

Zydus Wellness ZYDUS WELLNESS LIMITED
[CIN-L15201GJ1994PLC023490]

Regd. Office: House No. 6 & 7, Sigma Commerce Zone, Nr. Iscon Temple,
Sarkhej-Gandhinagar Highway, Ahmedabad - 380 015.
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Phone No. : 079-67775888; Fax No. : 079-67775811

**NOTICE OF TWENTY FOURTH ANNUAL GENERAL MEETING,
E-VOTING INFORMATION AND BOOK CLOSURE**

NOTICE IS HEREBY GIVEN THAT

1. The Twenty Fourth Annual General Meeting [AGM] of the members of the Company will be held on Friday, August 3, 2018 at 10.00 a.m. at J. B. Auditorium, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015.
2. Electronic copies of the Notice of AGM and Annual Report for the Financial Year 2017-2018 have been sent to all the members whose mail IDs are registered with the Company / Depository Participant[s]. The same are also available on the website of the Company at www.zyduswellness.in. Notice of AGM and Annual Report for the financial year 2017-2018 have been sent to all other members at their registered address in the permitted mode. The dispatch of Notice of AGM has been completed on July 8, 2018.
3. Members holding shares either in physical form or dematerialized form, as on July 26, 2018, being the cut-off date may cast their vote electronically on the business as set forth in the Notice of AGM through electronic voting system of Central Depository Services [India] Limited [CDSL] from a place other than venue of AGM [remote e-voting]. All members are informed that :
 - i. The business as set forth in the Notice of the AGM may be transacted through voting by electronic means.
 - ii. The remote e-voting will commence at 9:00 a.m. on Tuesday, July 31, 2018.
 - iii. The remote e-voting shall end at 5:00 p.m. on Thursday, August 2, 2018.
 - iv. The cut-off date for determining the eligibility to vote by electronic means or at the AGM is July 26, 2018.
 - v. E-voting module shall be disabled after 5:00 p.m. on Thursday, August 2, 2018.
 - vi. A person who has acquired shares and become a member of the Company after the dispatch of notice of AGM and holding shares as on cut-off date, may cast vote by following the instructions for e-voting as provided in the Notice convening the AGM, which is available on the website of the Company and CDSL. However, if the person is already registered with CDSL for remote e-voting then the existing user ID and password can be used to cast vote.
 - vii. The facility for voting through e-voting shall also be made available at the AGM and members who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - viii. The Notice of AGM is available on the website of the Company www.zyduswellness.in and also on the website of CDSL www.evotingindia.com.
 - ix. Members can opt for only one mode of voting, i.e., remote e-voting or voting at AGM. In case members cast their votes through both the modes, voting done by remote e-voting shall prevail and votes cast at AGM shall be treated as invalid.
 - x. Hitesh Buch & Associates, Practicing Company Secretaries have been appointed as the Scrutinizer for conducting the e-voting process in fair and transparent manner.
 - xi. For details relating to remote e-voting, please refer to the Notice of the AGM. In case of any queries relating to voting by electronic means, please refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the download section of www.evotingindia.com or contact at toll free No. 1800-200-5533. In case of any grievances connected with facility for voting by electronic means, please contact Mr. Rakesh Dalvi, Deputy Manager, CDSL, 16th Floor, PJ Tower, Dalal Street, Fort, Mumbai-400001. Email: helpdesk@cDSLindia.com.

Persons entitled to attend and vote at the meeting, may vote in person or by proxy/ through authorized representative, provided that all proxies in the prescribed form/ authorization duly signed by the person entitled to attend at vote at the meeting are deposited at the Registered Office of the Company, not later than 48 hours before the AGM.

4. The entry at the meeting venue will be regulated by Attendance Slip, which has been sent along with the Annual Report to the Members. Members who have received Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM. **Please note that duplicate Attendance Slip will not be issued.**
5. The Register of Members and the Share Transfer Boks of the Company will remain closed from July 27, 2018 to August 3, 2018 [both days inclusive] for annual closing.

For ZYDUS WELLNESS LIMITED
Sd/- DHAVAL N. SONI
COMPANY SECRETARY

Place : Ahmedabad
Date : July 9, 2018