

February 16, 2019

Listing Department
BSE LIMITED
P J Towers, Dalal Street, Fort,
Mumbai-400001

Code: **532321**

Listing Department
NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai-400051

Code: **CADILAHC**

Re.: Postal Ballot Notice

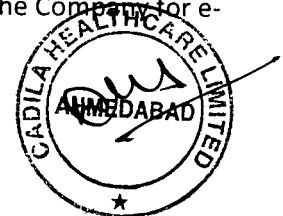
Dear Sir / Madam,

This is to inform that the Company proposes to seek approval of the members by way of Postal Ballot including e-voting in respect of the following resolutions as set out in the Postal Ballot Notice dated February 7, 2019 (Postal Ballot Notice), by way of Special Resolutions pursuant to the provisions of section 149 and 152 of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018:

1. Continuation of Mr. Humayun Dhanrajgir as an Independent Director to hold office till July 30, 2019, which is within the residual period of his current tenure and
2. Re-appointment of Mr. Nitin R. Desai as an Independent Director for a period of five years from 24th Annual General Meeting in the calendar year 2019 till 29th Annual General Meeting in the calendar year 2024.

A copy of the Postal Ballot Notice and Postal Ballot Form are enclosed. The Company has fixed February 15, 2019 as the Cut-Off Date to determine the list of shareholders, who shall be entitled to vote on the resolutions mentioned in the Postal Ballot Notice.

The aforementioned Postal Ballot Notice and the Postal Ballot Form are uploaded on the Company's website-www.zyduscadila.com and the same are also available on the website of Central Depository Services (India) Limited, whose services are availed by the Company for e-voting.



Please take the above on record.

Thanking you,

Yours faithfully,

For, **CADILA HEALTHCARE LIMITED**



DHAVAL N. SONI
COMPANY SECRETARY



Encl.: As above

Cadila Healthcare Limited

[CIN: L24230GJ1995PLC025878]

Registered Office: Zydus Tower, Satellite Cross Roads, Sarkhej–Gandhinagar Highway, Nr. Iscon Temple, Ahmedabad–380015

Phone No.: 079–26868100 [20 lines]; Fax No.: 079–26868365

Email: investor.grievance@zyduscadila.com; Website: www.zyduscadila.com**Date: February 7, 2019****POSTAL BALLOT NOTICE**Notice pursuant to section 110 of the Companies Act, 2013, as amended,
read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Member (s),

NOTICE is hereby given pursuant to the provisions of section 110 of the Companies Act, 2013, as amended ("the Act") read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, ("the Rules") including any statutory modification or re-enactment thereof for the time being in force and Secretarial Standard–2 (SS–2), that Cadila Healthcare Limited ("the Company") is seeking the approval of the Members, for the matters as considered in the Special Resolutions appended below through Postal Ballot.

The Explanatory Statement setting out the material facts concerning these special resolutions and the rationale thereof are annexed hereto along with a Postal Ballot Form for your consideration.

The Board of Directors of the Company has appointed Mr. Dilip P. Shah, of M/s. D. Shah & Associates, Chartered Accountants as the Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

In compliance with regulation 44 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and section 108 and other applicable provisions of the Act read with the Rules, the Company is pleased to provide e-voting facility also as an alternative to all its Members to enable them to cast their votes electronically, instead of Postal Ballot Form. E-voting is optional and all Members (whether holding shares in demat form or in physical form) may vote either by completing and dispatching the Postal Ballot Form by post, or by e-voting. The Company has engaged the services of Central Depository Services (India) Limited [CDSL] for the purpose of providing e-voting facility to all its Members.

Members desiring to exercise their vote on the items mentioned in the Postal Ballot are requested to carefully read the instructions printed in the enclosed Postal Ballot Form and return the same duly completed in the attached self-addressed, postage pre-paid Business Reply envelope, so as to reach the Scrutinizer not later than 5:00 p.m. on Friday, March 29, 2019. If any Postal Ballot Form is received after 5:00 p.m. on Friday, March 29, 2019, it will be considered that no reply from such Member has been received and such Postal Ballot Form would not be considered.

In case a Member has voted through e-voting facility, he/she is not required to send the physical Postal Ballot Form. In case a Member votes through e-voting facility as well as sends his/her vote through physical Postal Ballot Form, the vote cast through e-Voting shall only be considered and the voting through physical Postal Ballot Form shall not be considered by the Scrutinizer.

Members desiring to exercise their vote by using e-voting facility are requested to carefully follow the instructions in the Notes under the Section 'Voting through electronic means' in this Notice.

The Scrutinizer will submit his report to the Chairman of the Company and the result of the Postal Ballot will be announced on or before Saturday, March 30, 2019 by 5:00 p.m. at the Company's Registered Office. The result of the Postal Ballot will also be displayed at the said address and posted on the Company's website www.zyduscadila.com, besides communicating to BSE Limited, the National Stock Exchange of India Limited and CDSL.

1. Continuation of Mr. Humayun Dhanrajgir as an Independent Director:

To consider and, if thought fit, to pass, with or without modification(s) the following Resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of sections 149 and 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Humayun Dhanrajgir (DIN: 00004006), Non-Executive and Independent Director of the Company, be continued as an Independent Director of the Company to hold office till July 30, 2019, which is within the residual period of his current tenure, notwithstanding that Mr. Dhanrajgir is above 75 years of age.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution."

2. Re-appointment of Mr. Nitin Raojibhai Desai as an Independent Director:

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of sections 149 and 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Nitin R. Desai (DIN: 00140239), Non-Executive and Independent Director of the Company, be and is hereby re-appointed as an Independent Director of the Company for a consecutive period of five years from the conclusion of 24th Annual General Meeting in the calendar year 2019 till the conclusion of 29th Annual General Meeting of the Company in the calendar year 2024, not liable to retire by rotation, notwithstanding that Mr. Desai is above 75 years of age.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this Resolution."

Registered Office:

Zydus Tower,
Satellite Cross Roads,
Sarkhej-Gandhinagar Highway
Ahmedabad – 380 015
Date : February 7, 2019
Place : Ahmedabad

**By the Order of the Board,
For, Cadila Healthcare Limited**

Dhaval N. Soni
Company Secretary

Notes:

In compliance with the provisions of section 108 of the Companies Act, 2013, read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, the Company is pleased to offer e-voting facility to its Members holding equity shares as on February 15, 2019 being the cut-off date, to exercise their right to vote electronically on the above resolutions.

The Company has engaged the services of the Central Depository Services (India) Limited ("CDSL") for the purpose of providing e-voting facility to all its Members. