bhatia and Mr. Ainesh Jethwa, the Scrutinizers for the orderly conduct of the voting at the EGM venue.

The Members were informed that the voting results along with the consolidated Scrutinizers' Report would be announced within 48 hours of the conclusion of the EGM and the results would be informed to the BSE Limited and National Stock Exchange of India Limited and also be placed on the website of the Company and National Securities Depository Limited.

The meeting then concluded at 10.45 a.m. with a Vote of Thanks to the Chair.

Piramal Enterprises Limited

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Annexure B

Date of the EGM	13th February, 2020
Total number of shareholders on record date / cut-off date	1,28,277 (as on 6th February, 2020)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	16
Public:	153
No. of Shareholders attended the meeting through Video Conferencing	Nil

Piramal Enterprises Limited									
Resolution Required : (Special)			1 - Divestment of Healthcare Insights and Analytics Business						
agenda/resolution?			NO						
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	103885156	103883922	99.9988	103883922	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		103883922	99.9988	103883922	0	100.0000	0.0000	
Public Institutions	E-Voting	89376521	72664106	81.3011	72664106	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		72664106	81.3011	72664106	0	100.0000	0.0000	
	E-Voting	32276679	5126786	15.8839	5124233	2553	99.9502	0.0498	
	Poll		816544	2.5298	815242	1302	99.8405	0.1595	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		5943330	18.4137	5939475	3855	99.9351	0.0649	
Total		225538356	182491358	80.9137	182487503	3855	99.9979	0.0021	



Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto]

To,
Mr. Ajay G. Piramal, Chairman
Piramal Enterprises Limited
Piramal Ananta, Agastya Corporate Park,
Opposite Fire Brigade,
Kamani Junction, LBS Marg,
Kurla (West), Mumbai 400 070

Dear Sir,

I, N.L. Bhatia (Membership No.FCS1176 / C.P. No. 422), appointed as a scrutinizer by the Board of Directors of Piramal Enterprises Limited (the Company) for the Extra Ordinary General Meeting (EOGM) held on Thursday, 13th February, 2020 at 10.00 a.m. at Walchand Hirachand Hall, Indian Merchants' Chambers Building, 4th Floor, IMC Marg, Churchgate, Mumbai – 400 020 on the resolution contained in the Notice dated 17th January, 2020 convening the said EOGM ('the EOGM Notice') and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto.

I, Aineshkumar Jethwa, (Membership No. ACS 27990 / C.P No. 19650) Shareholder and Practicing Company Secretary appointed as a scrutinizer for the purpose of scrutinizing the E-voting undertaken at the venue of the EOGM held on Thursday, 13th February, 2020.

Together, we present the Scrutinizers' Report:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote E-voting and E-voting at the EOGM venue on the resolution contained in the said Notice is the responsibility of the Management. Our responsibility as Scrutinizers is to ensure that the voting process is conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting to the Chairman of Piramal Enterprises Limited on the resolution based on the reports generated from the electronic voting system provided by the National Securities Depository Limited (NSDL), the agency appointed to provide Remote E-voting facilities and voting at the EOGM conducted by the same e-voting system of NSDL which was used during Remote E-voting.



2. Further to above, we submit our report as under:

- 2.1 The Company had provided the Remote e-voting facility through NSDL's website <https://www.evoting.nsd.com/>. The Company had uploaded the EOGM Notice containing the item of business to be transacted on the website of the Company and also on NSDL's website for perusal by those members who may want to access the same.
- 2.2 The EOGM Notice was sent to the Members (electronically through email and physically through courier/speed post/registered post) containing the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto.
- 2.3 As prescribed in the said Rules, the Company had published advertisements containing the specified information immediately on completion of dispatch of EOGM Notice in Financial Express (English) and Mumbai Lakshdeep (Marathi) on Tuesday, 21st January, 2020.
- 2.4 The voting rights of Members have been reckoned in proportion to their shares held in the paid-up equity share capital of the Company as on Thursday, 6th February, 2020.
- 2.5 The remote E-voting commenced from Monday, 10th February, 2020 (09.00 a.m. IST) and concluded on Wednesday, 12th February, 2020 (5.00 p.m. IST).
- 2.6 At the EOGM, the Chairman, announced that the Members present at the EOGM and who have not cast their vote by remote e-voting, can exercise their voting rights through E-voting using the same e-voting system of NSDL which was used during Remote E-voting.
- 2.7 Thereafter, on completion of E-voting at the venue of the EOGM, NSDL provided us with the list of members who had cast their votes, their holding details and details of vote cast on the resolutions. The report on voting done through electronic voting system at the meeting was generated in our presence.
- 2.8 Votes were reconciled with the records maintained by the Company and Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company (RTA) with respect to the authorization letters received/ proxies lodged with the Company.



- 2.9 The remote e-voting results were unblocked in the presence of 2 witnesses, Mr. Bhavik Pandya and Ms. Vaishali Jethwa who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

Bhavik

Vaishali

3. We now submit our Consolidated Report as under on the result of the remote e-voting and voting through electronic voting at the EOGM in respect of the said resolution.

Item No. 1: As a Special Resolution:

Divestment of Healthcare Insights and Analytics Business

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	482	18,16,72,261	99.9986
Voted through E-voting at the venue	61	8,15,242	99.8405
Total	543	18,24,87,503	99.9979

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	13	2,553	0.0014
Voted through E-voting at the venue	8	1,302	0.1595
Total	21	3,855	0.0021

(iii) Abstained votes:

Mode of Voting	Number of Members whose votes were invalid	Number of Shares held by them
Voted through remote e-voting	5	8,18,046
Voted through E-voting at the venue	-	-
Total	5	8,18,046



The results in the format under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given as an Annexure.

Based on the foregoing, the Special Resolution has been passed with the requisite majority on the date of the EOGM i.e. Thursday, 13th February, 2020.

All the relevant records are under the safe custody of Mr. N.L.Bhatia until the Chairman of the Company considers, approves and signs the minutes of the Extra Ordinary General Meeting and the same shall be handed over thereafter to the Company Secretary for safe-keeping.

Thanking you,
Yours faithfully,



Narvith Lal Bhatia

N.L. Bhatia, FCS-1176
Practicing Company Secretary,
Scrutinizer for Remote E-voting and
E-voting at the EOGM Venue
UDIN: F001176B000140073

Aineshkumar Jethwa

Aineshkumar Jethwa, ACS-27990
Practicing Company Secretary and Shareholder
Scrutinizer for E-voting at the EOGM Venue

UDIN: A027990B000139948

Countersigned by

Bipin Singh
Bipin Singh
Company Secretary



Place: Mumbai
Date: 13th February, 2020

Piramal Enterprises Limited

Resolution Required : (Special)

1 - Divestment of Healthcare Insights and Analytics Business

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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
Promoter and Promoter Group	E-Voting	103885156	103883922	99.9988	103883922	0	100.0000	0.0000
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	Total		103883922	99.9988	103883922	0	100.0000	0.0000
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	Poll		0	0.0000	0	0	0.0000	0.0000
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	Total		72664106	81.3011	72664106	0	100.0000	0.0000
	E-Voting	32276679	5126786	15.8839	5124233	2553	99.9502	0.0498
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	Total		5943330	18.4137	5939475	3855	99.9351	0.0649
Total		225538356	182491358	80.9137	182487503	3855	99.9979	0.0021



Narain Kumar Bhalla

Aimesh Jethwa

