



**AUROBINDOPHARMA LIMITED**  
**CIN - L24239TG1986PLC015190**

Registered Office: Plot No.2, Maitrivihar, Ameerpet, Hyderabad – 500 038, Telangana.  
Corp.office :The Water Mark Building, Plot No.11, Sy. No.9,Kondapur, Hi Tech City, Hyderabad - 500 084, Telangana.  
Tel Nos. +91 40 23736370, Fax Nos. +9140 23747340 E-mail: [info@aurobindo.com](mailto:info@aurobindo.com), Website : [www.aurobindo.com](http://www.aurobindo.com)

**Postal Ballot Notice**

[Pursuant to Section 110 of the Companies Act, 2013, read with the Companies  
(Management and Administration) Rules, 2014]

**Dear Members,**

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to other applicable laws and regulations, that the Company is seeking consent of its Members for the proposed resolution appended below by way of Postal Ballot / electronic voting (e-voting). The explanatory statement pertaining to the aforesaid resolution setting out the material fact concerning each item and the reasons thereof is appended hereto with the Postal Ballot Notice for your consideration.

The Board of Directors of the Company has appointed Mr. S. Chidambaram, Practicing Company Secretary (Membership No.F3935 and CP No. 2286) as the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed in the enclosed self-addressed Business Reply Envelope. Postage of such envelope will be borne and paid by the Company. Postal Ballot Form, if sent by courier or by registered post / speed post at the expense of the Member will also be accepted. The Postal Ballot Form may also be deposited personally at the address given on the self-addressed Business Reply Envelope. The duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours on **22<sup>nd</sup> December, 2015** (5.30 PM IST) to be eligible for being considered, failing which it will be strictly considered that no reply has been received from the Member.

Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read the instructions under the section 'Process for members opting for e-voting'. References to Postal Ballot in this Postal Ballot Notice include votes received electronically (e-voting).

The Scrutinizer will submit his report to the Chairman of the Company after the completion of the scrutiny of the Postal Ballots and e-voting. The result of the Postal Ballots shall be declared on **24<sup>th</sup> December, 2015**, at the Registered Office of the Company. The result would be displayed along with the Scrutinizer Report at the Registered office and Corporate Office of the Company and intimated to the Stock Exchanges, Registrar and Share Transfer Agent and would also be displayed on the Company's website at [www.aurobindo.com](http://www.aurobindo.com).

**Resolution:**

**Issue of Securities**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 23, 41, 42, 62, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any amendments thereto or re-enactment thereof) (the “Companies Act”) and all other applicable laws and regulations including the rules, regulations, guidelines, notifications, circulars and clarifications including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the “ICDR Regulations”), the provisions of the Foreign Exchange Management Act, 1999, as amended (“FEMA”) and regulations thereunder, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism) Scheme, 1993, as amended and subject to all the necessary approvals, consents, permissions and/or sanctions of the Securities and Exchange Board of India (“SEBI”), the Ministry of Finance (Department of Economic Affairs) and Ministry of Commerce & Industry (Foreign Investment Promotion Board / Secretariat for Industrial Assistance) and all other ministries, departments or other authorities of the Government of India (“GOI”), the Reserve Bank of India (“RBI”) the Stock Exchanges and/or any other competent authorities and the enabling provisions of the Memorandum and Articles of Association of the Company, the listing agreements entered into by the Company with the Stock Exchanges where the Company's equity shares (the “Equity Shares”) are listed and in accordance with the applicable laws and regulations including the rules, regulations, guidelines, notifications, circulars and clarifications issued by the GOI, RBI, SEBI, the stock exchanges and/or any other competent authorities from time to time and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee thereof) consent of the Company be and is hereby accorded to the Board to create, offer, issue and allot (including with provisions for reservation on firm and/or

