GlaxoSmithKline Pharmaceuticals Limited
GSK House, Dr. Annie Besant Road,
Worli, Mumbai - 400 030
Tel No: +91 22 2495 9595
Fax No: +91 22 2495 9494
Web: www.gsk-india.com
Email: askus@gsk.com

17th November 2026

To,

BSE LIMITED
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001

THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza, 5th Floor, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai - 400051

Dear Sirs,

Sub: Postal Ballot Notice -Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find enclosed herewith a copy of Postal Ballot Notice pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which is being sent to the Members of the Company seeking their approval for Related Party Transactions with GSK Biological S.A. (Belgium).

In compliance with the Circulars of the Ministry of Corporate Affairs, the said Notice is being sent electronically only to those Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ('NSDL')/ Central Depository Services (India) Limited ('CDSL') and who have registered their e-mail addresses in respect of electronic holdings with NSDL/CDSL through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent (RTA) i.e. KFin Technologies Limited ("**KFintech**") as on Friday, 13th November 2026 (cut-off date).

The e-voting shall commence on Wednesday, 18th November, 2026 and ends at 05.00 P.M. (IST) on Thursday, 17th December, 2026 (both days inclusive).

The copy of the said Notice is also available on the website of the Company at https://india-pharma.gsk.com/en-in/investors/shareholder-information/postal-ballot/ and on the website of Kfintech https://evoting.kfintech.com/.

This is for your information and record.

Thanking you,

Yours faithfully,
For **GlaxoSmithKline Pharmaceuticals Limited**

AJAY AVINASH NADKARNI

Digitally signed by AJAY AVINASH NADKARNI
Date: 2026.11.17 14:47:08 +05'30'

Ajay Nadkarni
Vice President - Administration, Real Estate
& Company Secretary

CIN: L24239MH1924PLC001151

GlaxoSmithKline Pharmaceuticals Limited
Corporate Identity Number (CIN): L24239MH1924PLC001151
Regd. Office: GSK House, Dr. Annie Besant Road, Worli, Mumbai 400030.
Telephone: 022-24959595: Email: in.investorquery@gsk.com
Website: https://india-pharma.gsk.com/en-in/

NOTICE OF POSTAL BALLOT

Dear Shareholder(s),

NOTICE is hereby given pursuant to Sections 108 and 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued by the Ministry of Corporate Affairs ("MCA") the latest being the circular dated September 22, 2025 (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), read with the circulars issued by the Securities and Exchange Board of India ("SEBI"), that the Resolution appended below is proposed to be passed as an Ordinary Resolution by the Shareholders of GlaxoSmithKline Pharmaceuticals Limited ("Company") through Postal Ballot only by voting through electronic means ("remote e-voting").

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Shareholders whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depository, please follow the process provided in the Notes to receive this Postal Ballot Notice, login ID and password for remote e-voting. The communication of the assent or dissent of the Shareholders would only take place through the remote e-voting system.

An Explanatory Statement pursuant to Sections 102 and 110 of the Act and other applicable provisions of the Act, pertaining to the said resolution, setting out the material facts and reasons thereof, is appended to this Notice.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, the MCA Circulars and SS-2 the Company is providing the remote e-voting facility to its Members, to enable them to cast their votes electronically, no physical Postal Ballot Form is being sent under the MCA Circulars. The Company has engaged the services of KFin Technologies Limited for the purpose of providing remote e-voting facility to its Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at: https://india-pharma.gsk.com/en-in/investors/shareholder-information/postal-ballot.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company has appointed P.N. Parikh (FCS 327 and CP 1228) and, failing him, Jigyasa Ved (FCS 6488 and CP 6018), of Parikh & Associates, Practising Company Secretaries, as the Scrutinizer to conduct the Postal Ballot through the remote e-voting process in a fair and transparent manner.

