



February 17, 2014

The BSE Ltd.,
1st Floor, New Trading Ring,
Rotunda Building,
Piroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Fax: 022 - 22722041 / 61 / 37 / 39

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

Fax: 022 - 26598237 / 38, 26598347 / 48

Sub: Submission of Postal Ballot Notice

Sir,

Pursuant to Clause 31 of the Listing Agreement, please find enclosed 3 (three) copies of Postal Ballot Notice dated February 6, 2014 alongwith Postal Ballot Form, which is being sent to shareholders.

Thanking You,

Yours faithfully,
For **JUBILANT LIFE SCIENCES LIMITED**

LALIT JAIN
COMPANY SECRETARY

Encl.: a/a

A Jubilant Bhartia Company

OUR VALUES



Jubilant Life Sciences Limited
1-A, Sector 16-A,
Noida-201 301, UP, India
Tel: +91 120 4361000
Fax: +91 120 4234895-96
www.jubl.com

Regd Office:
Bhartiagram, Gajraula,
Distt. Amroha-244223,
UP, India



Jubilant Life Sciences Limited

Regd. Office: Bhartiagram, Gajraula, District Amroha – 244 223, Uttar Pradesh, India

NOTICE

Dear Member(s),

NOTICE PURSUANT TO SECTION 192A OF THE COMPANIES ACT, 1956

Notice is hereby given pursuant to Section 192A of the Companies Act, 1956 ("Act") read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 (including any statutory modification or re-enactment thereof for the time being in force) ("Rules") that the resolutions appended below are proposed to be passed by the members by way of Postal Ballot by giving their assent/dissent in the postal ballot form annexed to this notice. The explanatory statement pertaining to the said resolutions setting out the material facts and the reasons thereof is annexed hereto alongwith the Postal Ballot form.

Your consideration and approval by Postal Ballot is sought to the resolutions appended below.

Mr. Sanjay Grover, a Practising Company Secretary, has been appointed as Scrutinizer ("Scrutinizer") for conducting the Postal Ballot process in a fair and transparent manner.

A Postal Ballot Form is attached. You are requested to carefully read the instructions printed thereunder, and return the same duly completed, in the enclosed self addressed postage-prepaid envelope so as to reach the Scrutinizer on or before close of working hours (i.e. upto 6.00 pm) on Thursday, March 20, 2014. The envelope may also be deposited personally at the address given thereon. Forms received after this date will not be considered. Also, no other form or photocopy thereof is permitted. The Scrutinizer shall submit his report after completion of the scrutiny.

The results of voting by Postal Ballot will be announced on Friday, March 21, 2014 at 5.00 pm at the Registered office and the same will also be displayed at the Corporate office of the Company.

PROPOSED RESOLUTIONS

1. SALE OF BUSINESS UNDERTAKINGS

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the relevant provisions of Companies Act, 1956 and the Companies Act, 2013 (as may be applicable) (hereinafter referred to as **"the Act"**) {including section 180 and section 188 (as and when the same is notified) of the Companies Act, 2013}, the Memorandum and Articles of Association of the Company and other applicable provisions, if any, of the Act, and such other approvals, sanctions, consents and permissions as may be deemed necessary by the Board of Directors, consent be and is hereby accorded to the Board of Directors of the Company or any Committee thereof, for the transfer and vesting of two business undertakings namely (i) Active Pharmaceuticals Ingredients (API) Business and (ii) Dosage Forms Business of the Company, together with all assets and liabilities including manufacturing facilities, R&D facilities, employees, contracts, licences, permits, rights, obligations, IPRs, consents and approvals relating to the said undertakings, (**"Business Undertakings"**) to Jubilant Generics Limited (**"JGL"**), a wholly owned subsidiary of Jubilant Pharma Limited, Singapore (**"JPL"**), (which is a wholly owned subsidiary of the Company), on a going concern basis, by way of a 'slump sale' (as defined in Section 2(42C) of the Income Tax Act, 1961) for a lump sum consideration of Rs. 929.3 crores, subject, at all times, to JPL and/or its subsidiaries achieving financial closure in order to meet the obligations to purchase the Business Undertakings.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof will have absolute discretion in deciding whether this resolution is required to be made effective or not and, in the event it is decided by the Board of Directors of the Company or such Committee thereof that such resolution is to be made effective, to determine the date on which such resolution shall become effective.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof, be and are hereby authorized to execute the documents, deeds or writings required to be executed in relation to the transfer and vesting of the Business Undertakings and other incidental documents, make applications to regulatory and governmental authorities for the purposes of obtaining all approvals, consents, permissions and sanctions required by the Company and to do all acts and deeds to give effect to this resolution."

