



(CIN No. L24230MH1979PLC022059)

Reg. Office: "Ajanta House", Charkop, Kandivali (West), Mumbai – 400 067

Tel No. 022 66061000; Fax No. 022 66061200

Website: www.ajantapharma.com; email: investorgrievance@ajantapharma.com

NOTICE

NOTICE is hereby given that the **thirty-sixth** Annual General Meeting of the Members of Ajanta Pharma Limited will be held on Saturday, the 4th day of July 2015 at 11.00 a.m. at Prabodhankar Thackeray Natyagrah, Sodawala Lane, Borivali (West), Mumbai – 400092 to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2015 together with the Report of the Board of Directors and the Auditors thereon and the consolidated audited financial statement of the Company for the financial year ended 31st March 2015.
2. To declare Dividend for the year ended 31st March 2015.
3. To appoint a Director in place of Mr. Rajesh M. Agrawal (DIN 00302467), who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. Kapoor & Parekh Associates, Chartered Accountants (Registration No. ICAI FRN 104803W) be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as agreed upon by the Board of Directors and the Auditors."

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s) if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Articles of Association of the Company, Sections 196, 197 & 198, Schedule V and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby approves reappointment of Mr. Madhusudan B. Agrawal (DIN 00073872) as the Vice Chairman of the Company for a period of five years effective from 1st April 2015 on such remuneration and on terms and conditions as recommended by the Nomination & Remuneration Committee of the Directors and approved by the Board of Directors in their respective meetings held on 8th May 2015 and set out in the draft Agreement submitted before the meeting/s, which agreement be and is hereby specifically sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or agreement and remuneration so as not to exceed the limits specified in Schedule V, as may be agreed to between the Directors and Mr. Madhusudan B. Agrawal or as may be varied by the General Meeting and to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company for the purpose of giving effect to this resolution;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company, the remuneration and perquisites set out in the aforesaid agreement be paid to Mr. Madhusudan B. Agrawal, Vice Chairman as minimum remuneration provided that the total remuneration by way of salary, perquisites and any other allowances shall not exceed the ceiling provided in Section II of Part II of Schedule V or such other amount and perquisites as may be provided from time to time."

6. To consider and if thought fit, to pass with or without modification(s) if any, the following resolution as a **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to provisions of Section 14 and all other applicable provisions of Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s)

or amendment thereto or re-enactment(s) thereof for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to take all such steps and actions and give such directions as may be in its absolute discretion deem necessary and to settle any question that may arise in this regard, 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 be and is also hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any other Officer(s)/Authorised Representative(s) of the Company to give effect to the aforesaid resolution."

7. To consider and if thought fit, to pass with or without modification(s) if any, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the remuneration of ₹ 3 lacs plus service tax as applicable and reimbursement of actual travel and out-of-pocket expenses for the financial year ending 31st March 2016, as approved by the Board of Directors of the Company, to be paid to M/s. Sevekari Khare & Associates for the cost audit of the Company's manufacturing plants situated at Paithan, Chikalthana, Chitegaon & products manufactured in Active Pharmaceutical Ingredient plant at Waluj, all located in Aurangabad, Maharashtra, be and is hereby ratified and confirmed."

By order of the Board of Directors

Sd/-

Gaurang Shah

Sr. General Manager – Legal & Company Secretary

8th May 2015

Registered office:
"Ajanta House",
Charkop,
Kandivali (West),
Mumbai – 400 067

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business to be transacted at the meeting, is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person cannot act as proxy for members not exceeding 50 (Fifty) and holding in aggregate not more than ten percent of the total share capital of the Company.
3. The proxy form, in order to be effective, must be duly completed, signed and deposited at the Registered Office of the Company not less than 48 hours before commencement of the meeting. Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting
5. Pursuant to Clause 49 of the Listing Agreement, details of Director seeking appointment/re-appointment at the Annual General Meeting, forms part of the notice.
6. The Register of Members and the Transfer Books in respect of the Equity Shares will remain closed from Saturday, 27th June 2015 to Saturday, 4th July 2015 (both days inclusive) for the purpose of Annual General Meeting and payment of dividend for the year ended 31st March 2015, if approved by the Members.
7. Dividend on Equity Shares, if declared at the Meeting, will be paid on or after 4th July 2015. In respect of shares held in physical form, the dividend will be paid to those Members whose names shall appear on the Company's Register of Members as on

Saturday, 27th June 2015. In respect of shares held in dematerialised form, the dividend will be paid on the basis of particulars of beneficial ownership furnished by the Depositories as at the end of business on Friday, 26th June 2015.