The remote e-voting period commences at 9:00 a.m. (IST) on Wednesday, 18th November, 2026 and ends at 05.00 P.M. (IST) on Thursday, 17th December, 2026. The Scrutinizer shall, immediately after the conclusion of voting through remote e-voting, unblock the votes cast through remote e-voting and make, within the prescribed timeline from the conclusion of the remote e-voting, a Scrutinizer's Report of the total votes cast in favour or against, if any, and submit his report to the Chairperson of the Company, or any person authorized by her. The results of the Postal Ballot will be announced on or before Saturday, 19th December, 2026 by 5:00 p.m. (IST).

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website https:// india-pharma.gsk.com/en-in/investors/shareholder-information & and on the website of KFin Technologies Limited https://evoting.kfintech.com/. The results will also be displayed on the Notice Board of the Company at its Registered Office.

SPECIAL BUSINESS

Item No. 1: **Approval of transactions / contracts / arrangements with a Related Party, viz. GSK Biological S.A. (Belgium)**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

"**Resolved That** pursuant to the provisions of Regulations 2(1)(zb) and 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and the rules framed thereunder, the Policy on Related Party Transactions of the Company, and the prior approval of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/transaction(s), whether by way of an individual transaction or a series of transactions taken together, the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with GSK Biological S.A. (Belgium), a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, in the ordinary course of its business and on an arm's length basis, for purchase of products, goods, raw materials, active pharmaceutical ingredients, stock-in-trade as also for business support services and recovery of cost, on such terms and conditions as may be mutually agreed upon between the Company and the related party for an amount not exceeding ₹630 crore for the financial year 2026-27.

Resolved Further That the Board (including its Committees thereof), be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), agreement(s) and such other documents in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Resolved Further That the Board (including its Committees thereof), be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director, Committee or Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company to give effect to the aforesaid resolution.

Resolved Further That all actions taken by the Board (including its Committees thereof), or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board of Directors

Ajay Nadkarni
Vice President - Admin, Real Estate
& Company Secretary
Membership No. FCS 10460
Mumbai, 3rd November 2026

Registered Office:
GSK House, Dr. Annie Besant Road,
Worli, Mumbai 400030
Email: in.investorquery@gsk.com
Website: https://india-pharma.gsk.com/en-in/

NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") stating material facts and reasons for the proposed resolution is annexed hereto.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Shareholders whose e-mail addresses are registered with the Company / Depositories. In case of any queries, Shareholders may write to in.investorquery@gsk.com. Shareholders may note that this Postal Ballot Notice will also be available on the Company's website,https://india-pharma.gsk.com/en-in/investors/shareholder-information/postal-ballot websites of the Stock Exchanges where the equity shares of the Company are listed, i.e., BSE Limited, https://www.bseindia.com and National Stock Exchange of India Limited, https://www.nseindia.com and on the website of KFin Technologies Limited, https://evoting.kfintech.com/.
3. In accordance with the MCA Circulars, physical copies of the Notice are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
4. The documents referred to in the Notice and the Explanatory Statement are available for inspection by the Members. Members are requested to send an email to in.investorquery@gsk.com mentioning "Request for Inspection" in the subject of the email.
5. The Resolution, if passed by the requisite majority, will be deemed to have been passed on the last date of remote e-voting i.e.**17th December 2026**.
6. The instructions for remote e-voting are as under:
    i. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Rules, Regulation 44 of the Listing Regulations and MCA Circulars, the Company has provided the facility of remote e-voting to all Shareholders, to enable them to cast their votes electronically. The Company has engaged the services of KFin Technologies Limited ("KFintech") to provide remote e-voting facility to its Shareholders.
    ii. Voting rights of the Shareholders shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Friday, 13th November, 2026 ("Cut-off Date") those Shareholders whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting. A person who is not a shareholder as on the Cut-off date should treat this Postal Ballot Notice for information purposes only. The remote e-voting period commences at 9:00 a.m. (IST) Wednesday, 18th November, 2026 and ends at 05.00 P.M. (IST) on Thursday, 17th December, 2026. The e-voting module shall be disabled by KFintech thereafter. Once the vote on the resolution is cast by a Shareholder, he/she shall not be allowed to change it subsequently.
    iii. The Board of Directors of the Company has appointed P.N. Parikh (FCS 327 and CP 1228) and, failing him, Jigyasa Ved (FCS 6488 and CP 6018), of Parikh & Associates, Practising Company Secretaries, as the Scrutinizer to conduct the Postal Ballot through the remote e-voting process in a fair and transparent manner.