2. SALE OF SHAREHOLDING OF THE COMPANY IN CERTAIN SUBSIDIARIES TO JUBILANT GENERICS LIMITED

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the relevant provisions of Companies Act, 1956 and the Companies Act, 2013 (as may be applicable) (hereinafter referred to as **"the Act"**) {including section 188 (as and when the same is notified) of the Companies Act 2013}, the Memorandum and Articles of Association of the Company and other applicable provisions, if any, of the Act, and such other approvals, sanctions, consents and permissions as may be deemed necessary by the Board of Directors, consent be and is hereby accorded to the Board of Directors of the Company or any Committee thereof, for the transfer of 200 shares representing 18% share capital of Jubilant Pharma Holdings Inc., USA, and 13,900,000 shares representing 77.65% share capital of Jubilant Pharma NV, Belgium, held by the Company to Jubilant Generics Limited (**"JGL"**), a wholly owned subsidiary of Jubilant Pharma Limited, Singapore (**"JPL"**), (which is a wholly owned subsidiary of the Company), for a cash consideration (net of debt of Rs. 189.7 crores) of Rs. 215.8 crores, in accordance with the terms and conditions mutually agreed to between the Company and JGL, subject, at all times, to JPL and/or its subsidiaries achieving financial closure in order to meet the obligations to purchase the shares.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof will have absolute discretion in deciding whether this resolution is required to be made effective or not and in the event it is decided by the Board of Directors of the Company or such Committee thereof that such resolution is to be made effective, to determine the date on which such resolution shall become effective.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof, be and are hereby authorized to execute the documents, deeds or writings required to be executed in relation to the transfer of the shares and other incidental documents, make applications to regulatory and governmental authorities for the purposes of obtaining all approvals, consents, permissions and sanctions required by the Company and to do all acts and deeds to give effect to this resolution."

3. ALTERATION OF ARTICLES OF ASSOCIATION

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 31 and other relevant provisions of the Companies Act, 1956 and the relevant provisions of the Companies Act, 2013 (as may be applicable) {including Section 14 of the Companies Act, 2013 (as and when the same is notified)}, the existing Articles of Association of the Company ("**Articles**") be altered by insertion of following Article 125A after Article 125:

125A. An individual may be appointed or reappointed to, or hold, the position of Chairperson or Co-Chairperson of the Company and also its Managing Director or Chief Executive Officer (as the case may be) at the same time."

4. CONTRIBUTION TO CHARITABLE FUNDS

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

"RESOLVED THAT pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013, consent be and is hereby accorded to the Board of Directors of the Company ("**the Board**") to contribute an amount upto Rs. 10 crores, in one or more tranches, in any financial year, either directly or through a non-profit organization, or in any other way considered appropriate by the Board, to such bona fide charitable and other funds as may be deemed fit and appropriate by the Board."

By order of the Board
For Jubilant Life Sciences Limited

Lalit Jain

Company Secretary

Dated: February 6, 2014

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Section 192A of the Companies Act, 1956 is annexed.
2. Voting shall be only through Postal Ballot.
3. The Company is extending its offer of e-Voting facility as an alternative, for its members to enable them to cast their votes electronically instead of through Postal Ballot.

