

Proceedings of the Extraordinary General Meeting of the Members of Sun Pharma Advanced Research Company Ltd., held on Friday, 2nd June 2017 from 11.00 a.m. to 11:30 am at Sir Sayajirao Nagargruh , Vadodara- 390 020, Gujarat.

Present:

- Shri S. Mohanchand Dadha - Independent Director & Chairman of the Nomination & Remuneration Committee
- Shri Rajamannar Thennati - Director & Chairman Stakeholders Relationship Committee

In Attendance:

- Mr. Anil Raghavan - Chief Executive Office
- Mr. Chetan Rajpara - Chief Financial Officer
- Mr. Debashis Dey - Company Secretary & Compliance Officer

64 shareholders were present at the meeting either in person or through Authorised Signatories or Proxies.

Mr. Debashis Dey, Company Secretary, welcomed the Members to the Extra-Ordinary General Meeting of the Company and introduced the Directors on the Dias.

Since Mr. Dilip Shanghvi, Chairman & Managing Director, was not present at the meeting, Mr. S Mohanchand Dadha occupied the Chair with at the request of Dr. T Rajamannar and the members present .

Mr. S Mohanchand Dadha, thereafter presided over the meeting and conducted the proceedings as per the Agenda circulated with the Notice of the Meeting.

Mr. Dadha, welcomed all the members to the meeting and informed that Mr. Dilip Shanghvi, Mr. Sudhir Valia, Dr. Andrea Vasella, Dr. Goverdhan Mehta, Mr. Mark Simon and Dr. Ferzaan Engineer could not attend the meeting due to their other pre-existing professional commitments.”

He also informed that Ms. Bhavna Doshi, Chairperson of the Audit Committee is also unable to attend this meeting due to her pre-occupation and has nominated me to represent her at this meeting.”



The presiding Chairman then declared that all the books and records required to be kept at the Extra-Ordinary General Meeting under the Companies Act, 2013 and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, including the Certificate issued by Deloitte Haskins & Sells LLP, Statutory Auditors of the Company, certifying that the issue is being made in accordance with the requirements of the regulations, are available for inspection.

With the permission of the members, the Chairman declared that the Notice convening the Meeting, having been circulated to the members to be taken as read.

The presiding Chairman then briefed the members about the objects & justification for the proposal by the Company to raise further Capital through Preferential Issue route.

The presiding Chairman then declared that in compliance with the requirement of regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and the Companies Act 2013 including the Rules made thereunder, remote electronic voting facility was provided from 30th May 2017 to 1st July 2017 for members to cast their votes. Mr. Jatin N Thakkar, Partner, M/s. S. H. Bathiya & Associates LLP, was appointed as the Scrutinizer for the remote e-voting process. He then explained that for those who have not participated in the electronic voting and are present here, a Poll will be conducted, after the item proposed at the meeting have been transacted and members can cast their votes for the resolutions as set out in the Notice for the Meeting.

He then requested the Shareholders to raise their queries at the meeting. Several members raised their queries which were suitably replied by the Chairman.

The Chairman then moved the following resolution for voting by poll:

1. Preferential Allotment of 1,51,51,515 warrants convertible into fully paid-up equity shares of ₹ 1 each of the Company to certain promoter/ non-promoter group entities.

The Chairman then nominated, Mr. Jatin Thakkar of M/s. Bathiya & Associates LLP, and Mr. Samir Parikh as the scrutinizers for organizing Poll process and ascertain its results.

The Chairman then requested that those who have not participated in the remote electronic voting and are present at the Meeting to fill up the Ballot papers provided to them for casting their votes and deposit them in the Ballot boxes.

He then requested the scrutinizers to begin the poll, complete the poll process and then submit the report to him/ person authorized by him.

He then declared that the results of the poll including the e-voting results shall be announced within two working days and will also be placed on the website of the Company.

Thereafter Mr. Debashis Dey proposed the vote of thanks to the Chair with which the meeting was concluded.

