



CAPLIN POINT
LABORATORIES LTD.

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

25.08.2016

BSE Limited
Department of Corporate Relationship
1st Floor, New Trade Ring, Rotunda Building.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code : 524742

By BSE Listing

National Stock Exchange of India Ltd.,
Department of Corporate Services
Exchange Plaza, 5th Floor,
C-1, Block G, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Scrip Code : CAPLIPOINT.

By NEAPS

Dear Sirs,

SUB: Compliance under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We herewith enclose Notice to the shareholders convening 25th Annual General Meeting to be held on **Monday, September 12, 2016 at 10.15 AM at Sri Thyaga Brahma Gana Sabha (Vani Mahal) No. 103, G N Road, T. Nagar, Chennai - 600 017.**

Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is providing its members a facility to exercise their right to vote by electronic mode in respect of all the businesses set out in the Notice to the 25th Annual General Meeting. The Company has provided e-voting through M/s. Karvy Computer Share Private Limited (KCPL). Only the members holding the share in physical or dematerialized form as on the cut of date as at the close of business hours on September 06, 2016 may cast their vote through e-voting or by voting at the AGM.

The e-voting period commences on Friday, September 09, 2016 at 10.00 am and will end at 5.00 pm on Sunday, September 11, 2016. The e-voting module will be disabled on September 11, 2016 at 5.00 PM.

We also enclose a copy of Newspaper advertisement published with respect to Intimation of Book Closure and e-voting.

This is for your Information and records.

Thanking You,

Yours Faithfully,
For Caplin Point Laboratories Limited


Company Secretary

Unit I : No: 85/3, Suthukeny Village, Mannadipet Commune, Puducherry - 605 502. Ph.: +91 413 2674046 / 4047

Unit II : No.19, Chinnappuliur 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, Guruvarajakandigai, Sirupuzhalpettai (Post), Gummidipoondi Taluk, Thiruvallur District, Pincode – 601 201
Ph.: +9197884 59333/69333



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NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the Shareholders of the Company will be held on Monday, September 12, 2016 at 10.15AM at Sri Thyaga Brahma Gana Sabha (Vani Mahal) No. 103, G N Road, T. Nagar, Chennai - 600 017.

NOTICE is also hereby given under section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that the Register of Members and Share Transfer Books of the Company will be closed from Saturday, 03rd September, 2016 to Monday, 12th September, 2016 (both days inclusive) for the purpose of 25th Annual General Meeting and for determining the eligibility of Final Dividend, if approved by the members at the AGM.

The Notice of the 25th Annual General Meeting, together with the Financial Statements as on March 31, 2016 and reports of the Directors and Auditors thereon has been sent in electronic form on August 12, 2016 to those Members whose e-mail ID has been registered with the Company/RTA/Depository participants. Physical copies of the Notice and the Attendance slip /Proxy form, has been sent by registered post to the registered address on August 13, 2016. The Notice has been sent to all members whose names appeared on the Register of Members /Register of Beneficial owners as at the close of business hours on Friday, August 05, 2016.

The aforesaid documents are available on the Company's website (i.e) www.caplinpoint.net under the "Investor/Annual Reports/2015-16" and on Karvy Computer Share Private Limited website (i.e) <https://evoting.karvy.com>

Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is providing its members a facility to exercise their right to vote by electronic mode in respect of all the businesses set out in the Notice to the 25th Annual General Meeting. The Company has provided e-voting through M/s. Karvy Computer Share Private Limited (KCPL). Only the members holding the share in physical or dematerialized form as on the cut of date as at the close of business hours on September 06, 2016 may cast their vote through e-voting or by voting at the AGM.

The e-voting period commences on Friday, September 09, 2016 at 10.00 am and will end at 5.00 pm on Sunday, September 11, 2016. The e-voting module will be disabled on September 11, 2016 at 5.00 PM. Once the vote on the resolution is cast by the Member, it cannot be changed. The facility for voting through ballot process shall be made available at the AGM and the members attending the AGM who have not cast their vote by e-voting shall be able to exercise their right at the AGM through ballot process. The Members who have cast their vote through e-voting may attend the AGM but shall not be entitled to vote again.

The procedure for e-voting has been explained in the Notice convening AGM and on website of the KCPL <https://evoting.karvy.com>. In case of any queries, please refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Il. Murthy, of Karvy Computershare Pvt Ltd at 040 67162222/67161551 or at 1800 345 4001. E-mail: evoting@karvy.com

Mr G Ramachandran, Practicing Company Secretary has been appointed as the scrutinizer to scrutinize the voting process in a fair and transparent manner.