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in electronic mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access the e-voting facility.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

In case of Individual Shareholders holding securities in demat mode as on the cut-off date may follow the steps mentioned below under "Login method for remote e-voting" (Step 1).

- In case of Individual Shareholders holding securities in physical mode as of the cut-off date may follow the steps mentioned below under "Login method for remote e-voting" (Step 2).
- The details of the process and manner for remote e-voting are explained below:

Step 1: Access to Depositories' e-voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFintech e-voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

Login method for remote e-voting for Individual shareholders holding securities in demat mode:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. User already registered for IDeAS facility:** • Visit URL: https://eservices.nsdl.com • Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section • On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-voting". • Click on company name or e-voting service provider and you will be redirected to the e-voting service provider's website for casting the vote during the remote e-voting period. **2. User not registered for IDeAS e-Services** • To register click on link: • https://eservices.nsdl.com • Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp • Proceed with completion of required fields. • Follow steps given in point 1. **3. Alternatively by directly accessing the e-voting website of NSDL** • Open URL: https://www.evoting.nsdl.com/ • Click on the icon "Login" which is available under 'Shareholder/Member' section. • A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. • Post successful authentication, you will be requested to select the name of the company and the e-voting Service Provider name, i.e., KFintech. • On successful selection, you will be redirected to the KFintech e-voting page for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing users who have opted for Easi / Easiest** • Visit U RL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com • Click on "**New System Myeasi".** • Login with your registered **User ID** and password. • The user will see the e-voting Menu. The Menu will have links to the ESP i.e., KFintech e-voting portal. • Click on e-voting service provider name to cast your vote. **2. User not registered for Easi/Easiest** • Option to register is available at https://web.cdslindia.com/myeasitoken/home/login • Proceed with completing the required fields.

	• Follow the steps given in point 1. **3. Alternatively, by directly accessing the e-voting website of CDSL** • Visit URL: www.cdslindia.com • Provide your demat Account Number and PAN No. • System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. • After successful authentication, user will be provided links for the respective ESP, i.e., KFin Technologies where the e-voting is in progress.
Individual Shareholder login through their demat accounts Website of Depository Participant	• You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-voting facility. • Once logged in, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-voting feature. • Click on options available against company name or e-voting service provider – KFintech and you will be redirected to e-voting website of KFintech for casting your vote during the remote e-voting period without any further authentication.

Important note: Shareholders who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL:

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 18001020990 and 1800224430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542 – 43

Details on Step 2 are mentioned below:

Login method for e-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

(i) Launch internet browser by typing the URL: https://evoting.kfintech.com/

(ii) Enter the login credentials, i.e., User ID and password mentioned below in this communication. Your Folio No / DP ID / Client ID will be your user ID.

(iii) After entering the details appropriately, click on LOGIN.

(iv) You will reach the password change menu, wherein you are required to change your password mandatorily. The new password shall comprise a minimum of 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character The system will prompt you to change your password and update any contact details like mobile, e-mail etc. on the first login. You may also enter the secret question and answer of your choice to retrieve your password if you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(v) You need to login again with the new credentials.

(vi) On successful login, the system will prompt you to select the EVENT i.e. GlaxoSmithKline Pharmaceuticals Limited "Postal Ballot" and click on "Submit".

(vii) On the voting page, enter the number of shares as on the cut-off date, i.e., 13th November, 2026, under FOR / AGAINST; alternatively, you may partially enter any number in FOR and partially in AGAINST, but the total number in FOR /AGAINST taken together should not exceed the total shareholding.

(viii) Shareholders holding multiple folios / demat accounts shall undertake the voting process separately for each folio / demat account.

(ix) Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm; else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.

