



CAPLIN POINT
LABORATORIES LTD.

ANNEXURE - 2

CIN : L24231TN1990PLC019053

Regd. Off. : "NARBAVI", No.3, Lakshmanan Street, T. Nagar, Chennai - 600 017, Tamil Nadu, India. Phone : +91 44 28156653, 28156905
Fax : +91 44 28154952 E-mail : info@caplinpoint.net Website : www.caplinpoint.net

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF THE COMPANY
AT THEIR 25TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 12,2016.**

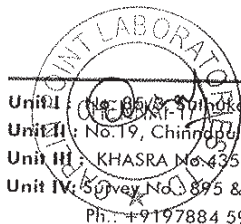
**APPROVAL OF SUB-DIVISION OF EXISTING EQUITY SHARES FROM THE FACE VALUE OF
RS.10 TO FACE VALUE OF RS.2 (ORDINARY RESOLUTION)**

RESOLVED THAT pursuant to the provisions of Section 61,64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, consents permissions and sanctions as may be necessary from the concerned Statutory Authorities, the equity shares of the Company having Nominal face value of Rs.10/-(Rupees Ten only) per share be sub divided into equity share having a Nominal face value of Rs.2/-(Rupees Two Only) Per shares

RESOLVED FURTHER THAT the existing fully paid up equity share of Rs.10/- (Rupees ten Only) each only be sub- divided into 5 (Five) fully paid up equity share of Rs.2/- (Rupees Two Only) each

RESOLVED FUTHER THAT upon sub-division of Equity Shares of the Company as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of Face value of Rs. 10/- (Rupees Ten only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date of sub-division, the Company may, without requiring the surrender of existing share certificate(s) directly issue and dispatch the new share certificate(s) of the Company in lieu of such existing share certificate(s) within the period prescribed or that may be prescribed in this behalf from time to time and in the case of shares held in dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the shareholders with the Depository Participants, in lieu of the existing credits representing the Equity Share before sub-division

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to make appropriate adjustments due to the sub-division of Equity Shares as aforesaid, to stock options which have been granted to employees of the Company under its Employee Stock Option Plan pursuant to the SEBI(Share Based employee Benefits) Regulations,2014 and any amendments thereto from time to time, such that the exercise price for all employee stock options which are outstanding as on the Record Date (vested and unvested options) shall be proportionately adjusted and the number of stock options which are available for grant and those already granted but not exercised as on Record Date shall be appropriately adjusted.



Unit I : No. 85/2, Puthukeny Village, Mannadipet Commune, Puducherry - 605 502. Ph.: +91 413 2674046 / 4047

Unit II : No.19, Chinna Rajiyur Village, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Thiruvallur District. Pincode - 601 201. Ph.: +91 44 27900901

Unit III : KHASRA No.435, Village Suraj Majra, N.H. No.21, Baddi, Teh. Nalagarh, District Solan, Himachal Pradesh - 173205. Ph.: +91 1795 245512

Unit IV : Survey No. 895 & 897, Guruvarajakandigoi, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Thiruvallur District, Pincode - 601 201.

Ph.: +9197884 59333/69333



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RESOLVED FURTHER THAT the Board of Directors of the Company be authorised to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Company for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.

VOTING RESULTS

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	10438753	5809400	55.6522	5809400	0	100.0000	0.0000
	Poll		4629353	44.3478	4629353	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10438753	100	10438753	0	100	0
Public-Institutions	E-Voting	699567	662618	94.7183	662618	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		662618	94.7183	662618	0	100	0
Public-Non Institutions	E-Voting	3971680	618228	15.5659	618208	20	99.9967	0.0032
	Poll		61352	1.5447	61352	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		679580	17.1106	679560	20	99.9971	0.0029
	Total	15110000	11780951	77.9679	11780931	20	99.9998	0.0002
	Result	The Resolution was passed by requisite majority						

For CAPLIN POINT LABORATORIES LTD.

Q. Raj
Company Secretary

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