The results along with the scrutinizers report shall be placed on the Company's website www.caplinpoint.net and on website of KCPL: <https://evoting.karvy.com> on or before September 14, 2016 and shall intimated to the stock exchanges where the Company's equity shares are listed

For Caplin Point Laboratories Limited

Place : Chennai
Date : August 22, 2016

Sd/-
Vinod Kumar S
Company Secretary

சென்னை 24.8.2016



கேபிள் பாயிண்ட் லேபரட்டர்ஸ் லிமிடெட்

CIN : L24231TN1990PLC019053

பதிவு அலுவலகம்: "நர்வா", எண்.3, லட்சுமணன் தெரு, தி.நகர், சென்னை - 600 017,
Phone Nos. 044-28156653, 28156905, Fax No.044-28154952
E-Mail : info@caplinpoint.net, Website: www.caplinpoint.net

அறிவிப்பு

கம்பெனியின் பங்குதாரர்களின் 25-வது வருடாந்திர பொதுப் பேரவைக்கூட்டம் 12.09.2016 திங்கட்கிழமையன்று காலை 10.15 மணியளவில் சூரியாக பிரம்ம கான சபா (வானி மறால்), எண்.103, ஜி.என்.ரோடு, தி.நகர், சென்னை-600 017 என்ற முகவரியில் நடைபெறும் என்பது இதன் மூலம் அறிவிக்கப்படுகிறது.
25-வது வருடாந்திர பொதுப் பேரவைக்கூட்டத்தை முன்னிட்டும், வருடாந்திர பொதுப் பேரவைக்கூட்டத்தில் பங்குதாரர்களால் அறிவிக்கப்பட்டால் இறுதி டிவிடென்ட் வழங்குவதற்கு பங்குதாரர்களின் தகுதியை நினைப்பிடுபதற்காகவும், கம்பெனியின் பங்குதாரர்கள் பதிவேடும், பங்குதாரர் பத்தகங்களும் 03.09.2016 சனிக்கிழமை முதல் 12.09.2016 திங்கட்கிழமை வரை (இந்த இரு தினங்கள் உட்பட) ஒதுக்கப்படும் என்பது 2016-ம் வருடத்திய கம்பெனிகள் சட்டத்தின் 91-வது பிரிவின் கீழும், 2015-ம் வருடத்திய SEBI (பொறுப்புக்களை பட்டியலிடுதல் மற்றும் தேவைகளை வெளிப்படுத்துதல்) விதிமுறைகளில் 42-வது விதிமுறையின் கீழும் இதன் மூலம் மேலும் அறிவிக்கப்படுகிறது.

31.03.2016 அன்றுள்ளபடி நிதிநிலை அறிக்கைகள் இயக்குனர்கள் மற்றும் தனிக்கணப்பாளர்களின் அறிக்கைகள் ஆகியவை இணைக்கப்பட்ட 25-வது வருடாந்திர பொதுப் பேரவைக்கூட்டம் தொடர்பான அறிவிப்பு, கம்பெனி/RTA/பெபிஎஸ்சி பரட்டிசியன்ஸ் இ-மெயில் முகவரிகளை பதிவு செய்துள்ள பங்குதாரர்களுக்கு 12.08.2016 அன்று வைக்காளிக் படிவத்தில் அனுப்பப்பட்டுள்ளது. அறிவிப்பின் பிரிக்கல் நகல்கள் மற்றும் வருகைப்பதிவேடு கீட்டு பதிலி நியமனப்படிவம் ஆகியவை கம்பெனியில் பதிவு செய்யப்பட்டுள்ள முகவரிகளுக்கு பதிவு அஞ்சல் மூலம் 13.08.2016 அன்று அனுப்பப்பட்டுள்ளது. பங்குதாரர்கள் பதிவேடு/பயணாளி உரிமையாளர்கள் பதிவேட்டில் இடம்பெற்றுள்ள பெயர்களைக்கொண்ட அனைத்து பங்குதாரர்களுக்கும் 05.08.2016 வெள்ளிக்கிழமையன்று அலுவலக நேரம் முடிவிற்குள் அறிவிப்பானது அனுப்பி வைக்கப்பட்டுள்ளது.

முதலிடாளர்/வருடாந்திர அறிக்கைகள் / 2015-16 மற்றும் மேற்சொன்ன ஆவணங்கள் கம்பெனியின் இணையதளத்தில் (தொழில்) www.caplinpoint.net, என்ற இணைய தளத்திலும், MS. கார்வீ கம்ப்யூட்டர் சோர் பிரிண்டர் லிமிடெட் கம்பெனியின் இணைய தளத்தில் (அதாவது) <https://evolving.karvy.com> என்ற இணையதளத்திலும் காணலாம்.

