GLENMARK PHARMACEUTICALS LIMITED

Registered Office: B/2, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai - 400 026
Corporate Office: Glenmark House, HDO Corporate Building, Wing A, B. D. Sawant Marg, Chakala,Off. Western Express Highway, Andheri (E), Mumbai - 400 099. Tel No. 022 40189999, Fax No. 022 40189986
CIN: L24299MH1977PLC019982;
Website: www.glenmarkpharma.com;Email: complianceofficer@glenmarkpharma.com

To,

ADDENDUM TO NOTICE OF EXTRAORDINARY GENERAL MEETING DATED APRIL 17, 2015

Dear Member/s,

We refer to the Notice of Extraordinary General Meeting (EGM) of Glenmark Pharmaceuticals Limited (Company) dated April 17, 2015 (**EGM Notice**) for the EGM to be held on May 13, 2015, which was dispatched on April 18, 2015 in physical mode to those members of the Company who have not registered their email address with the Company/ Depository Participant(s) and sent via electronic mode to all those members of the Company whose email address are registered with the Company/ Depository Participant(s), unless any member of the Company has requested for a hard copy to whom the physical copy of the EGM Notice has been dispatched.

The Ministry of Corporate Affairs on March 19, 2015 issued the Companies (Management and Administration) Amendment Rules, 2015 (**Amendment Rules**) amending the process of e-voting. The Amendment Rules has introduced amendment with regard to inter-alia the cut-off date, prescribed the changes in e-voting period and other procedural aspects vis-a-vis e-voting process. These Amendment Rules were issued with effective date to be the date of their notification in the official gazette of India. The Amendment Rules were notified w.e.f. March 19, 2015 and made available on the e-gazette way after the dispatch of our EGM Notice which therefore contained the e-voting procedure as per the pre-amended Rule 20 of the Companies (Management and Administration) Rules, 2014.

Accordingly, the Company wishes to inform Members the revised e-voting procedure and timelines pursuant to the Amendment Rules that shall now govern the e-voting on Item 1 of the EGM Notice. The process and timelines for e-voting as set out in the Note Nos.7, 8, 9, 10 and 11 under Notes in the EGM Notice shall now be read as follows:

7. In compliance with the provisions of Sections 108 and other applicable provisions of the Companies Act, read with the Companies (Management and Administration) Rules, 2014 as may be amended from time to time **("Companies Management Rules")** and Clause 35B of the Listing Agreement, the Company is pleased to offer e-voting facility as an option to all the Members of the Company. The Company has entered into an agreement with Karvy Computershare Pvt. Ltd. **("Karvy")** for facilitating e-voting to enable the Members to cast their votes. E-voting is optional. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the Extraordinary General Meeting and members who have not already cast their vote by remote e-voting shall be able to exercise their vote at the meeting. Members who have already cast their vote by remote e-voting prior to the Extraordinary General Meeting may also attend the Extraordinary General Meeting but shall not be entitled to cast their vote again.
8. **Process for members opting for e-voting**
   In terms of the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies Management Rules and Clause 35B of the Listing Agreement, the Company is providing facility to exercise votes on the items of business given in this Notice through electronic voting system, to members whose names are recorded in the register of members or in the register of beneficial owners maintained by the depositories as on **May 6, 2015** being the Cut-off date (Cut-off date for the purpose of Rule 20(2) (ii) of the Companies Management Rules) fixed for determining voting rights of Members, entitled to participate in the remote e-voting process, through the remote e-voting platform provided by Karvy. Accordingly Note no. 3 under the Notes of EGM Notice shall stand amended.

   The process and timelines on e-voting shall be as follows:

   The instructions for e-voting are as under:

   a) Use the following URL for e-voting: https://evoting.karvy.com
   b) Enter the login credentials i.e., User ID and Password mentioned in your email/ attendance slip. **Your Folio No/DP ID-Client ID will be your User ID**. In case you do not have the password or have forgotten the Password , you can click on "FORGOT PASSWORD" to generate a new Password or get in touch with Karvy at the details mentioned under point (m) hereunder. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password for casting your votes.
   c) After entering the details appropriately, click on "LOGIN".
   d) You will reach the Password change menu wherein you are required to mandatorily change your Password. The new Password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.). The system will prompt you to change your Password. It is strongly

recommended not to share your Password with any other person and take utmost care to keep your Password confidential for casting your vote in a secure manner.

e) You need to login again with the new credentials.
f) On successful login, the system will prompt you to select the EVENT i.e. Glenmark Pharmaceuticals Ltd.
g) On the voting page, the number of shares (which represents the number of votes) as held by the member as on the Cut-off Date will appear.
h) If you desire to cast all the votes assenting/dissenting to the resolution, then enter all shares and click "FOR"/ "AGAINST" as the case may be or partially 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. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
i) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
j) Cast your votes 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 subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
k) Corporate/Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorised to vote, to the Scrutiniser through e-mail glenmark.evoting@karvy.com. They may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format "Corporate Name_EVENT No."
l) The Portal will remain open for remote voting from 9.00 A.M. on 10th May 2015 to 5.00 P.M. on 12th May 2015. The remote e-voting shall not be allowed beyond 5.00 P.M. on 12th May 2015.
m) The Notice of the Extraordinary General Meeting along with addendum is also available on the Company's website www.glenmarkpharma.com and on website of Karvy, http://evoting.karvy.com. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting User Manual for members available at the download section of http://evoting.karvy.com or contact **Mr. V Rajendra Prasad – Manager, Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda Hyderabad - 500 032 Phone : +91 - 40 - 67161500 ,33211000 or at toll free to Karvy at Tel. No. 1800 345 4001**, who will address any grievances/queries connected with the e-voting.

9. Mr. Surjan Singh Rauthan of M/s S.S.Rauthan & Associates, practicing Company Secretary, C.P.No. 3233 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
10. The Scrutinizer shall, immediately after the conclusion of voting at the Extraordinary General Meeting, first count the votes cast at the Extraordinary General Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a consolidated scrutinizer's report of the total votes cast in favour or against, if any, within a period not exceeding three days from the conclusion of the Extraordinary General Meeting, forthwith to the Chairman /or a person authorized by the Chairman in writing of the Company.
11. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company (www.glenmarkpharma.com) and on the website of Karvy and communicated to the Stock Exchange/s where the shares of the Company are listed within three days of passing of the resolutions at the Extraordinary General Meeting of the Company held on May 13, 2015.

This addendum will be published in one Marathi newspaper in circulation in Mumbai and in one English newspaper having country-wide circulation. Further this addendum shall be treated as a public notice under the provisions of Rule 20(4)(v) of the Companies Management Rules. The copy of this addendum and the notice of the Extraordinary General Meeting shall be available on the Company's website www.glenmarkpharma.com and also on the website of Karvy, http://evoting.karvy.com.

By Order of the Board of Directors
Place: Mumbai **For Glenmark Pharmaceuticals Limited**

Sanjay Kumar Chowdhary
Date: May 5, 2015 **Company Secretary & Compliance Officer**