

March 11, 2019

Listing Department
BSE LIMITED
P J Towers, Dalal Street, Fort,
Mumbai-400 001

Code: **531 335**

Listing Department
NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai-400 051

Code: **ZYDUSWELL**

Re.: **Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Appointment of Additional Independent Directors**

Dear Sir / Madam,

We hereby inform that pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors on the recommendation of Nomination and Remuneration Committee, by way of Circular Resolution, appointed Ms. Dharmishta N. Raval [DIN: 02792246] and Mr. Srivishnu Raju Nandyala [DIN: 00025063] as the Additional Independent Directors of the Company for a period of five consecutive years, subject to approval of the members at the ensuing Annual General Meeting.

The details of terms of appointment are attached to this letter.

The brief profile of Directors:

Ms. Dharmishta N. Raval	Mr. Srivishnu Raju Nandyala
Ms. Dharmishtaben N. Raval, an eminent lawyer is a science graduate and master in Legislative Laws. She enrolled as an Advocate of the Gujarat Bar Association since 1980. She had worked extensively with late Mr. Kirit N. Raval, former Solicitor General of India. She had exposure in the matters of various laws, such as Service Laws, Banking Laws, Financial Institutions, Company Law, Labour Laws and Income Tax Laws. She had also worked as an Executive Director in SEBI till May, 2003 and since then she started her practice as an	Mr. Vishnu Raju is the Chairman and CEO of Exciga group. Exciga group is a group of Investment companies that invests in the Financial markets and Real Estate with zero debt and no outside money. Vishnu Raju was in the past a promoter director in Raasi Cements and Raasi Ceramics. He is an Independent director in Amara Raja Batteries Limited and Heritage Foods Limited.



Advocate at Gujarat High Court. She was a Senior Standing Counsel for the Central Government for the Gujarat High Court till June, 2004. At present, she is the Secretary of the Indian Law Institute of Gujarat State Unit. She is also on the Executive Committee of NSDL and in Advisory Committee of SEWA Bank. She is the Chairperson of Ace Commodity Exchange and a member of advisory committee of SEBI – Mutual Funds. She was appointed as a member of the advisory committee on “Fostering Fair Trade and Competition in downstream Petroleum & Natural Gas Sector” by Petroleum and Natural Gas Regulatory Board.

She had represented the matters before Gujarat High Court on behalf of many reputed clients like, Colgate, Shell Gas, Welcome Group Hotels, Kodak India, Saurashtra Cement and SEBI. She is empanelled as Panel Advocates with institutions like – UTI, SBI, Dena Bank, GPCB and IRDA.

She is associated with Raval & Raval, Advocates.

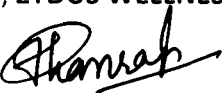
He has a bachelors degree in Engineering from Osmania University and the Owner President Management Program from Harvard Business School. He is an avid fitness and adventure enthusiast and has cycled 9 countries across Europe a distance of 1250 kms approximately.

The Directors have no relationship with the other Directors on the Board.

Please take the above on record.

Thanking you,

Yours faithfully,
For, ZYDUS WELLNESS LIMITED


DHANRAJ P. DAGAR
COMPANY SECRETARY



The terms and conditions of appointment of Ms. Dharmishta N. Raval [DIN: 02792246] and Mr. Srivishnu Raju Nandyala [DIN: 00025063], Directors as the Independent Directors of the Company:

- As the Independent Directors, the appointment of Directors shall be for a term of five consecutive years and their appointments are not subject to retirement of rotation.
- Directors will be paid sitting fees of Rs. 50,000/- for each Board / Committee meetings attended by him/her or such fees as may be decided by the Board of Directors from time to time.
- Directors will be reimbursed expenditure incurred by him/her on travelling, hotel accommodation and such other expenses incurred for attending any Board / Committee / General Meeting.
- Directors shall also be paid commission as may be approved by the Board of Directors in each financial year during his/her tenure of appointment.
- In case any special assignment is requested to be performed by the Directors, based on their expertise and knowledge, they will be paid professional fees and all expenses incurred by them for performance of such special assignment.
- The performance of the Directors will be evaluated by the Nomination and Remuneration Committee.