8. In order to prevent fraudulent encashment of dividend warrants, the Company encourages remittance of dividend through ECS/NEFT/NECS. In view thereof, dividend will be remitted through ECS/NEFT/NECS to shareholders who have registered their mandates with the Company or to the bank particulars registered against respective depository accounts, in respect of shares held in demat mode. Shareholders are therefore requested to update their bank account details as under:
 - (i) In respect of shares held in demat mode, by informing the changes, if any to the Depository Participants of the Members.
 - (ii) In respect of shares held in physical mode, to furnish the mandate to the Company or Company's R&T Agents, Link Intime India Private Limited, bank account details to which the dividend shall be remitted through ECS/NEFT/NECS.
9. SEBI has mandated submission of Permanent Account Number (PAN) by every participant in securities market. In view thereof, members who have not furnished PAN are requested to furnish the same as under:
 - (i) Members holding shares in electronic form to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
 - (ii) Members holding shares in physical form to submit their PAN details to the Registrar and Transfer Agents.
10. In terms of Section 124 of the Companies Act, 2013, any dividend remaining unpaid for a period of seven years from the due date of payment is required to be transferred to the Investor Education and Protection Fund. Accordingly, the unpaid dividend lying in dividend account of the year 2007-2008 will be transferred to Investor Education and Protection Fund at appropriate time in the current financial year after complying with the due procedure. Members who have not encashed their dividend warrants are requested to write to the Registrars & Share Transfer Agents. Shareholders can visit the Company's website www.ajantapharma.com to check the details of their unclaimed dividend under the Investors' section.
11. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during the office hours on all working days (except Saturdays, Sundays and public Holidays) up to the date of the Annual General Meeting between 11.00 a.m. to 1.00 p.m.
12. Shareholders seeking any information with regard to Annual Report are requested to write to the Company at an early date so that the information can be kept ready.
13. To support the green initiative of the Government, electronic copy of the Annual report for the year ended 31st March 2015 is being sent to the members whose mail IDs are available with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copy of the Annual Report 2015 is being sent in the permitted mode. Please note that the annual report and the notice of the 36th Annual General Meeting are also posted on the website "www.ajantapharma.com" for download and copy of the Annual Report shall be provided to the shareholder at the Annual General Meeting, if required.
14. Voting through electronic means:
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on the resolutions proposed to be considered at the 36th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. Electronic copy of the Notice of the 36th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting

along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 36th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

- IV. The remote e-voting period commences on Wednesday, 1st July 2015 (9:00 a.m.) and ends on Friday, 3rd July 2015 (5:00 p.m.). During this period members' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of 27th June 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - V. The instructions for e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)]:
 - (i) Open email and open PDF file viz; "APL remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: www.evoting.nsdl.com/
 - (iii) Click on Shareholder - Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN 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.
 - (vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
 - B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participant(s) or requesting physical copy]:
 - (i) Initial password is provided in the Attendance Slip for the AGM:
EVEN (E Voting Event Number) USER ID _____ PASSWORD/PIN _____
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
 - (vii) Select Electronic Voting Event Number (EVEN) of Ajanta Pharma Limited.
 - (viii) Now you are ready for e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) 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 authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail to scrutinizer@ajantapharma.com with a copy marked to evoting@nsdl.co.in
- VI. 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" or call on toll free no.: 1800-222-990.
 - VII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 27th June 2015. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the AGM. Any person who has ceased to be the member of the Company before the cut-off date will not be entitled for remote e-voting or voting at the meeting. Any person, who becomes member of the Company

after dispatch of the notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the Company. However, if you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.

- VIII. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- IX. Mr. Alwyn D'Souza, a Practicing Company Secretary, Mumbai (Membership No. 5559; Certificate of Practice No. 5137) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- X. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XI. The Scrutinizer shall after the conclusion of voting at the general meeting, first count the

votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- XII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company 'www.ajantapharma.com' and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the BSE Limited & NSE, Mumbai.