2013-ம் வருடத்திய கம்பெனிகள் சட்டத்தின் 108-வது பிரிவின் கீழும், 2014-ம் வருடத்திய கம்பெனிகள் (மேலாண்மை மற்றும் நிர்வாகம்) திருத்தப்பட்ட விதிமுறைகளில் 20-வது விதிமுறையின் கீழும், 2015-ம் வருடத்திய SEBI (பொறுப்புக்களை பட்டியலிடுதல் மற்றும் தேவைகளை வெளிப்படுத்துதல்) விதிமுறைகளில் 44-வது விதிமுறையின் கீழும், 25-வது வருடாந்திர பொதுப் பேரவைக்கூட்டம் தொடர்பான அறிவிப்பில் குறிப்பிடப்பட்ட அனைத்து அலுவல்கள் தொடர்பாக கம்பெனியின் பங்குதாரர்கள் அவர்களுக்கு வழங்குகிற MS. கார்வீ கம்ப்யூட்டர் சோர் பிரிண்டர் லிமிடெட் (KCPL) மூலம் மின்னணுவியல் வாக்குப்பதிவு வசதியை கம்பெனியானது வழங்குகிறது. கட-ஆப் தேதி 08.09.2016 அன்று அலுவலக நேரம் முடியும் தரவாயில் பிரிக்கல் படிவத்திலோ அல்லது எலக்ட்ரானிக் படிவத்திலோ பங்குதாரர்கள் வைத்திருக்கும் பங்குதாரர்கள் மட்டுமே மின்னணுவியல் வாக்குப்பதிவு மூலம் அல்லது வருடாந்திர பொதுப் பேரவைக்கூட்டத்தில் வாக்குச்சீட்டு மூலம் அவர்களுக்கு வாக்கைப் பதிவு செய்யலாம்.

மின்னணுவியல் வாக்குப்பதிவு காலம் 09.09.2016 வெள்ளிக்கிழமை அன்று காலை 10.00 மணியளவில் துவங்கி, 11.09.2016 குடியிருப்புக் கிழமையன்று மாலை 5.00 மணிக்கு முடிவடையும். 11.09.2016 அன்று மாலை 5.00 மணிக்குப் பிறகு மின்னணுவியல் வாக்குப்பதிவு மூலம் வாக்குகளை பதிவு செய்ய இயலாது. ஒரு தீர்மானத்தின் மீது ஒரு பங்குதாரர் ஒருமுறை வாக்களித்த பிறகு அதில் மாற்றம் செய்ய இயலாது. வருடாந்திர பேரவைக்கூட்டத்தின்போது வாக்குச்சீட்டு மூலம் வாக்களிக்கும் வசதியை கம்பெனியானது வழங்குகிறது. மின்னணுவியல் வாக்குப்பதிவு மூலம் தங்களுள் வாக்கைப்பதிவு செய்யாத பங்குதாரர்கள் வருடாந்திர பொதுப் பேரவைக்கூட்டத்தில் கலந்துகொண்டு வருடாந்திர பொதுப் பேரவைக்கூட்டத்தில் வாக்குச்சீட்டு மூலம் அவர்களுக்கு வாக்கைப்பதிவு செய்யலாம். மின்னணுவியல் வாக்குப்பதிவு மூலம் தங்களுக்கு வாக்குகளைப் பதிவு செய்த பங்குதாரர்கள் வருடாந்திர பொதுப் பேரவைக்கூட்டத்தில் கலந்துகொள்ளலாம். ஆனால் வருடாந்திர பொதுப் பேரவைக்கூட்டத்தில் மீண்டும் தங்களுக்கு வாக்கைப்பதிவு செய்ய இயலாது.

மின்னணுவியல் வாக்குப்பதிவு தொடர்பான நடைமுறைகள் வருடாந்திர பொதுப் பேரவைக்கூட்டம் தொடர்பான அறிவிப்பில் விளக்கப்பட்டுள்ளது. மேலும் KCPL திறவுகதின் இணையதளமான <https://evolving.karvy.com> என்ற இணையதளத்திலும் வெளிப்பட்டுள்ளது. ஏதேனும் வினாக்களை இருப்பின், பங்குதாரர்களுக்கான கேள்விகள் கேட்கப்படும் பிரிவுக்கு (FAQs) தயவுசெய்து தொடர்புகொள்ளலாம். மின்னணுவியல் வாக்குப்பதிவு தொடர்பான பங்குதாரர்களுக்கான தகவல்களை <https://evolving.karvy.com> என்ற இணையதளத்தின் பதிவிக்கல் செய்யும் பிரிவினரும் காணலாம் அல்லது திரு. I.L. ஸ்ரீதர், MS. கார்வீ கம்ப்யூட்டர் சோர் பிரிண்டர் லிமிடெட், என்.பவரை 044-6716 2222 / 6716 1551 என்ற எண்ணில் தொடர்பு கொள்ளலாம் அல்லது 1800 945 4001 (இலவச அழகுப்பு) என்ற எண்ணில் தொடர்புகொள்ளலாம் அல்லது இ-மெயில் evolving@karvy.com என்ற முகவரியிலும் தொடர்பு கொள்ளலாம். வாக்குப்பதிவு பணியை நேரமையாகவும், வெளிப்படைவாகவும் நடத்துவதற்காக கம்பெனி செயலாளர் பதிரிசி பெற்ற திரு. ராமச்சந்திரன் என்பவர் ஆய்வாளராக நியமிக்கப்பட்டுள்ளார். ஆய்வாளரின் அறிக்கையுடன் முடிவுகள் கம்பெனியின் www.caplinpoint.net என்ற இணையதளத்திலும், KCPL கம்பெனியின் <https://evolving.karvy.com> என்ற இணையதளத்திலும், 14.09.2016 அன்று அல்லது அதற்கு முன்பாகவோ காணலாம். கம்பெனியின் சம பங்குகள் பட்டியலிடப்படும் பங்கு வாங்கும் திறவுகதின் மூலம் இறுதி தகவல் தெரிவிக்கப்படுகிறது.