The procedure for the same is as under:

(a) In case of Shareholders receiving e-mail from NSDL

- (i) Open e-mail and open PDF file viz.; "JLL Info e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-Voting. Please note that the password is an initial password.
Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (ii) Click on Shareholder - Login
- (iii) Put user ID and password as initial password noted in step (i) above. Click Login.
- (iv) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (v) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- (vi) Select "EVEN" of Jubilant Life Sciences Limited.
- (vii) Now you are ready for e-Voting as Cast Vote page opens.
- (viii) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (ix) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (x) Once you have voted on the resolution, you will not be allowed to modify your vote.

Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter, etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail sanjaygrover7@gmail.com or postal_ballotfeb2014@jubl.com with a copy marked to evoting@nsdl.co.in

(b) In case of Shareholders receiving Postal Ballot Form by Post:

- (i) Initial password, along with User ID and E-Voting Event No is provided at the bottom of the Postal Ballot Form.
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- (c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com
 - (d) If you are already registered with NSDL for e-Voting, then you can use your existing user ID and password for casting your vote.
 - (e) 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).
4. Shareholders who have registered their e-mail IDs for receipt of documents in electronic mode under the Green Initiative of the Ministry of Corporate Affairs are being sent Notice of Postal Ballot by e-mail and others are being sent by post alongwith Postal Ballot Form. Shareholders who have received Postal Ballot Notice by e-mail and who wish to vote through Physical Postal Ballot Form can download Postal Ballot Form from the link www.evoting.nsdl.com or www.jubl.com or seek duplicate Postal Ballot Form from Registrar & Transfer Agent-M/s Alankit Assignments Limited, Alankit House, 2E/21, Jhandewalan Extension, New Delhi - 110 055 or Corporate Office of the Company at 1A, Sector-16A, Noida-201301, Uttar Pradesh, India, fill in the details and send the same to the Scrutinizer.
 5. Kindly note that the Shareholders can opt only one mode of voting, i.e. either by Physical Ballot or e-Voting. If you are opting for e-Voting, then do not vote by Physical Ballot also and vice versa. However, in case Shareholders cast their vote by Physical Ballot and e-Voting, then voting done through valid Physical Ballot shall prevail and voting done by e-Voting will be treated as invalid.
 6. The Notice is being sent to all the members of the Company whose names appear in the Register of Members / Record of Depositories as on Friday, February 7, 2014. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholders of the Company as on that date.
 7. The voting period ends on the close of working hours (i.e. upto 6.00 pm) on Thursday, March 20, 2014. The e-Voting module shall also be disabled by NSDL for voting thereafter.
 8. The Scrutinizer's decision on the validity of the postal ballot shall be final.
 9. The Scrutinizer will submit his Report after completion of the scrutiny, to the Chairman/Co-Chairman, who will, or in his absence any other person so authorized by him will, announce the result of voting by Postal Ballot on Friday, March 21, 2014 at 5.00 pm at the Registered office and the same will also be displayed at the Corporate Office of the Company.
 10. The resolution will be taken as passed effectively on the date of announcement of the result, if the results of the postal ballot indicate that the requisite majority of the members of the Company had assented to the resolution.
 11. The result of the postal ballot will also be announced through a newspaper advertisement and posted on the website of the Company www.jubl.com
 12. **Inspection of Documents**

A copy of documents referred to in the Notice and Explanatory Statement would be available for inspection to the desirous members of the Company on any working day between 11:00 am to 1:00 pm at the registered office of the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECTION 192A OF THE COMPANIES ACT, 1956, FORMING PART OF POSTAL BALLOT NOTICE