competitive basis, of such part of issue and for such categories of persons including employees of the Company as may be permitted), through a placement document/offer document and/or prospectus and/or offer letter and/or offering circular, from time to time, in one or more tranches, whether rupee denominated or denominated in foreign currency, in the course of international and/or domestic offering(s) in one or more foreign markets and/or domestic market, for a value of up to USD 600 Million (US Dollars six hundred Million only) or its equivalent in Indian Rupees or any other currencies, representing such number of Equity Shares, Global Depository Receipts (GDRs), American Depository Receipts (ADRs), Foreign Currency Convertible Bonds (FCCBs), Foreign Currency Exchangeable Bonds (FCEBs) and/or Equity Shares through Depository Receipt Mechanism and/or Fully Convertible Debentures (FCDs) and/or through an institutional placement program under Chapter VIIIA of the ICDR Regulations and/or Non-Convertible Debentures (NCDs) with or without warrants, or any other financial instruments convertible into or linked to Equity Shares and/or any other instruments and/or combination of instruments with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the Equity Shares or otherwise, in registered or bearer form (hereinafter collectively referred to as the "Securities") or any combination of Securities to any eligible investors including but not limited to foreign /non-resident or resident investors whether qualified institutional buyers, institutions/banks, incorporated bodies, mutual funds, trustees, stabilizing agent or otherwise, foreign institutional investors, venture capital funds, foreign venture capital investors, qualified foreign investors, alternative investment funds, multilateral and bilateral financial institutions, state industrial development corporations, insurance companies, provident funds, pension funds, insurance funds set up by army, navy, or air force of the Union of India, insurance funds and/or individuals, Indian public, bodies corporate, companies (private or public) or other entities, authorities and/or any other categories of investors, whether they be holders of Equity Shares of the Company or not (collectively called the "Investors") including allotment in exercise of a green shoe option, if any, by the Company, through private placement(s) or public issue(s), at such time or times, at such price or prices, at a discount or premium to the market price or prices, including discounts as permitted under applicable law in such manner and on such terms and conditions including security, rate of interest, conversion etc., as may be decided by and deemed appropriate by the Board in its absolute discretion including the discretion to determine the categories of investors to whom the offer, issue and allotment shall be made to the exclusion of all other categories of investors at the time of such issue and allotment considering the prevailing market conditions and other relevant factors wherever necessary in consultation with the lead managers, or other advisor(s) for such issue(s), as the Board in its absolute discretion may deem fit and appropriate."

**"RESOLVED FURTHER THAT** in the event that Equity Shares are issued to Qualified Institutional Buyers under Chapter VIII of the ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board decides to open the proposed issue of Equity Shares and at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VIII of the ICDR Regulations and the Board may in its absolute discretion and in accordance with applicable law, offer a discount of not more than 5% or such percentage as permitted under applicable law on the price as may be determined pursuant to the ICDR Regulations."

**"RESOLVED FURTHER THAT** in the event that convertible securities and/or warrants which are convertible into Equity Shares of the Company are issued simultaneously with non-convertible debentures to qualified institutional buyers under Chapter VIII of the ICDR Regulations, the relevant date for the purpose of pricing of such securities/ warrants, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities and/or warrants simultaneously with non-convertible debentures and at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VIII of the ICDR Regulations and the Board may in its absolute discretion and in accordance with applicable law, offer a discount of not more than 5% or such percentage as permitted under applicable law on the price as may be determined pursuant to the ICDR Regulations."

**"RESOLVED FURTHER THAT** in the event the Securities are proposed to be issued as FCCBs, FCEBs, ADRs or GDRs, the relevant date for the purpose of pricing the Securities shall be the date of the meeting in which the Board decides to open the issue of such Securities in accordance with the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through the Depository Receipt Mechanism) Scheme, 1993 and other applicable pricing provisions issued by the Ministry of Finance."

**"RESOLVED FURTHER THAT** in terms of Chapter VIII of the ICDR Regulations, the allotment of the Securities, or any combination of Securities as may be decided by the Board shall be completed within 12 months from the date of this resolution or such other time as may be allowed under the ICDR Regulations from time to time."

**"RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable and to settle any question, difficulty or doubt that may arise in regard to the offer, issue and allotment of securities including but not limited to finalization and approval for the preliminary as well as placement document or offer document(s), determining the form and manner of the issue, including the class of investors to whom the Securities are to be issued and allotted, number of Securities to be allotted, issue price, face value, discounts permitted under applicable law (now or hereafter), premium amount on issue / conversion of the Securities, if any, rate of interest, execution of various transaction documents, creation of mortgage / hypothecation/ charge on the Company's assets and properties in accordance with the provisions of the Companies Act in respect of any Securities as may be required either on pari passu basis or otherwise."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the authorities involved in such issues but subject to such conditions as the SEBI/GOI/RBI or such other appropriate authorities may impose at the time of their approval and as agreed to by the Board."