கேபிள் பாயிண்ட் லேபரட்டர்ஸ் லிமிடெட்டுக்காக
9-ம்/-
வினோதுகுமார் S
கம்பெனி செயலாளர்

இடம்: சென்னை
தேதி: 22.08.2016

CAPLINPOINT LABORATORIES LIMITED

CIN No. L24231TN1990PLC019053

“Narbhavi” No.3, Lakshman Street, T Nagar Chennai 600 017

Telephone: + 91 44 28156653/6901/6905 Fax:+91 4428154952

e-mail:info@caplinpoint.net, Website :www.caplinpoint.net

NOTICE

NOTICE is hereby given that the Twenty Fifth Annual General Meeting of the members of Caplin Point Laboratories Limited will be held on Monday, September 12, 2016 at Sri Thyaga Brahma Gana Sabha (Vani Mahal) No. 103, G N Road, T. Nagar, Chennai - 600 017 at 10.15 AM to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone and Consolidated financial statements of the Company for Nine months/ Financial year ended March 31, 2016, including the audited Balance Sheet as at March 31,2016 and the Statement of Profit and Loss of the Company for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.
2. To declare Final Dividend on equity shares
3. To appoint a Director in place of Mr C C Paarthipan (DIN: 01218784), 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 and all other applicable provisions of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. CNGSN & Associates LLP, Chartered Accountants, Chennai (Firm Registration No. 004915S) as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the 26th Annual General Meeting on such remuneration as may be determined by the Board of Directors.

SPECIAL BUSINESS:

5. 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 Sections 196, 197,

and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and all other applicable laws for the time being in force, approval of the Company be and is hereby accorded for the re-appointment of Mr. M Jayapal (DIN: 01869677) as a Whole -time Director of the Company for a period of one year, with effect from 28th March, 2016, at a remuneration approved by the Nomination & Remuneration Committee as set out below:-

Terms and Conditions of the Contract of Service of Mr. M Jayapal

a. Salary, Allowances & Perquisites

Not exceeding Rs. 65,000/- per month with effect from 28th March, 2016

b. General

i) Perquisites shall be valued in terms of actual expenditure incurred by the Company in providing benefit to the employees. However, in cases where the actual amount of expenditure cannot be ascertained with reasonable accuracy (including car provided for official and personal purposes) the perquisites shall be valued as per income tax rules.

ii) Mr. M Jayapal, would be subject to all other service conditions as applicable to any other employee of the Company.

RESOLVED FURTHER THAT the total remuneration (i.e; salary, perquisites, allowances etc) of Mr. M Jayapal in any financial year shall not exceed the limits prescribed from time to time under Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as may for the time being be in force and any amendments thereto.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the scope of remuneration of Mr. M Jayapal, to the extent recommended by the Nomination and Remuneration Committee from time to time as may be considered appropriate, subject to the overall limits specified by this resolution and the

Companies Act, 2013.

6. To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149 (10) and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the applicable provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and as recommended by the Nomination and remuneration committee Dr R Ravichandran (DIN: 01920603), be and is hereby re-appointed as an Independent Director of the Company for a second term of Five years from May 12, 2016 to May 11, 2021, and not liable to retire by rotation.

7. 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 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 a 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 share.

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

RESOLVED FURTHER 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.

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

8. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

RESOLVED that subject to Section 13, 61 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) the Clause V of the Memorandum of Association of the Company be and is hereby amended and substituted by the following clause:

Clause V would be substituted as follows:

The Authorized Shares Capital of the Company is ₹17,00,00,000/- (Rupees Seventeen Crores only) divided into 8,50,00,000 (Eight Crore fifty lakh only) Equity Shares of ₹2/- (Rupees Two) each With the power from time to time to increase or reduce its capital. The shares forming the capital (Original, increased, or reduced) of the Company may be subdivided, consolidated or divided into such classes with any preferential, or other rights, privileges or conditions attached thereto and be held upon such terms as may be determined by the Articles of Association and regulations of the company for the time being or otherwise

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 of the Company for obtaining

approvals, statutory, contractual or otherwise, in relation to the above and 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.

9. To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution:

RESOLVED THAT subject to Section 14 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approvals from the concerned Statutory Authorities, Article 4 of the Articles of Association of the Company relating to Capital be substituted by the following Clause:

4. The Authorised Share Capital of the Company is ₹17,00,00,000/- (Rupees Seventeen Crores only) divided into 8,50,00,000 (Eight Crore fifty lakh) only Equity Shares of ₹2/- (Rupees Two) each.