1. SALE OF BUSINESS UNDERTAKINGS

The Board of Directors of the Company ("**the Board**") at their meeting held on May 28, 2013 accorded their approval to consolidate the Company's Pharmaceutical Segment under two separate verticals comprising, inter-alia, of (i) Active Pharmaceuticals Ingredients, Solid Dosage Forms, Radio Pharmaceuticals, Allergic Extracts, Sterile Injectable and Ointment, Cream and Liquid businesses, ("**Pharma Business**") and (ii) Drug Discovery Business. This would enable a focused business approach by the Company in its Pharma Business, Drug Discovery Business and Life Sciences Ingredients business and the Company can then explore options and opportunities of raising money in Pharma business for its growth and reduction of overall consolidated debt of the Company. In furtherance of this, subject to the approval of members and other necessary regulatory approvals, the Board proposes to transfer and vest the business undertakings of the Company namely (i) Active Pharmaceuticals Ingredients (APIs) Business and (ii) Dosage Forms Business (collectively, the "**Undertakings**"), together with all assets and liabilities including manufacturing facilities, R&D facilities, employees, contracts, licenses, permits, rights, obligations, IPRs, consents and approvals, relating to the Undertakings to Jubilant Generics Limited ("**JGL**"), a wholly owned subsidiary of Jubilant Pharma Limited, Singapore, (a wholly owned subsidiary of the Company), on a going concern basis by way of a slump sale (as defined under Section 2(42C) of the Income Tax Act, 1961) for a total consideration for the above amounting to Rs. 929.3 crores, in accordance with the terms and conditions as may be mutually agreed to between the Company and JGL.

The total consideration amounting to Rs. 929.3 crores shall be discharged by JGL in such manner and on such terms and conditions as may be mutually agreed upon between the Company and JGL.

The above resolution will enable consolidation of entire Pharma Business under the umbrella of Jubilant Pharma Limited, Singapore ("**JPL**").

JPL and its subsidiaries, currently, are in the process of negotiating with various financial institutions, banks and other investors for the purposes of achieving financial closure. It is intended that the transfer of businesses as contemplated in the resolution shall be effected only upon JPL and/or its subsidiaries achieving financial closure and obtaining other necessary statutory approvals, sanctions and consents as may be deemed necessary or appropriate by the Board of Directors of the Company (including Committee thereof). As such, the Board of Directors of the Company (including Committee thereof) may decide in its absolute discretion whether or not to give effect to the resolution and the timing of giving effect thereto.

Under the relevant provisions of the Companies Act, 1956 and Companies Act, 2013 (as may be applicable) (including Section 180 and Section 188 (as and when the same is notified) of the Companies Act 2013), consent of members by way of a Special Resolution is required for sale or disposal of one or more undertakings of the Company, and for entering into any related parties transactions. Further, in terms of the provisions of Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, in case of a Listed Company, the said approval is required to be obtained by way of a Postal Ballot. Accordingly, members' approval is sought to the proposed resolution through Postal Ballot.

Your Directors commend the resolution for approval as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

2. SALE OF SHAREHOLDING OF THE COMPANY IN CERTAIN SUBSIDIARIES TO JUBILANT GENERICS LIMITED

In continuation of the approval granted by the Board of Directors of the Company ("**the Board**") at their meeting held on May 28, 2013, to consolidate the Company's Pharmaceutical Segment

under two separate verticals comprising, inter-alia, of (i) Active Pharmaceuticals Ingredients, Solid Dosage Forms, Radio Pharmaceuticals, Allergic Extracts, Sterile Injectable and Ointment, Cream and Liquid businesses, ("**Pharma Business**") and (ii) Drug Discovery Business, subject to the approval of members and other necessary regulatory approvals, it is proposed to transfer 18% shares of Jubilant Pharma Holdings Inc., USA and 77.65% shares of Jubilant Pharma NV, Belgium, held by the Company to Jubilant Generics Limited ("**JGL**"), a wholly owned subsidiary of Jubilant Pharma Limited, Singapore, (which is a wholly owned subsidiary of the Company), for a cash consideration (net of debt of Rs. 189.7 crores) of Rs. 215.8 crores, in accordance with the terms and conditions mutually agreed to between the Company and JGL.

The total cash consideration amounting to (net of debt of Rs. 189.7 crores) Rs. 215.8 crores shall be discharged by JGL in such manner and on such terms and conditions as may be mutually agreed upon between the Company and JGL. Further, the effective date for the above transactions shall be mutually agreed by the Boards of Directors (including any Committee thereof) of the Company and JGL.

The above transfer of shares will enable consolidation of entire Pharma Business under the umbrella of Jubilant Pharma Limited, Singapore ("**JPL**").