(x) Corporate/Institutional Shareholders (Corporates/FIs/FIIs/Trusts/Mutual Funds/Banks, etc.) are required to e-mail a scanned copy (PDF format)] of the relevant Board Resolution to the Scrutinizer at cs@parikhassociates.com or in.investorquery@gsk.com with a copy marked to evoting@kfintech.com. The scanned image of the abovementioned documents should be in the naming format "GlaxoSmithKline Pharmaceuticals Limited - Postal Ballot".

(xi) Once the shareholder casts a vote on the resolution, he/she shall not be allowed to change it subsequently.

(xii) The Portal will be open for e-voting from 9.00 a.m. (IST) on Wednesday, 18th November, 2026 and ends at 05.00 P.M. (IST) on Thursday, 17th December, 2026.

(xiii) In case of any queries, you may contact KFin Technologies Limited at Tel No. 1800 309 4001 (toll-free).

(xiv) The voting rights of the Shareholders shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, 13th November 2026.

(xv) It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential. Neither the Company nor the Scrutinizer will be responsible for any consequences of you having shared or disclosed the password (whether original or changed) with or to any person, including your inability to access the e-voting platform thereafter or even cast your vote.

Other instructions:

(a) It is clarified that for permanent registration of e-mail address, the Shareholders are requested to register their e-mail address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, KFin Technologies Limited, Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Hyderabad - 500032, by following due procedure.

(b) Those Shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their Depository Participants / the Company's Registrar and Share Transfer Agent, KFin Technologies Limited to enable servicing of notices/ documents/ Annual Reports electronically to their e-mail address.

(c) In case of any query / grievance pertaining to e-voting, please visit the Help & FAQs section of https://evoting.kfintech.com/ or contact Mr. Anandan, AVP at KFin Technologies Limited, Unit: GlaxoSmithKline Pharmaceuticals Limited, Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Hyderabad - 500032 e-mail: einward.ris@kfintech.com, Contact No.: 040-67162222 & Toll-free No. 18003094001.

(d) You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).

(e) The Scrutinizer shall within a period of two working days from the conclusion of the e-voting period unblock the votes and make the Scrutinizer's Report of the votes cast in favour or against, if any, and submit the same forthwith to the Chairperson of the Company or any person authorized by her.

(f) The results, along with the Scrutinizer's Report, shall be declared at the Registered Office of the Company and placed on the website of the Company https://india-pharma.gsk.com/en-in/ and on the website of KFintech. The results, along with the Scrutinizer's Report, shall also be sent to the stock exchanges where the shares of the Company are listed and shall be displayed on the notice board at the registered office of the Company.

EXPLANATORY STATEMENT

Pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ("Act")

The Company, in the ordinary course of its business and on an arm's length basis, enters into various transactions, contracts and agreements, severally, with various GSK affiliates, including GSK Biological S.A. (Belgium) (a 'related party' as per the provisions of the Act and Regulation 2(1)(zb) of the Listing Regulations).

Pursuant to the provisions of Regulation 23(4) of the Listing Regulations, all material Related Party Transactions require prior approval of the shareholders through a resolution. The said limits are applicable, even if the transactions are in the ordinary course of business of the Company concerned and on an arm's length basis.

The transactions with GSK Biological S.A. (Belgium), inter alia, include purchase of products, goods, raw materials, active pharmaceutical ingredients, stock in trade, business support services, as also recovery of cost which are entered into in the ordinary course of the Company's business, at arm's length and in the best interest of the Company. The annual value of the transactions with GSK Biological S.A. (Belgium), are estimated based on the Company's current transactions with them and future business prospects. The annual value of the transactions of the Company with GSK Biological S.A. (Belgium), for purchase of products, goods, raw materials, active pharmaceutical ingredients, stock in trade, business support services, as also recovery of cost during the period for the financial year 2026-27 is estimated at up to ₹630 crore. Since the estimated aggregate value of all transactions of the Company with GSK Biological S.A. (Belgium) during the period for the financial year 2026-27 is expected to exceed the materiality threshold, such transactions will qualify as material related party transactions in terms of Regulation 23 of the Listing Regulations and accordingly prior approval of the shareholders is sought for these transactions.