RESOLVED FURTHER that the Board of Directors of the Company be and are hereby 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 of the Company for obtaining approvals, statutory, contractual or otherwise, in relation to the above and 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

For and on behalf of the Board

Date : August 05,2016
Place: Chennai

C C Paarthipan
Chairman

Registered Office:

“Narbavi “No. 3 Lakshmanan Street
T Nagar, Chennai – 600 017
CIN : L24231TN1990PLC019053

NOTES:

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Proxy form, in order to be effective, must be deposited at the Registered Office of the Company not less than forty eight hours before the time fixed for holding the meeting.

A person can act as Proxy on behalf of members not exceeding fifty and holding not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 member.

2. The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts regarding the items of special businesses specified above is annexed hereto.

3. Members/proxies are requested to bring duly-filled attendance slip along with their copy of Annual Report to the Meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. The Register of Members and Share Transfer Books of the Company will be closed from Saturday, September 03,2016 to September 12, 2016 (Both days inclusive) for the purpose of Annual General Meeting and Final Dividend.
5. The Final Dividend as recommended by the Board of Directors, if declared at the meeting, will be paid on or before October 12, 2016 to those members, whose names appear in the Register of Members on September 02, 2016; in respect of the shares held in dematerialized form, the dividend will be paid to the members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.

6. Members holding shares in physical forms are requested to notify and change in their address to the Company / Share Transfer Agents quoting Register Folio number. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their respective Depository Participants. Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Karvy Computer shares P. Limited.
8. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 72 of the Companies Act, 2013 read with Rules made there under are requested to send the prescribed Form SH.13 to M/s. Karvy Computershare Private Ltd. The Form SH.13 for the purpose would be available for download on the Company's website www.caplinpoint.net under the section 'Investor'.
9. **Electronic copy of the Notice of the 25th 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 25th 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.**
10. Members are requested to fill up the ECS mandate form provided with this report and submit to the Company's Share Transfer Agents (Physical and Electronic) M/s Karvy Computershare Private Ltd at the following address: M/s Karvy Computershare Private Ltd, UNIT: Caplin Point Laboratories Limited, "Karvy Selenium Tower B" Plot No.31 & 32, Gachibowli, Financial District, Hyderabad-500032 E-mail: einward.ris@karvy.com. URL: www.karvycomputershare.com. All communications relating to shares may be addressed to the Company's Share Transfer Agents (Physical and Electronic) at their communication address mentioned herein.
11. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the venue of AGM.
12. Corporate Members / FIs / Financial Institutions intending to send their authorised representatives to attend the Annual General Meeting are requested to send a duly certified copy of the Board resolution / such other documents authorizing their representatives to attend and vote at the Annual General Meeting well in advance.
13. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with Company Secretary at the Company's Registered Office or the Registrar and Share Transfer Agents, M/s Karvy Computershare Private Limited. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124(5) of the Companies Act, 2013 be transferred to the Investor Education and Protection Fund.
14. As per the green initiative taken by the Ministry of Corporate Affairs, the shareholders are advised to register their e-mail address with the Company in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form to enable the Company to serve documents in electronic form.
15. Members who have not registered their e-mail address with the Company can now register the same by submitting a duly filled in 'E-Communication Registration Form', available on the website of the Company www.caplinpoint.net, to M/s. Karvy Computershare Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
16. Brief resume, details of Directors shareholding and Directors inter-se relationship of Directors seeking appointment /Re-appointment as required under Regulation 36 (3) of SEBI(Listing Obligations & Disclosure Requirements) Regulations,, are provided as Annexure to this Notice
17. The Board has appointed Mr.G. Ramachandran, Practicing Company Secretary as the scrutinizer for conducting the e-voting and Ballot process in a fair and transparent manner
18. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to its Members to exercise their right to vote at the 25th Annual General Meeting (AGM) by electronic means in respect of the businesses to be transacted at the AGM, through the remote e-Voting

- platform provided by Karvy Computershare Private Limited (Karvy).
19. The Members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting'). Members attending the meeting who have not already cast their vote by remote e-Voting shall be able to exercise their rights at the meeting. Facility of voting through ballot shall also be made available at the meeting.
 - i. The remote e-voting facility will be available during the following period:
 - a) Day, date and time of commencement of remote e-voting: September 09,2016 at 10.00 a.m.
 - b) Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed: September 11,2016 at 5.00 p.m.
 - ii. The voting rights of the Members holding shares in physical form or in dematerialized form, in respect of e-voting shall be reckoned in proportion to their shares of the paid up equity share as on the cut-off date being September 02,2016.
 - iii. Any person who acquires Shares of the Company and become Member of the Company after the dispatch of the AGM Notice and holds shares as on the cut-off date i.e. August 05,2016, may obtain the User Id and password in the manner as mentioned below:
 - a) If the mobile number of the member is registered against Folio No./ DPID Client ID, the Member may send SMS:
MYEPWD<space>E-Voting Event Number+Folio number or DPID Client ID to +91-9212993399