By order of the Board of Directors

Sd/-

Gaurang Shah

Sr. General Manager – Legal & Company Secretary

8th May 2015

Registered office:
"Ajanta House",
Charkop,
Kandivali (West),
Mumbai – 400 067

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS OF THE ACCOMPANYING NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 5

Mr. Madhusudan B. Agrawal was appointed as Vice Chairman of the Company for a period of five years with effect from 1st April 2010 on the terms and conditions set out in the Agreement dated 6th May 2010, as per the approval of the Shareholders at the 31st Annual General Meeting held on 9th July 2010. His remuneration was thereafter revised in the year 2011 and 2014 as recommended by the Remuneration Committee and approved by the Board.

He is one of the Promoters of the Company and has been playing an important role in the growth of the Company since its inception. He has core competence in marketing and business development. His excellent relationship

management skill set with extensive contacts in the industry, regulatory and business circles, provide impetus to various business development and other initiatives of the Company. He has been a great motivator for the entire executive management team towards achieving higher goals.

Considering his immense contribution in the growth of the Company, the Board of Directors at their Meeting held on 8th May 2015 based on the recommendation of Nomination & Remuneration Committee, re-appointed him as Vice Chairman, for a period of five years effective 1st April 2015 on the terms and conditions including the terms of remuneration as set out in the draft agreement placed before the meeting and hereunder, subject to approval of members.

The remuneration payable to the Vice Chairman is as set out herein below:

- I. Salary: ₹ 96.77 lacs p.a. with such annual increment as may be decided by Board of Directors.
- II. Special allowance: ₹ 38.71 lacs p.a. with such annual increment as may be decided by Board of Directors.
- III. Commission: Such amount subject to the overall limits pertaining to the managerial remuneration laid down under Section 197 of the Companies Act, 2013, provided that the amount available as above for payment of commission will be divided equally amongst Managing Director, Joint Managing Director and the Vice Chairmen of the Company but each of them shall however receive commission not exceeding 1% of the net profit.
- IV. Perquisites & Allowances: Perquisites are classified into three parts A, B and C as follows subject to the condition that the aggregate amount of Salary, Perquisites and Commission shall not exceed 5% of the net profit for one managerial person and if there is more than one such managerial person, 10% for all of them together in terms of provisions of Section 197 of the Companies Act, 2013.

Part A:

- i. Rent free furnished accommodation provided as per policy of the Company and its value to be taken as per the provisions of Income Tax Act, 1961.
- ii. Expenditure incurred by the Company on gas, electricity, water, furnishing, repairs at actual.
- iii. Medical Reimbursement: Expenses incurred for self and family.
- iv. Leave Travel Allowance for self and family once in a year incurred in accordance with the rules of the Company.
- v. Fees of clubs subject to a maximum of two clubs excluding admission and Life Membership Fees.
- vi. Personal Accident Insurance: The amount of the annual premium at actual.
- vii. Servants allowances/expenditure: At actual.

Part B:

- i. Provident Fund: Contribution to Provident Fund as per rules of the Company subject to a ceiling of 12% of salary.
- ii. Gratuity: Gratuity payable shall be in accordance with the Company's Scheme as may be applicable or amended from time to time.

Part C:

Provision of Car for use of the Company's business and telephone at residence will not be considered as perquisites.

Minimum Remuneration: In the event of loss or inadequacy of profits in any financial year remuneration will be subject to a maximum ceiling limit per month which shall not exceed the limits specified under section II part II of Schedule V to the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force.

The draft agreement between the Company and Mr. Madhusudan B. Agrawal is available for inspection by the members at the Registered Office of the Company on any working day excluding public holidays, Saturdays and Sundays, between 11.00 a.m. to 1.00 p.m. upto the date of the Annual General meeting.

The Board recommends the Resolution at Item No. 5 of the accompanying Notice for reappointment of Mr. Madhusudan B. Agrawal as Vice Chairman of the Company, for approval of members.

Mr. Madhusudan B. Agrawal is deemed to be interested in the resolution as it pertains to his re-appointment and remuneration payable to him. Mr. Mannalal B. Agrawal, Mr. Purushottam B. Agrawal, Mr. Yogesh M. Agrawal and Mr. Rajesh M. Agrawal, Directors of the Company are deemed to be interested in this resolution as Mr. Madhusudan B. Agrawal is their relative.