The Independent Directors of the Audit Committee has granted omnibus approval for all transactions for the financial year 2026-27 at its meeting held in February 2026 and transactions entered in to with the Related Party are within the prescribed materiality threshold. The management has provided the Audit Committee with the relevant details of the proposed Related Party Transactions including material terms and basis of pricing. Further, at its meeting held on 3rd November 2026, the Independent Directors of the Audit Committee, based on the information and details provided by the Management in accordance with the requirements of the SEBI Circular dated October 13, 2025, read with the SEBI Circular dated June 26, 2025, and Section III-B of the SEBI Master Circular dated January 30, 2026, as well as the revised Industry Standards on "Minimum Information to be Provided to the Audit Committee and Shareholders for Approval of Related Party Transactions", reviewed and approved the proposed transactions to be entered into between the Company and GSK Biologicals S.A., Belgium. The Committee noted that the proposed transactions would be undertaken in the ordinary course of business and on an arm's length basis.

Accordingly, based on the review and approval of the Audit Committee, the Board of Directors recommends the resolution contained in Item No. 1 of the accompanying Notice to the Members of the Company for approval.

The details as required under Regulation 23 of the Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are as follows:

Sr. No.	Particulars	Details
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable.	Refer to the table below titled “Annexure A”
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT.	Refer to the table below titled “Annexure A”
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the Managing Director and the Whole-time Director & CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate issued by the Managing Director and Whole-time Director & CFO of the Company confirming that the proposed RPT(s) are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommend the proposed transaction to the shareholders for approval.	The Audit Committee, at its meeting held on 3rd November 2026, reviewed the relevant details and information of the proposed material RPTs, as required under the Listing Regulations read with the Industry Standards on “Minimum information to be provided to the Audit Committee and Members for approval of Related Party Transactions” and granted approval for the material RPTs to be entered into, as mentioned in Item No. 1 and recommended the same to the Board. The Board of Directors, at its meeting held on 3rd November 2026, considering the approval of the Audit Committee and after reviewing all the relevant details of the proposed material RPTs, approved and recommended the same to the Members for their approval. The Audit Committee has granted omnibus approval for all transactions for the financial year 2026-27 at its meeting held in February 2026 and transactions entered in to with the Related Party are within the prescribed materiality threshold.
5	Provide Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making.	Not Applicable

7	Any other information that may be relevant.	The Members may note that the Company has not breached the material threshold limits for RPTs with GSK Biological S.A. (Belgium) as on the date of this Notice. All relevant information forms a part of this disclosure setting out requisite facts.

Annexure A

Information placed before the Audit Committee pursuant to SEBI Circular dated June 26, 2025 and RPT Industry Standards relating to the proposed Related Party Transaction(s)

A (1). Basic details of the related party

Sr. No.	Particulars of the information	Information provided by the management
1	Name of the related party	GSK Biological S.A. (Belgium)
2	Country of incorporation of the related party	Belgium
3	Nature of business of the related party	Manufacturing and distribution of vaccines

A (2). Relationship and ownership of the related party

1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following:	GSK Biological S.A. (Belgium) and the Company are both indirect subsidiaries of GSK plc, UK (Ultimate holding Company).
A	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NIL
B	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
C	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	NIL

A (3). Details of previous transactions with the related party

<table>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td>
<table>
<tr><th>Sr. No.</th><th>Nature of Transactions</th><th>FY 2025-26 (₹ in crore)</th></tr>
<tr><td>1</td><td>Purchase of vaccines</td><td>370</td></tr>
<tr><td>2</td><td>Business support services / recovery of cost</td><td>NIL</td></tr>
</table>
</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought</td><td>During the period from 1st April 2026 to 30th September 2026, the Company entered into transactions with GSK Biologicals S.A., Belgium, amounting to ₹230 crore towards the purchase of products, goods, raw materials, active pharmaceutical ingredients (APIs), and stock-in-trade.</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
</table>

A (4). Amount of the proposed transactions.