Example for NSDL:
MYEPWD<SPACE>IN12345612345678
Example for CDSL:
MYEPWD<SPACE>1402345612345678
Example for Physical:
MYEPWD<SPACE> (EVENTNO)XXXX1234567890
 - b) if e-mail address or mobile number of the member is registered against Folio No./ DPID Client ID, then on the home page of <https://evoting.karvy.com>, the Member may click "Forgot Password" and enter Folio No. or DPID Client ID and PAN to generate a password.
 - c) Member may call Karvy's Toll free number 1-800-3454-001.
 - d) Member may send an e-mail request to evoting@karvy.com.
 - iv. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.
 - v. Details of Website: <https://evoting.karvy.com>
 - vi. Details of persons to be contacted for issues relating to e-voting:
Mr. I L Murthy
Karvy Computershare Private Limited
Unit : CAPLIN POINT LABORATORIES LIMITED
Karvy Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad – 500 032.
Tel. No.: +91 40 67162222/67161551;
Toll Free No.: 18003454001 • Fax No.: +91 40 23001153;
E-mail: evoting@karvy.com.
 - vii. Details of Scrutinizer: Mr G Ramachandran , Practicing Company Secretary (Membership No.A9865)
 - viii. The procedure and instructions for remote E-Voting facility are as follows:
 - A. In case of shareholders receiving email from Karvy:
 - i. Open your web browser during the voting period and navigate to '<https://evoting.karvy.com>'.
 - ii. Enter the login credentials (i.e. User ID and password mentioned in the email). Your 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".

You will now reach password change menu wherein they are required to mandatorily change your login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (like *, #, @, 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.
 - iv. You need to login again with the new credentials.
 - v. On successful login, the system will prompt you to select the E-Voting Event Number for Caplin Point Laboratories Limited.
 - vi. If you are holding shares in Demat form and had logged on to <https://evoting.karvy.com> and casted your vote earlier for any other company, then your existing login id and password are to be used.
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date i.e. September 02, 2016

- 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 on the cut-off date.
- viii. You may also choose the option “ABSTAIN” and the shares held will not be counted under either head.
 - ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.
 - x. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - xi. You may then cast your vote by selecting an appropriate option and click on “Submit”. 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.
 - xii. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xiii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, 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 authorised representative(s), to the Scrutinizer at e-mail ID: ramgcs@gmail.com with a copy to evoting@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format “Corporate Name_EVENT NO.”
- B. In case of shareholders receiving Notice by post:
- i. Initial password is provided at the bottom of the Attendance Slip

- ii. Please follow all steps from Sl. No. (i) to Sl. No. (xiv) 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 download section of <https://evoting.karvy.com> or contact Mr. I L Murthy of Karvy Computershare Private Limited at 040- 6716 1551 or at 1800-3454-001 (toll free).
- D. The Scrutinizer’s decision on the validity of the vote shall be final.
- E. Once the vote on a resolution stated in this notice is cast by shareholder through remote e-voting, the shareholder shall not be allowed to change it subsequently and such e-vote shall be treated as final. The Members who have cast their vote by remote e-voting may also attend the Meeting, however such member shall not be allowed to vote again.
- F. The Scrutinizer after scrutinising the votes cast at the Meeting by Poll and through remote e-voting, will, not later than two (2) days of conclusion of the Meeting, make a consolidated Scrutinizer’s Report and submit the same forthwith to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same.
- G. The Results declared along with the consolidated Scrutinizer’s Report shall be hosted on the website of the Company (www.caplinpoint.net) and on the website of Karvy (<https://evoting.karvy.com>). The Results shall simultaneously be communicated to BSE Limited and the National Stock Exchange of India Limited.

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 5

The Board of Directors of the Company in its meeting held on February 05, 2016 approved the re-appointment of Mr M Jayapal as a Whole-time Director for a period of one year with effect from March 28, 2016 as recommended by the Nomination and Remuneration Committee. The terms of contract of services are set out in the Resolution.

The terms and conditions of re-appointment may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The Board recommends the resolution for the approval of Members.

Accordingly, the Board recommends this Ordinary resolution for approval by the members of the Company.

Except Mr M Jayapal, none of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolution

ITEM NO.6

Dr R Ravichandran was appointed as an Non-executive Independent Director of the Company for a period of two years effective from May 12,2014. As recommended by the Nomination and Remuneration committee, the Board of Director of the Company at their Meeting held on February 05,2016 have proposed to re-appoint him as an Non-executive Independent Director for a second term of five consecutive years commencing form May 12,2016.

In the opinion of the Board, Dr R Ravichandran fulfils the conditions as specified in the Companies Act, 2013 and rules made thereunder for his re-appointment as an Independent Director of the Company and is independent of the management. The Board also considers that his continued association/support would be of immense benefit to the Company and is desirable to avail his services as an Independent Director.