No other Director and Key Managerial Personnel and their relatives are in any way concerned or interested in the Resolution at Item No. 5 of the Notice except to the extent of their shareholding and outstanding employee stock options in the Company.

ITEM NO. 6

The existing Articles of Association ("AOA") of the Company are based on the Companies Act, 1956. With the coming into force of the Companies Act, 2013 (the "new Act"), several regulations of the existing AOA of the Company are not in conformity with the new Act.

In view thereof, it is proposed to substitute existing AOA with the new Articles to bring it in conformity with the provisions of the new Act.

The draft AOA is uploaded on the Company's website and is also available for inspection by the members at the Registered Office of the Company on any working day excluding public holidays, Saturdays and Sundays, between 11.00 a.m. to 1.00 p.m. Shareholder's attention is invited to certain salient provisions in the new draft of AOA of the Company viz:

1. Provisions relating to the appointment of independent and women directors have been added.
2. Provisions relating to the appointment of Key Managerial Personnel have been added.
3. Provisions relating to giving of special notice by shareholders for moving any resolution at a shareholders' meeting have been amended in accordance with the Act.
4. Provisions relating to disclosures to be made by directors at meetings of the board and vacation of office by directors have been amended in accordance with the new Act.
5. Provisions relating to use of the electronic medium to communicate with the shareholders and directors have been added.
6. Various existing articles have been aligned with the new Act.
7. The statutory provisions of the new Act which permit a company to do some acts "if so authorised by its articles" or provisions which require a company to do acts in a prescribed manner "unless the articles otherwise provide" have been specifically included.

The Board recommends the Resolution at Item No. 6 of the accompanying Notice for approval of the Members of the Company.

No Director, Key Managerial Personnel and their relatives are in any way concerned or interested in the Resolution

at Item No. 6 of the Notice except to the extent of their shareholding and outstanding employee stock options in the Company.

ITEM NO. 7

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board shall appoint an individual who is a cost accountant in practice for auditing cost records of the Company. Such appointment shall be on the recommendation of the Audit Committee, which shall also recommend remuneration for such cost auditor. The remuneration recommended by Audit Committee shall be considered and approved by the Board of Directors and ratified by the shareholders.

On the recommendation of Audit Committee, the Board has at its meeting held on 8th May 2015 considered and approved appointment of M/s. Sevekari Khare & Associates, Cost Accountants, for the conduct of the Cost Audit of the Company's manufacturing plants situated at Paithan, Chikalthana, Chitegaon & products manufactured in Active Pharmaceutical Ingredient plant at Waluj, all located in Aurangabad, Maharashtra, at a remuneration of ₹ 3 lacs plus service tax as applicable and reimbursement of actual travel and out of pocket expenses, for the financial year ending 31st March 2016, subject to ratification by the members.

The Board recommends the Resolution at Item No. 7 of the accompanying Notice for approval of the Members of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7.

By order of the Board of Directors

Sd/-

Gaurang Shah

Sr. General Manager – Legal & Company Secretary

8th May 2015

Registered office:

"Ajanta House",
Charkop,
Kandivali (West),
Mumbai – 400 067

Details of the Director seeking appointment/re-appointment at thirty-sixth Annual General Meeting (pursuant to Clause 49 VIII (E) of the Listing Agreement)

