

Zydus Foundation

Registered Office Address:

Zydus Corporate Park, Scheme No. 63, Survey No. 536,
Khoraj (Gandhinagar), Nr. Vaishnodevi Circle,
S. G. Highway, Ahmedabad - 382481
Ahmedabad-380015
CIN: U85300GJ2019NPL105919
Phone No.: 079-48040000
Website: www.zydusfoundation.com

August 18, 2023

Listing Department

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai-400 051

Re: Proceedings of the Fifth Annual General Meeting of the Company

Dear Sir / Madam,

Please find enclosed the proceedings of the Fifth Annual General Meeting of the Company held today i.e. August 18, 2023, pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please receive the same in order.

Thanking you,

Yours faithfully,

For, **ZYDUS FOUNDATION**

DHWANI TRIVEDI

COMPANY SECRETARY

Encl.: As above

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Proceedings of the 5th Annual General Meeting of the members of Zydus Foundation (“the Company”) held at the Registered Office of the Company situated at “Zydus Corporate Park”, Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, Ahmedabad-382481 on Friday, August 18, 2023 which commenced at 10:00 a.m. and concluded at 10:30 a.m.

The following Directors and Members were present:

- | | | | |
|----|--------------------------|---|--|
| 1. | Mr. Pankaj R. Patel | - | Chairman & Member |
| 2. | Mr. Jyotindra B. Gor | - | Director & Member |
| 3. | Mr. Vishal Jyotindra Gor | - | Member |
| 4. | Mrs. Sujatha Rajesh | - | Director |
| 5. | Mr. Nitin D. Parekh | - | Member |
| 6. | Mr. Dhaval Soni | - | Representative of Zydus Lifesciences Limited |
| 7. | Mrs. Dhvani Trivedi | - | Company Secretary |

Pursuant to provisions contained in the Articles of Association of the Company, Mr. Pankaj R. Patel was appointed as the Chairman of the meeting and took the Chair.

The Chairman welcomed the members to the Fifth Annual General Meeting of the Company and after ascertaining that the requisite quorum for commencing the meeting being present, called the meeting to order.

The Register of Members, Register of Directors’ shareholding maintained pursuant to the provisions of the Companies Act, 2013 and the minutes of the General Meetings were available for inspection by the members during the meeting.

With the unanimous consent of the members present, the notice dated May 30, 2023 convening the Fifth Annual General Meeting, as circulated to the members was taken as read.

Further the Chairman informed the members that there was no qualifications or adverse remarks in the Auditor’s Report that require reading of Auditor’s Report pursuant to the provisions of the section 145 of the Companies Act, 2013. The Members of the Company also acknowledged the presence of the representative of the Statutory Auditors.

Zydu Foundation

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S. G. Highway, Ahmedabad - 382481
Ahmedabad-380015

CIN: U85300GJ2019NPL105919

Phone No.: 079-48040000

Website: www.zydufoundation.com

The Chairman stated that the first item on the Agenda is to receive, consider and adopt the audited Financial Statements for the year ended on March 31, 2023 and the reports of the Directors and Auditors thereon.

The Chairman gave a brief account of the working of the Company for the financial year ended on March 31, 2023 and proposed to pass the following resolutions:

Ordinary business:

Resolution No. 1:

The Chairman proposed the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT the Audited Financial Statements as at March 31, 2023 along with the Reports of the Auditors’ and Directors’ thereon be and are hereby received, considered and adopted.”

Mr. Vishal Jyotindra Gor seconded the resolution.

Thereafter the resolution was put to vote by show of hands and declared as carried unanimously.

Mr. Jyotindra B. Gor was appointed as the Chairman for resolution no. 2 as Mr. Pankaj R. Patel is considered as interested.

Resolution No. 2:

Mr. Dhaval N. Soni proposed the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT Mr. Pankaj R. Patel (DIN-00131852), Director of the Company, who retires by rotation and being eligible offered himself for re-appointment, be and is hereby re-appointed as Director of the Company liable to retire by rotation.”

Mr. Jyotindra B. Gor seconded the resolution.

Thereafter the resolution was put to vote by show of hands and declared as carried unanimously.

After passing of resolution no. 2, Mr. Pankaj R. Patel again took the chair.

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The Chairman then announced formal closure of the Fifth Annual General Meeting of the Company.

Sd/-

PANKAJ R. PATEL

DIN: 00131852

CHAIRMAN OF THE FIFTH ANNUAL GENERAL MEETING

Date: August 18, 2023

Place: Ahmedabad