Accordingly, the Board recommends this Special resolution for approval by the members of the Company.

Except Dr R Ravichandran, none of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolution.

ITEM NO.7,8 & 9

The Equity Shares of the Company are listed and traded on BSE Limited and National Stock Exchange of India Limited. In order to facilitate high liquidity, less volatility and to enhance the investor value by encouraging wider participation of small and retail investors the Board of Directors of the Company at their Meeting held on August 05, 2016 considered and approved the sub-division of one Equity Share of the Company having a face value of ₹10 each into Five Equity Shares of face value of ₹2/- each subject to approval of the Members and any other statutory and regulatory approvals, as applicable. The Record Date for the aforesaid sub-division of the Equity Shares will be fixed after approval of the Members is obtained.

The sub-division as aforesaid would require consequential amendments to the existing Clause V of the Memorandum of Association and Article 4 of the Articles of Association of the Company as set out in Item Nos. 8 and 9 of the Notice respectively to reflect the change in face value of each Equity Share from ₹10 each to ₹2/- each.

The Directors recommend the Resolutions as set out in Item Nos. 7, 8 and 9 of the Notice for Members approval.

No Directors, Key Managerial Personnel's and their relatives are in any way concerned or interested in the Resolution of Item Nos. 7, 8 and 9 of the Notice except to the extent of their shareholding in the Company.

For and on behalf of the Board

Date : August 05, 2016
Place: Chennai

C C Paarthipan
Chairman

Registered Office:

“Narbavi “No. 3 Lakshmanan Street
T Nagar, Chennai – 600 017
CIN : L24231TN1990PLC019053

ANNEXURE TO NOTICE

Details of Directors seeking appointment and re-appointment at the ensuing Annual General Meeting [in pursuance to Regulation 36 (3) of the Listing Obligations and Disclosure Requirements) Regulations,2015]

Name of the Director	Mr .C C PAARTHIPAN	Dr R Ravichandran	Mr M Jayapal
DIN	01218784	01920603	01869677
Date of birth	02.08.1952	20.07.1957	04.08.1951
Date of Appointment on the Board	16.04.1990	12.05.2014	28.03.2005
Qualifications	Graduate	Doctorate In Management	Graduate
Expertise in Specific Functional Area	Mr C C Paarthipan has about three decades rich and vast experience in the field in the pharmaceutical industry. A good business acumen with Exceptional abilities in identifying and exploring business opportunities in Latin American countries and upto date knowledge in the happenings of the pharma Industry both in domestic and global Markets. Spearheading the Management in achieving business targets/enduring goals.	Dr R Ravichandran has about 38 years rich and diversified experience in the field of Financial Management, Corporate governance and Strategic Management .	Mr M Jayapal has about three decades rich experience in Marketing and business development and poses specific interest in relationship management.
Number of Shares held in the Company	28,29,353 Equity Shares	NIL	NIL
List of the Directorship or other position held in other Listed Companies	NIL	NIL	NIL
Chairman/ Member in the Committees of the Boards of Companies in which he is Director*	Chairman: Nil Member :Nil	Chairman: Nil Member :Nil	Chairman: Nil Member :Nil
Relationships, if any, with other Directors and KMP	NONE	NONE	NONE

*Other than Caplin Point Laboratories Limited.

CAPLIN POINT LABORATORIES LIMITED

CIN:- L24231TN1990PLC019053

Registered Office:- "Narbhavi", No.3, Lakshmanan Street, T.Nagar, Chennai – 600 017.

Ph:- 044-28156653, 28156905, Fax:- 044-28154952

E-Mail:- info@caplinpoint.net, Website:-www.caplinpoint.net

Form MGT-11

PROXY FORM

(Pursuant to Section 105 (6) of the Companies Act, 2013 and Rules 19(3) of the Companies (Management and Administration) Rules, 2014

Name of the Member(s):

Registered Folio No / DP ID No / Client ID No.*:

(*applicable to Investors holding shares in dematerialised form)

Registered Address:

Email ID:

I/ We, being a member/s of CAPLIN POINT LABORATORIES LIMITED, holding _____ shares of the above named Company, hereby appoint

1. Name : Address :
Email Id : Signature :or failing him / her
2. Name : Address :
Email Id : Signature :or failing him / her
3. Name : Address :
Email Id : Signature :

As my / our proxy to attend and vote (on a poll) for me/us on my/our behalf at the Twenty Fifth Annual General Meeting of the Company to be held on Monday, September 12, 2016 at 10.15 AM at Thyaga Brahma Gana Saba "VANI MAHAL" No. 103, G.N. Road, T. Nagar, Chennai – 600017 and at any adjournment thereof.

Signed this _____ day of _____ 2016.

