



CIN: L24230GJ1972PLC002126
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TORRENT PHARMACEUTICALS LIMITED

Registered Office: Torrent House, Off Ashram Road,
Ahmedabad – 380 009, Gujarat, India
Phone: + 91 79 26585090 / 26583060
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NOTICE OF ANNUAL GENERAL MEETING AND E-VOTING PROCEDURE

NOTICE is hereby given that the 42nd Annual General Meeting (AGM) of the members of Torrent Pharmaceuticals Limited will be held on Monday, 27th July, 2015 at 09:30 AM at J. B. Auditorium, Torrent AMA Centre, Ground Floor, Ahmedabad Management Association, Vastrapur, Ahmedabad – 380 015, to transact the following business:

ORDINARY BUSINESS: to receive, consider and adopt the Standalone and Consolidated Financial Statements as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year ended on that date and the report of Director's and Auditors' thereon, to confirm payment of interim dividend & declare final dividend, to appoint director in place of director retiring by rotation & to appoint Auditors.

SPECIAL BUSINESS: to ratify remuneration of Cost Auditors for the year 2015-16, re-appointment of Dr. Chaitanya Dutt & fixation of his remuneration, to appoint Smt. Renu Challu as an Independent Director, remuneration to Non-Executive Directors and adoption of new set of Articles of Association.

The Notice, along with the Annual Report for the financial year 2014-2015 are displayed and available for download on Company's website at www.torrentpharma.com/download/financials/annual_report/AR-2014-15.pdf. The documents pertaining to the items of business to be transacted in the AGM are available for inspection at the Registered Office of the Company during office hours on all working days upto and including the date of AGM of the Company.

Further, in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 ("the Act") and Listing Agreement, the Company is providing remote e-voting facility to its members whose names appear in the Register of Members/Beneficial owners as on the cut-off date i.e. 20th July, 2015, who may cast their vote by electronic mode on all resolutions in respect of business set forth in the Notice through e-voting services provided by Karvy Computershare Private Limited (Karvy), the Registrar and Transfer Agent of the Company through their portal <https://evoting.karvy.com>. The detailed procedure / instructions for e-voting, forming part of the Notice, is enclosed with Annual Report. In this regard, the Members are hereby notified that (i) voting through electronic means shall commence from 09:00 a.m. (IST) on 23rd July, 2015 and ends at 05:00 p.m. (IST) on 26th July, 2015 (ii) the cut-off date for transacting business by electronic means is 20th July, 2015 (iii) any person who becomes a member of the Company after dispatch of the Notice of the AGM and holding shares as on the cut-off date may obtain the User ID and password by either sending an e-mail request to evoting@karvy.com or calling on toll free No. 1800-345-4001 (iv) voting through electronic means shall not be allowed beyond 05:00 p.m. on 26th July, 2015 (v) the members present at the AGM shall be provided the facility to vote by means of ballot (vi) any member may participate in the AGM even after exercising right to vote through remote e-voting but shall not be allowed to vote again in the AGM (vii) the Notice of 42nd AGM is available on Company's website at http://www.torrentpharma.com/download/financials/annual_report/Notice_of_42nd_AGM.pdf and on the website of Karvy at https://karisma.karvy.com/images/2015/TRE_2829/TORRENT_AR_2015.pdf (viii) in case of any queries / grievances pertaining to e-voting, you may refer the Frequently Asked Questions (FAQs) for members and e-voting User Manual for members available at the download section of <http://evoting.karvy.com> or contact Mr. B. V. Kishore, Assistant Manager, Karvy Computershare Private Limited, Unit: Torrent Pharmaceuticals Limited, Karvy Selenium Tower-B, Plot No. 31 & 32, Financial District, Gachibowli, Hyderabad - 500 032 at einward.ris@karvy.com or on Phone: + 91 40 67162222 on all working days during business hours.

By order of the Board
For **Torrent Pharmaceuticals Limited**

Place: Ahmedabad
Date: 2nd July, 2015

Mahesh Agrawal
VP (Legal) & Company Secretary

આથી નોટીસ આપવામાં આવે છે કે, ટોચેન્ટ ફાર્માસ્યુટિકલ્સ લિમિટેડના સભ્યોની ૪૨મી વાર્ષિક સામાન્ય સભા સોમવાર, ૨૭મી જુલાઈ, ૨૦૧૫ના રોજ સવારે ૦૮.૩૦ કલાકે જે. બી. ઓડિટોરિયમ, ટોચેન્ટ એએમએ સેન્ટર, ગ્રાઉન્ડ ફ્લોર, અમદાવાદ મેનેજમેન્ટ એસોસિએશન, વસ્ત્રાપુર, અમદાવાદ – ૩૮૦ ૦૧૫ ખાતે નીચે મુજબના મુદ્દાઓ હાથ ધરવા માટે યોજાશે:

સામાન્ય મુદ્દાઓ: ૩૧મી માર્ચ, ૨૦૧૫ના રોજ પૂરા થયેલા નાણાકીય વર્ષ માટેના હિસાબી પત્રકો અને તેના ઉપર ડીરેક્ટર્સના રીપોર્ટ તથા ઓડિટર્સના રીપોર્ટ અપનાવવા અંગે, ઇન્ટરમિડિયટ ડિવિડન્ડની પુષ્ટી અને ફાઇનલ ડિવિડન્ડ બાહેર કરવા અંગે