**“RESOLVED FURTHER THAT** without prejudice to the generality of the above, issue of securities in international offering may have all or any term or combination of terms in accordance with the international practice.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to enter into and execute all such arrangements / agreements with any Lead Managers / Bankers / Trustees/ Underwriters / Guarantors / Depository (ies) / Custodians / Registrar / Advisors and all such agencies as may be involved or concerned in such offerings of securities and to remunerate them in cash or otherwise including by way of payment of commission, brokerage, fees, expenses incurred in relation to the issue of securities and other expenses, if any or the like.”

**“RESOLVED FURTHER THAT** the Securities issued in international offering shall be deemed to have been made abroad in the market and/or at the place of issue of the Securities in international markets and shall be governed by English or American law or any other choice law as may be decided by the Board as the case may be.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorised to finalise the mode and the terms of issue and to allot such number of Equity Shares/Securities as may be required to be issued and allotted upon conversion of any Securities referred to in the paragraph(s) above as may be necessary in accordance with the terms of offering and all such shares to rank paripassu with the existing Equity Shares of the Company in all respects, excepting such rights as to dividend as may be provided under the terms of issue and in the offer document.”

**“RESOLVED FURTHER THAT** subject to necessary approval, consent, permission, of the Board be and is hereby authorised to convert the Global Depository Receipts/Foreign Currency Convertible Bonds into ADRs or any other permitted Securities and list at NASDAQ/NYSE or in any other overseas Stock Exchanges.”

**“RESOLVED FURTHER THAT** the Company and/or any entity, agency or body authorized and/or appointed by the Company, may issue depository receipts representing the underlying Securities issued by the Company in negotiable registered or bearer form with such features and attributes as are prevalent in international capital markets for instruments of this nature and to provide for the tradability and free transfer ability thereof as per international practices and regulations (including listing on one or more stock exchange(s) inside or outside India) and under the forms and practices prevalent in the international market for Securities listing and trading, in the stock/securities exchange so that the convertible securities or ADRs and/or GDRs are registered or listed.”

**“RESOLVED FURTHER THAT** such of these Securities as are not subscribed may be disposed off by the Board in its absolute discretion in such a manner, as the Board may deem fit and as permissible by law.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any officers of the Company, including filing of offer document with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments and opening bank accounts and demat accounts.”

By Order of the Board  
For AUROBINDO PHARMA LIMITED

Hyderabad  
6<sup>th</sup> November, 2015

A. MOHAN RAMI REDDY  
Vice President (Legal) & Company Secretary

**Notes:**

1. The Statement as required under Section 102(1) of the Companies Act, 2013 for the special resolution set out in the notice is appended hereto.
2. The Postal Ballot Notice is being sent to the Members, whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as on **13<sup>th</sup> November, 2015**. The Postal Ballot Notice is being sent to the Members who have registered their email IDs for receipt of documents in electronic form to their email addresses registered with their Depository Participants / the Company's Registrar and Transfer Agent. For Members whose email IDs are not registered, physical copies of the Postal Ballot Notice along with Postal Ballot Form are being sent by permitted mode along with postage prepaid self-addressed Business Reply Envelope. The Notice will be displayed on the website of the Company ([www.aurobindo.com](http://www.aurobindo.com)) and of Karvy (<https://evoting.karvy.com>).
3. Members whose names appear on the Register of Members / List of Beneficial Owners as on **13<sup>th</sup> November, 2015** will be considered for the purpose of voting / e-voting.
4. Incomplete, unsigned, improperly or incorrectly tick marked Postal Ballot Form will be rejected. There will be only 1 (one) Postal Ballot Form for every registered folio /client ID irrespective of the number of joint members.
5. In compliance with provisions of Companies Act, 2013 and Clause 35B of the equity Listing Agreement, the Company is pleased to offer e-voting facility to its Members holding equity shares as on **13<sup>th</sup> November, 2015**, to exercise their right to vote electronically on the above resolution. For this purpose, the Company has entered into an agreement with Karvy for

facilitating e-voting. The e-voting period commences on **Monday, 23<sup>rd</sup> November, 2015 at 9:30 A.M.** and ends on **Tuesday, 22<sup>nd</sup> December, 2015 at 5.30 P.M.** The voting instructions are annexed to the postal ballot form.

