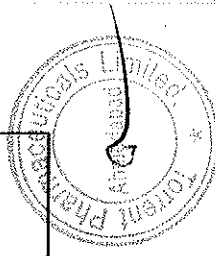
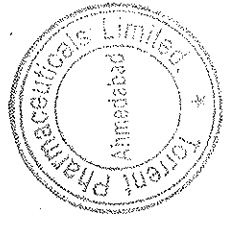


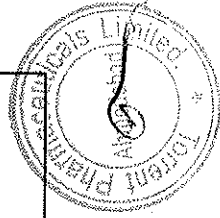
Particulars	Transferee Company	Transferor Company
Name of the Company	Torrent Pharmaceuticals Ltd	Zyg Pharma Private Ltd
Date of Incorporation & details of name change, if any	15-07-1972	17-08-1987
Registered Office	Torrent House Off Ashram Road Navarangpura 380009 Ahmedabad, Gujarat	405-8 B Wing Navbharat Estzakaria Bunder Road, Sewri Road, Mumbai - 400015, Maharashtra.
Brief Particulars of the Scheme	Scheme of Amalgamation of Zyg Pharma Private Limited with Torrent Pharmaceuticals Limited and their respective shareholders and the Creditors	
Rationale for the Scheme	<p>(a) The Transferor Company is a wholly owned subsidiary of the Transferee Company. In view of similar business of the Transferor Company and the Transferee Company, it is proposed to consolidate the activities of these Companies by way of amalgamation of the Transferor Company with the Transferee Company.</p> <p>(b) The proposed amalgamation would result in:</p> <ul style="list-style-type: none"> <li>• Concentrated management focus and synergies of operations</li> <li>• Facilitating inter transfer of resources and optimum utilisation of assets;</li> <li>• Reduction in multiplicity of legal and regulatory compliances;</li> <li>• Uniform corporate policies</li> <li>• Effectively addressing emerging challenges of enhanced competitive scenario in the markets in which the company is operating.</li> </ul> <p>thereby enhancing shareholders' value and would be in the long term interest of all the stakeholders.</p>	
Date of resolution passed by Board of Directors of the Company approving	08-10-2015	08-10-2015
Date of meeting of the Audit Committee in which draft Scheme has been approved	08-10-2015	Not applicable



Appointed date	01-10-2015	
Name of the Exchanges where securities are listed	Bombay Stock Exchange Ltd National Stock Exchange Ltd	
Nature of Business	Pharmaceuticals	
Capital before the Scheme	Authorised Capital - 1250000000 Paid up Capital - 846200000	
No. of Shares to be issued	Nil	
Cancellation of shares on account of cross holding, if any	The shares held by the Transferee Company and its nominees in Transferor Company shall be cancelled and extinguished	
Capital after the Scheme	Authorised Capital - 1250000000 Paid up Capital - 846200000	
Net Worth (as on 30 <sup>th</sup> June, 2015)	a) Pre Amalgamation Net worth of the Transferee Company is Rs 3426 crores b) Post Amalgamation Net worth of the Transferee Company is Rs. 3443 crores	
Valuation by (Independent Chartered Accountant - Name of the Valuer / Valuer Firm and Registration Number)	Not Applicable	
Methods of Valuation and value per share arrived under each method with weight given to each method, if any	Not Applicable	
Fair Value per share	Not Applicable	



Name of the Merchant Banker giving fairness opinion	Kotak Mahindra Company Ltd	Not Applicable
Shareholding Pattern (As on 30 <sup>th</sup> September, 2015)	Pre shareholding	
Promoter	71.25%	100%
Public	28.75%	N.A
Custodian	N.A	N.A
TOTAL	100%	100%
No of shareholders	39089	7
Shareholding Pattern (As on 1st October, 2015)	Post Shareholding	
Promoter	71.25%	Nil
Public	28.75%	Nil
Custodian	N.A	Nil
TOTAL	100%	Nil
No of shareholders	39089	Nil
Name of the Promoters	1. Shri Sudhir Uttamlal Mehta 2. Shri Samir Uttamlal Mehta 3. Smt. Anita Sudhir Mehta 4. Smt. Sapna Samir Mehta 5. Shri Jinal Sudhirbhai Mehta 6. Shri Varun Sudhir Mehta 7. Shri Aman Mehta 8. Shri Shaan Mehta 9. Sudhir U Mehta HUF 10. Samir U Mehta HUF 11. Torrent Private Limited Torrent Pharmaceuticals Ltd (Holding Company)	





<b>Name of the Board of Directors</b>	<ol style="list-style-type: none"><li>1. Shri Sudhir Mehta - Chairman Emeritus</li><li>2. Shri Samir Mehta - Executive Chairman</li><li>3. Shri Markand Bhatt - Non Executive Director</li><li>4. Shri Shailesh Haribhakti - Non Executive Independent Director</li><li>5. Shri Harigreve Khaitan - Non Executive Independent Director</li><li>6. Shri Pradeep Bhargava - Non Executive Independent Director</li><li>7. Prof. Ashish Nanda - Non Executive Independent Director</li><li>8. Smt. Renu Challu - Non Executive Independent Director</li><li>9. Dr Chaitanya Dutt - Director (Research and Development)</li></ol>	<ol style="list-style-type: none"><li>1. Shri Ruchir Modi - Director</li><li>2. Shri Jinesh Shah - Director</li><li>3. Shri Ashok Modi - Director</li></ol>
<b>Details regarding change in management control, if any</b>	<b>Not Applicable</b>	