JPL and/or its subsidiaries, currently, are in the process of negotiating with various financial institutions, banks and other investors for the purposes of achieving financial closure. It is intended that the transfer of shares as contemplated in the resolution shall be effected only upon satisfactory financial closure and obtaining other necessary statutory approvals, sanctions and consents as may be deemed necessary or appropriate by the Board of Directors of the Company (including Committee thereof). As such, the Board of Directors of the Company (including Committee thereof) may decide in its absolute discretion whether or not to give effect to the resolution and the timing of giving effect thereto.

Under the provisions of Section 188 of the Companies Act, 2013 (as and when the same is notified), consent of members by way of a Special Resolution is required for sale of the shares of the Company in Jubilant Pharma NV, Belgium and Jubilant Pharma Holdings Inc., USA, to JGL, as these transactions are related parties transactions.

Accordingly, your Directors commend the resolution for approval as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution

3. ALTERATION OF ARTICLES OF ASSOCIATION

As per the provisions of Section 203 of the Companies Act, 2013 (as and when the same is notified), in a company carrying on multiple businesses, an individual is not permitted to be appointed or re-appointed as the Chairperson of the Company, in pursuance of the Articles of Association of such Company, as well as the Managing Director or Chief Executive Officer of the Company at the same time, unless the Articles of Association of the Company provide otherwise.

Currently, Mr. Shyam S. Bhartia is the Chairman and Managing Director of the Company and Mr. Hari S. Bhartia is the Co-Chairman and Managing Director of the Company. They have been associated with the Company for more than three decades. They have contributed immensely to the stellar growth of the Company in all these years. Their vision and leadership is considered crucial for growth of the Company.

Accordingly, it is proposed to alter the existing Articles of Association of the Company in a manner so as to enable both (i) Mr. Shyam S. Bhartia to continue to hold his positions as Chairman and Managing Director of the Company and (ii) Mr. Hari S. Bhartia to continue to hold his positions as Co-Chairman and Managing Director of the Company.

The Board of Directors ("**the Board**") of the Company at their meeting held on February 6, 2014 have accorded their approval to

alter the existing Articles of Association by way of insertion of a new Article 125A after Article 125 of the existing Articles of Association of the Company as follows:

"125A. An individual may be appointed or reappointed to, or hold, the position of Chairperson or Co-Chairperson of the Company and also its Managing Director or Chief Executive Officer (as the case may be) at the same time."

The Board at the same meeting accorded its approval to place the matter before the members of the Company for their approval by way of a Special Resolution to be passed by the members.

Under Section 31 and other relevant provisions, if any, of the Companies Act, 1956, and the relevant provisions of the Companies Act, 2013 (as may be applicable) {including Section 14 of the Companies Act, 2013 (as and when the same is notified)}, consent of members by way of a Special Resolution is required for alteration of the Articles of Association of the Company.

Your Directors commend the resolution for approval as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

4. CONTRIBUTION TO CHARITABLE FUNDS

It is proposed that the Board of Directors of the Company ("**the Board**") be authorized to contribute upto Rs. 10 crores in any financial year for charitable purposes, either directly or through any non-profit organization (including Jubilant Bhartia Foundation – a non-profit company of Jubilant group), or in any other way considered appropriate.

As per Section 181 of the Companies Act, 2013, the Board may contribute to bona fide charitable and other funds provided that prior permission of the Company in a general meeting is obtained for making contributions the aggregate of which, in any financial year, exceeds five percent of the average net profits of the Company for the three immediately preceding financial years.

The average of the last three years' net profits (i.e. 2010-11, 2011-12 and 2012-13) of the Company is Rs. 51.8 crores. The Board proposes to make aggregate contributions of upto Rs. 10 crores in the financial year 2013-14 and therefore may make contributions in excess of five per cent of Rs. 51.8 crores (i.e. Rs. 2.59 crores).

Subject to approval of members of the Company, the Board may like to contribute to bona fide charitable and other funds during the financial year 2013-14 and in subsequent financial years, an amount exceeding five per cent of the average net profits of the Company for the three immediately preceding financial years, subject to the maximum of Rs. 10 crores in a financial year. Accordingly, it is proposed to obtain members' approval by way of an Ordinary Resolution for contributing upto Rs. 10 crores in any financial year to bona fide charitable and other funds.

