



CADILA HEALTHCARE LIMITED
[CIN L24230GJ1995PLC025878]



Regd. Office: "Zydus Tower", Satellite Cross Roads, Sarkhej-Gandhinagar Highway, Ahmedabad - 380 015.
Telephone: +91-79-2686 8100 (20 lines), Fax : +91 79 2686 8337
Web: www.zyduscadila.com, Email Id: investor.grievance@zyduscadila.com

NOTICE TO MEMBERS

Members of the Company are hereby informed that pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, the Company has on August 20, 2015 completed the dispatch of Notice along with Postal Ballot Form and a self-addressed postage prepaid business reply envelope to the Members seeking their consent by way of Ordinary Resolution for the following items:

1. Sub-division of 1 (one) Equity Share of face value of Rs. 5/- each, into 5 (five) Equity Shares of face value of Re. 1/- (one) each and
2. Alteration of Capital Clause of Memorandum of Association.

The Board of Directors of the Company has appointed Mr. Dhirajlal D. Sanghavi, Company Secretary in Practice as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner. As required under clause 35B of the Listing Agreement, the Company has engaged the services of Central Depository Services [India] Limited [CDSL] to provide electronic voting facility to the Members of the Company.

Further, in compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, the Company is providing e-voting facility to its members whose names appear in the Register of Members / Beneficial owners as on the cut-off date i.e. August 14, 2015, who may cast their vote by electronic mode on all resolutions in respect of business set forth in the Notice through e-voting services provided by [CDSL], through their portal www.evotingindia.com. The detailed procedure / instructions for e-voting, forms part of the Postal Ballot Notice. In this regard, the Members are hereby notified that:

- (i) The Company has completed the dispatch of Notice of Postal Ballot along with Postal Ballot Form and a self-addressed postage prepaid business reply envelope to the Members by the permitted mode of dispatch on August 20, 2015.
- (ii) Voting through physical and electronic means shall commence from 09.00 a.m. (IST) on August 21, 2015 and ends at 05.00 p.m. (IST) on September 20, 2015.
- (iii) Voting through physical and electronic means shall not be allowed beyond 05.00 pm. (IST) on September 20, 2015.
- (iv) All Postal Ballot forms received after 05.00 p.m. (IST) on September 20, 2015 will be treated as if the reply from such member has not been received.
- (v) In case of non-receipt of Notice of Postal Ballot along with Postal Ballot Form, a member as on the cut-off date can apply to Sharepro Services (I) Private Limited ["Sharepro"] the Registrar and Share Transfer Agent to obtain the duplicate thereof.
- (vi) The Notice of Postal Ballot along with Postal Ballot Form and e-voting instruction is available on Company's website at www.zyduscadila.com and on the website of Sharepro at www.shareproservices.com.
- (vii) In case you have any questions or issues regarding e.voting, you may refer the Frequently Asked Questions (FAQs) and e.voting manual available at www.evotingindia.com under help section or write an email to helpdesk. evoting@cdslindia.com or contact Mr. Upen H. Shah, Company Secretary at investor.grievance@zyduscadila.com / Phone : +91-79-2686 8100.

By order of the Board
For **Cadila Healthcare Limited**

Place : Ahmedabad
Date : August 21, 2015

Upen H. Shah
Company Secretary