6. The last date of receipt of the Business Reply Envelope with physical Postal Ballot Form is **22<sup>nd</sup> December, 2015.**
7. The resolution would be deemed to have been passed, if approved by the requisite majority on the last date specified by the Company for receipt of duly completed Postal Ballot Form and e-voting.
8. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the results of the voting by Postal Ballot will be announced on **24<sup>th</sup> December, 2015,** at the Registered Office of the Company at Plot No.2, Maitrivihar, Ameerpet, Hyderabad-500 038, Telangana, India. The results would be displayed at the Registered Office and Corporate Office of the Company and intimated to the Stock Exchanges, Registrar and Share Transfer Agent and would also be displayed on the Company's website at [www.aurobindo.com](http://www.aurobindo.com).
9. All the documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during working hours on all working days from the date of dispatch of the Notice till 22<sup>nd</sup> December, 2015.

#### **Statement pursuant to Section 102(1) of the Companies Act, 2013**

The members of the Company at the Extraordinary General Meeting held on 21.01.2015 had approved the issue of equity shares through a Qualified Institutions Placement (QIP) upto USD 350 million or rupees equivalent thereof. Since the market conditions for raising of funds by way of QIP was not favourable and also the QIP was not getting the value, the Company could not raise any amounts based on the resolution approved by the members. The validity period of this resolution is for one year. Hence, the Board of Directors have considered that a revised approval in modification of the earlier approval be sought from the members for fund raising upto USD 600 million or rupees equivalent thereof through various means of issue of securities like Foreign Currency Convertible Bonds (FCCBs) and/or American Depository Receipts (ADRs) or Global Depository Receipts (GDRs) and /or Qualified Institutions Placement (QIP), Qualified Foreign Investors (QFIs) and/or any other suitable financial instruments. It is therefore proposed that the Board of Directors be authorised by way of an enabling resolution to raise funds to facilitate and meet the additional capital expenditure requirements for the ongoing and future projects of the Company and its subsidiaries, working capital requirements, debt repayment, investment in subsidiary companies, general corporate purposes including but not limited to pursuing new business opportunities, acquisitions, meeting the issue expenses etc.

The proposed resolution is an enabling resolution authorizing the Board of Directors to mobilize adequate resources in one or more tranche or tranches, at such suitable time or times, to meet the growing needs of the Company by way of issue of any of the above mentioned securities.

The Resolution, if passed, will have the effect of allowing the Board to issue and allot Securities to the investors who may or may not be the existing members of the Company. Since the proposed Special Resolution may result in issue of shares of the Company otherwise than to the existing members of the Company in the manner laid down under Section 62 of the Companies Act, 2013, consent of the members is being sought pursuant to the provisions of Sections 23, 41, 42, 62, 71 and all other applicable provisions of the Companies Act, 2013 and the Listing Agreement with the Stock Exchanges.

The Equity Shares allotted or to be allotted upon conversion of any securities would be listed on BSE and NSE. The issue / allotment / conversion would be subject to the availability of regulatory approvals, if any. The conversion of securities held by foreign investors, into Equity Shares would be subject to the applicable foreign investment cap.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the Listing Agreement.

The members may please note that the appended resolution is only an enabling resolution and the detailed terms and conditions for the offer will be determined in consultation with lead managers, advisors, underwriters and such other authorities and agencies as may be required to be consulted by the Company in due consideration of prevailing market conditions and other relevant factors. As the price of the securities shall be determined at a later stage, exact number of securities to be issued shall also be crystallized later. However, an enabling resolution is being proposed to give adequate flexibility and discretion to the Board to finalize the terms of the offer.

The Board recommends the Resolution set out in the Notice, to be passed as a Special Resolution by the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested in the aforesaid Resolution.

By Order of the Board  
For AUROBINDO PHARMA LIMITED

Hyderabad  
6<sup>th</sup> November, 2015

A. MOHAN RAMI REDDY  
Vice President (Legal) & Company Secretary



# AUROBINDO PHARMA LIMITED

CIN - L24239TG1986PLC015190

Registered Office: Plot No.2, Maitrivihar, Ameerpet, Hyderabad – 500 038, Telangana.

Corp.office : The Water Mark Building, Plot No.11, Sy. No.9, Kondapur, Hi Tech City, Hyderabad - 500 084, Telangana.