Your Directors commend the resolution for approval as an Ordinary Resolution.

Each of Mr. Shyam S. Bhartia, Chairman & Managing Director, Mr. Hari S. Bhartia, Co-Chairman & Managing Director, Mr. Shyamsunder Bang, Executive Director and Mr. R. Sankaraiah, Executive Director-Finance of the Company, currently hold 100 shares of Rs. 10/- each (being 14.28% of paid up capital of Rs. 7,000/-) of Jubilant Bhartia Foundation ("**JBF**"). Further, Mr. Shyam S. Bhartia, Mr. Hari S. Bhartia and Mr. R. Sankaraiah are Directors of JBF. However, since JBF is a company incorporated pursuant to Section 25 of the Companies Act, 1956, it is restricted from distributing its profits amongst its members. Except as disclosed, none of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

By order of the Board
For Jubilant Life Sciences Limited

Lalit Jain
Company Secretary

Dated: February 6, 2014



JUBILANT LIFE SCIENCES LIMITED

Regd. Office : Bhartiagram, Gajraula, District-Amroha – 244 223, Uttar Pradesh, India

POSTAL BALLOT FORM

(Please read carefully the instructions printed overleaf before exercising the vote)

Serial No

Name & Address of the Sole/ First
named Shareholder as registered
with the Company

Name(s) of the Joint Holder(s),
if any, registered with the Company

Registered Folio No./ DP ID* &
Client ID No.* (*Applicable to Shareholder(s)
holding shares in electronic form)

No. of shares held

I/We hereby exercise my/our vote in respect of the Ordinary /Special Resolutions to be passed through Postal Ballot
for the businesses stated in the Notice dated February 6, 2014 of the Company by sending my/our assent or dissent to
the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Item No.	Description	No. of Shares held	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	Special Resolution for sale of API and Dosage Forms business undertakings of the Company to Jubilant Generics Limited, a wholly owned subsidiary of Jubilant Pharma Limited, Singapore.			
2.	Special Resolution for sale of shareholdings of the Company in certain subsidiaries to Jubilant Generics Limited, a wholly owned subsidiary of Jubilant Pharma Limited, Singapore.			
3.	Special Resolution for alteration in Articles of Association by way of insertion of a new Article 125A after Article 125 of the Articles of Association of the Company.			
4.	Ordinary Resolution for contribution to bona fide charitable and other funds upto Rs. 10 crores in a financial year.			

Place :

Date :

Signature of Shareholder

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD

Note: If the voting rights are exercised electronically, there is no need to use this form.

INSTRUCTIONS

1. A Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr. Sanjay Grover, a Practicing Company Secretary in the attached self-addressed business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted.
2. The self addressed business reply envelope bears the address of the Scrutinizer.
3. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than close of working hours (i.e. upto 6.00 pm.) on Thursday, March 20, 2014. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received.
5. There will be only one Postal Ballot Form for every Folio/Client ID irrespective of the number of joint Shareholder(s).
6. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board resolution/authority letter/Power of attorney.
7. A Shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e., close of working hours (i.e. upto 6.00 pm.) on Thursday, March 20, 2014.
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Shareholders as on Friday, February 7, 2014.
9. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the attached self-addressed business reply envelope, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
10. A Shareholder needs not use all the votes nor needs to cast all the votes in the same way.
11. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
12. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
13. The exercise of vote under Postal Ballot process is not permitted through proxy.
14. The result of the Postal Ballot will be declared on Friday, March 21, 2014 at 5.00 pm at the Registered Office and will be displayed at the Corporate Office of the Company and the same will also be posted on the website of the Company www.jubl.com and published in the newspapers for the information of the Shareholders.

OPTION OF E-VOTING

As an alternative to voting through Postal Ballot, the Company is pleased to offer e-voting facility to all the Shareholders of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The detailed procedure for e-voting is explained in the Notes to the Postal Ballot Notice.