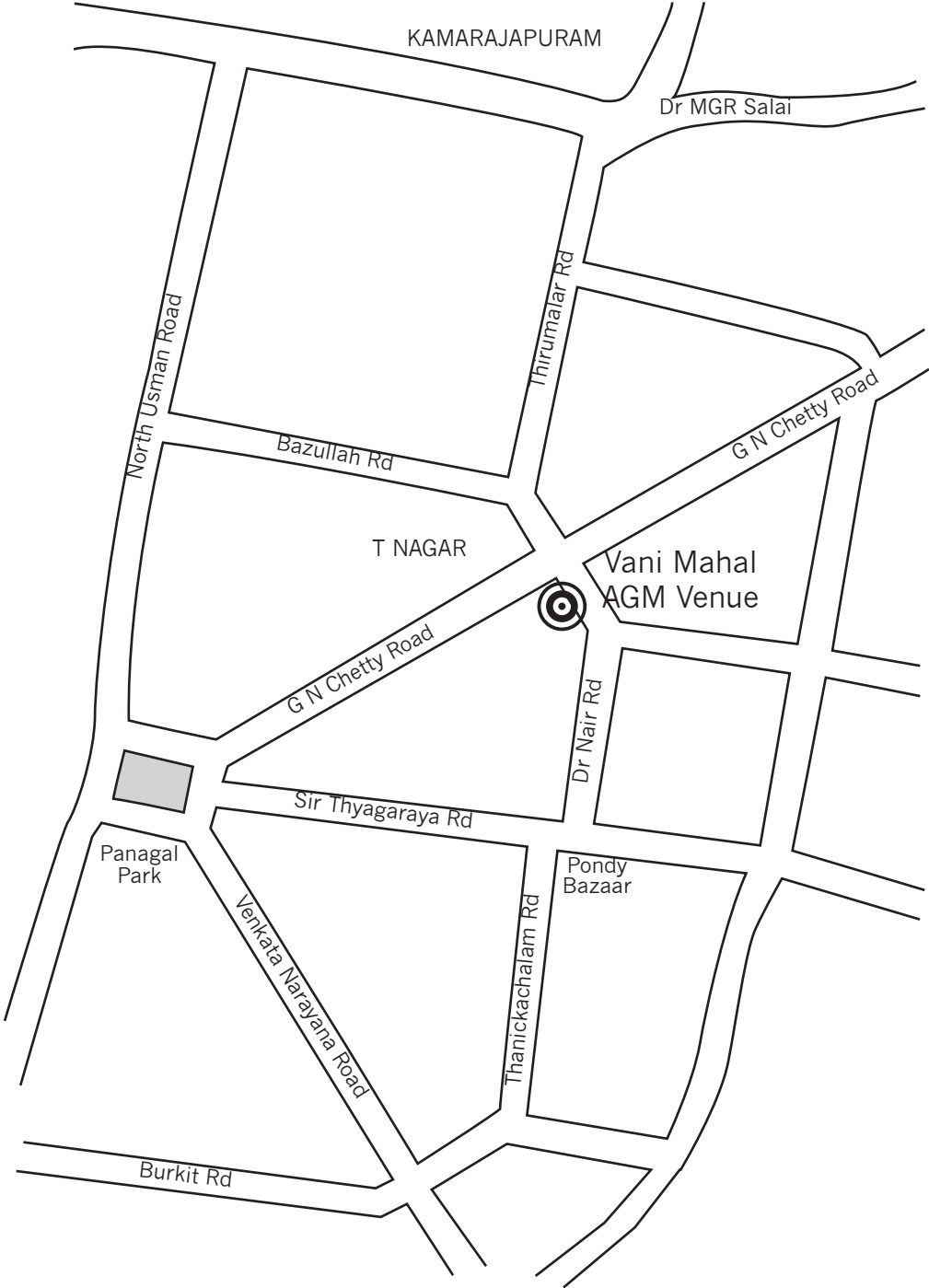
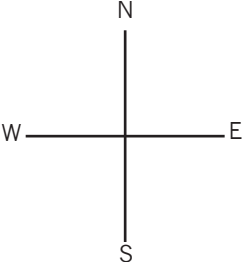
Affix
Re. 1/-
Revenue
Stamp

Signature of the Proxy holder(s)

Signature of the shareholder

Note : 1. This form duly in order to be effective should be completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

AGM HALL ROUTE MAP



ERRATA TO THE NOTICE OF THE 25TH ANNUAL GENERAL MEETING

Dear Shareholders,

This is with reference to the Notice dated August 05, 2016 and attendance slip convening the 25th Annual General Meeting of the Company scheduled to be held on 12th September 2016. The Company would like to bring to your kind attention that the cut-off date for determining the members who are eligible to vote (both e-voting & ballot process) shall be September 06, 2016 instead of September 02, 2016, as appearing in the Notice. The cut-off date of September 06, 2016 shall be applicable to members holding shares in physical or dematerialized form.

All other information in the Notice remains unchanged.

Yours Faithfully,
For Caplin Point Laboratories Limited
Sd/-
Vinod Kumar S
Company Secretary

Date : August 19,2016