1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Purchase of products, goods, raw materials, active pharmaceutical ingredients, stock-in-trade, business support services and recovery of cost: up to ₹630 crore for the financial year 2026-27.
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	17%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).	Not applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be	1%

	made on standalone turnover of related party) for the immediately preceding financial year, if available.	
6	Financial performance of the related party for the immediately preceding financial year (FY2025). Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	GSK Biological S.A. (Belgium) follows the calendar year as its financial year. The standalone audited financials for the financial year 2025 are provided herewith.
		Amount in (£'000)
	Turnover	64,69,383
	Profit After Tax	23,79,294
	Net Worth	86,74,902

A (5). Basic details of the proposed transaction

<table>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.).</td><td>Purchase of products, goods, raw materials, active pharmaceutical ingredients, stock-in-trade, business support services and recovery of cost.</td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction.</td><td>
<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Amount (₹ in crore)</th></tr>
<tr><td>1</td><td>Purchase of products, goods, raw materials, active pharmaceutical ingredients, stock-in-trade</td><td>600</td></tr>
<tr><td>2</td><td>Business support services and recovery of cost</td><td>30</td></tr>
<tr><td></td><td>Total</td><td>630</td></tr>
</table>
</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction in number of years or months to be specified.</td><td>For the financial year 2026-27</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Up to ₹630 crore</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>GSK Biological S.A. (Belgium) is the manufacturing hub for vaccine production for the GSK Group globally. All GSK patented vaccines across the globe (>160 countries) are supplied from this site.</td></tr>
</table>

		The proposed transactions enable the Company to access high-quality pharmaceutical vaccines from GSK's global manufacturing facilities, which operate under stringent quality standards and regulatory compliance frameworks. This ensures consistent product quality and reliability for Indian patients and form part of the integrated global supply chain strategy of the GSK Group. The Company proposes to enter into RPTs with GSK Biological S.A. (Belgium) for purchase of products, goods, raw materials, active pharmaceutical ingredients, stock-in-trade, business support services and recovery of cost. The arrangement will be beneficial to the Company for the sale and distribution of vaccines in India.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	GSK Biological S.A. (Belgium) and the Company are both indirect subsidiaries of GSK plc, UK (Ultimate holding Company).
A	Name of the director / KMP	None of the Directors and Key Managerial Personnel are interested in the proposed transactions.
B	Shareholding of the director / KMP, whether direct or indirect, in the related party.	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable
9	Other information relevant for decision making.	NIL

B. Details for specific transactions

B 1	Sale, purchase or supply of goods or services or any other similar business transactions and trade advances	The nature of transactions is in the form of purchase of goods, business support services and recovery of cost.
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or service	No bidding process; transfer pricing policy compliant with Indian regulations. The traditional competitive bidding process is not applicable to these transactions due to the unique nature and the specialized pharmaceutical products involved. Unlike standard commodity purchases where multiple suppliers can provide identical products, these transactions involve: • Proprietary vaccine formulations and active ingredients • Products covered by intellectual property rights

		• Specialized manufacturing capabilities within the GSK global network.
2.	Basis of determination of price.	The pricing mechanism is based on arm's length principle and is supported by transfer pricing audits and assessments.
3.	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
	a. Amount of Trade advance	----
	b. Tenure	----
	c. Whether same is self-liquidating?	----

Points B(2) to B(7) and C(1) to C(6) are not applicable

The Audit Committee has reviewed the certificate issued by the Managing Director and Whole-time Director & CFO of the Company confirming that the proposed RPT(s) are in the interest of the Company. The Members may note that in terms of the provisions of the Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is/are a party to the aforesaid transactions or not), shall not vote to approve the resolution under Item No. 1.

None of the Directors and/ or Key Managerial Personnel(s) of the Company and/or their respective relatives are concerned or interested either directly or indirectly, financially or otherwise, in the Resolution mentioned at Item No. 1 of the Notice.

The Board recommends the resolution set out at Item No. 1 of this Notice for approval by the Members of the Company as an Ordinary Resolution.

By Order of the Board of Directors

Ajay Nadkarni
Vice President - Admin, Real Estate
& Company Secretary
Membership No. FCS 10460
Mumbai, 3rd November 2026

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