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## POSTAL BALLOT FORM

Serial No. :

1. Name and Registered Address of the Sole/First  
named shareholder :

2. Name(s) of the Joint Holder(s), if any :

3. Registered Folio No. / DP ID No./ Client ID No.\*  
(\*Applicable to investors holding shares in demat  
form) :

4. Number of Shares held :

I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot for the business stated in the notice of the Company dated **6<sup>th</sup> November, 2015**, by sending my / our assent/ dissent to the said resolution by placing tick (✓) mark at the appropriate box below:

Description	Type of Resolution	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Resolution pursuant to the provisions of Sections 23, 41, 42, 62, 71 and other applicable provisions, if any, of the Companies Act, 2013 and all other applicable laws and regulations to issue securities	Special			

Place :

Date :

\_\_\_\_\_  
Signature of the Member

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### Electronic Voting Particulars

EVEN (E- Voting Event Number)	USER ID	PASSWORD/PIN

## INSTRUCTIONS

### 1. GENERAL INFORMATION

- i. There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.
- ii. Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through Postal Ballot Form shall be considered invalid.
- iii. The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the relevant date i.e **13<sup>th</sup> November, 2015**.
- iv. Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy.

### 2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

- i. Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, (Mr. S. Chidambaram, Company Secretary in Practice) C/o M/s Karvy Computershare Private Limited, Unit: Aurobindo Pharma Limited, Karvy Selenium, Tower B, Plot No.31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032, in the enclosed postage prepaid self-addressed envelope. Postal Ballot Form deposited in person or sent by post or courier at the expense of the Member will also be accepted.
- ii. In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.
- iii. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant board resolution / appropriate authorisation, with the specimen signature(s) of the authorised signatory (ies) duly attested.
- iv. The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Company, in respect of shares held in dematerialised form or in physical form, respectively.
- v. Completed Postal Ballot Form should reach the Scrutinizer as not later than the close of working hours i.e at **5.30 p.m. on Tuesday, 22<sup>nd</sup> December, 2015**. Postal Ballot Form received after this date will be considered as invalid.
- vi. Postal Ballot Form which is incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.
- vii. A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Company's Registrars and Share Transfer Agent, Karvy Computershare Private Limited [Unit: Aurobindo Pharma Limited], Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or to the e-mail ID: [evoting@karvy.com](mailto:evoting@karvy.com) . Duly completed and signed duplicate Postal Ballot Form should, however, reach the Scrutinizer not later than the close of working hours i.e at **5.30 p.m. on Tuesday, 22<sup>nd</sup> December, 2015**.
- viii. Members are requested not to send any paper (other than the resolution/authority as mentioned under "Process for Members opting for voting by Postal Ballot" as stated at point 2(iii) above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.

### 3. PROCESS FOR MEMBERS OPTING FOR E-VOTING

- A. In case a Member receiving an email of the Postal Ballot Notice from Karvy [for Members whose email IDs are registered with the Company/ Depository Participant(s)]:
  - i) Launch internet browser by typing the URL: <https://evoting.karvy.com>.
  - ii) Enter the login credentials (i.e., User ID and password mentioned below). Event No. followed by Folio No. / DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
  - iii) After entering these details appropriately, Click on "LOGIN".
  - iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you 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., Aurobindo Pharma Limited.
  - vii) On the voting page, enter the number of shares (which represents the number of votes) as on the relevant Date under "FOR/AGAINST" or 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 your total shareholding as mentioned therein. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
  - viii) Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.
  - ix) You may then cast your vote by selecting an appropriate option and click on "Submit".
  - x) 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, Members can login any number of times till they have voted on the Resolution(s).
  - xi) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: [schid285@gmail.com](mailto:schid285@gmail.com) with a copy marked to [evoting@karvy.com](mailto:evoting@karvy.com). The scanned image of the above mentioned documents should be in the naming format "Corporate Name\_ EVENT NO."
- B. In case of Members receiving physical copy of the Postal Ballot Notice by Post [for Members whose email IDs are not registered with the Company/Depository Participant(s)]:
  - i) User ID and initial password is as provided in Postal Ballot Form.
  - ii) Please follow all steps from Sr. No. (i) to (xi) as mentioned in (A) above, to cast your vote.
- C. The e-voting period commences on **Monday, 23<sup>rd</sup> November, 2015 at 9.30 A.M. and ends on Tuesday, 22<sup>nd</sup> December, 2015 at 5.30 P.M.** During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the relevant date i.e **13<sup>th</sup> November, 2015**, may cast their vote by electronic means in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- D. In case of any query pertaining to e-voting, please visit Help & FAQ's section of <https://evoting.karvy.com>. (Karvy's website).