Name of Director	Mr. Rajesh M. Agrawal	Mr. Madhusudan B. Agrawal
Date of Birth	31.03.1976	29.03.1955
DIN No.	00302467	00073872
Date of Appointment	30.04.2013	31.12.1979
Expertise in Specific Functional Area	<p>Strong business acumen with proven record of accomplishment of building and growing business in every segment and market sustained and improved rankings. Upto the Indian Pharma industry as well as global trends.</p> <p>Exceptional abilities in identifying opportunities in the form of gap in patient needs and availability, getting it through R & D, getting timely approvals and strategically launching the product. Core Competence in putting effective processes and control mechanism.</p>	<p>Core Competence in Marketing and business development, particularly institutional business. Excellent relationship management skills coupled with extensive contacts in the industry, regulatory and business circles.</p> <p>Effective leadership and motivation skills for setting higher goals and standards and driving the team to achieve the same. Providing direction and counsel to the executive management for exceeding business targets.</p> <p>Strongly pursues for adhering and instilling Company's values in the workforce and promoting good governance culture across the organisation.</p>
Qualifications:		
(i) Educational	M.B.A.	B.Sc
(ii) Experience in years	18	More than 40
No. of shares held in the company	64,11,102	53,88,750
Other Directorships in Companies	Ajanta Pharma Philippines Inc.	<ol style="list-style-type: none"> 1. Inspira Projects Limited 2. Inspira Infra (Aurangabad) Limited 3. Louroux Bio Energies Limited 4. Inspira Infrastructure Limited 5. Inspira Leisure And Hospitality Limited 6. Ajanta Pharma USA Inc. 7. Sunder Ajanta Infrastructures Limited
Membership of committees (M- Member)	Ajanta Pharma Limited – Executive Committee (M); Stakeholders' Relationship Committee (M)	<p>Ajanta Pharma Limited – Executive Committee (M)</p> <p>Louroux Bio Energies Limited - Nomination & Remuneration Committee (M)</p>



CIN: L24230MH1979PLC022059

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Tel No. 022 66061000; Fax No. 022 66061200

Website: www.ajantapharma.com; email: investorgrievance@ajantapharma.com

ATTENDANCE SLIP

I hereby record my presence at the **36TH ANNUAL GENERAL MEETING** of the Company held on Saturday, 4th July, 2015 at 11:00 a.m. at Prabodhankar Thackrey Natyagrah, Sodawala Lane, Borivli (West), Mumbai – 400 092.

Regd. Folio/DPID & Client ID :

Name and address of the
shareholder :

Joint Holders :

**SIGNATURE OF THE MEMBER/
JOINT MEMBER(S) / PROXY**

Note:

1. Sign this attendance slip and hand it over at the attendance verification counter at the entrance of meeting hall.
2. Electronic copy of the Annual Report for the year ended 31st March, 2015 and Notice of the Annual General Meeting (AGM) along with attendance slip and proxy form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance slip.
3. Physical copy of the Annual Report for the year ended 31st March, 2015 and Notice of the AGM along with the attendance slip and proxy form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

E-VOTING INFORMATION

EVEN (Electronic Voting Event Number)	User ID	Password



CIN: L24230MH1979PLC022059

Registered Office: "Ajanta House", Charkop, Kandivli (West), Mumbai – 400 067

Tel No. 022 66061000; Fax No. 022 66061200

Website: www.ajantapharma.com; email: investor@ajantapharma.com

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	
Registered address :	
E-mail ID :	
Folio No/ DP ID-Client ID	

I/ We, being the member (s) of shares of the above named company, hereby appoint:

(1) Name: Address:
E-mail ID: Signature: or failing him;

(2) Name: Address:
E-mail ID: Signature: or failing him;

(3) Name: Address:
E-mail ID: Signature:

As my/ our proxy to attend and vote (on poll) for me/us and on my/ our behalf at the 36th Annual General Meeting of the Company, to be held on Saturday, 4th day of July, 2015 at 11.00 a.m. at Prabodhankar Thackrey Natyagrah, Sodawala Lane, Borivli (West), Mumbai – 400 092 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions	Optional*	
		For	Against
ORDINARY BUSINESS			
1	Adoption of Financial Statements for the year ended 31 st March, 2015.		
2	Declaration of Dividend for the year 2015.		
3	Re-appointment of Mr. Rajesh M. Agrawal, who retires by rotation.		
4	Appointment of M/s. Kapoor & Parekh as Statutory Auditors.		
SPECIAL BUSINESS			
5	Special Resolution for re-appointment of Mr. Madhusudan B. Agrawal as Vice Chairman.		
6	Special Resolution for Amendment of Articles of Association of the Company.		
7	Ordinary resolution ratifying the appointment and remuneration of Cost Auditors.		

Signed this day of 2015

Signature of Shareholder :



Signature of Proxyholder(s) :

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. Proxy need not be a member of the company.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- For the Resolution, Explanatory Statement and Notes, please refer to Notice of the 36th Annual General Meeting forming part of the Annual report.
- *It is optional to put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of member(s) in above box before submission.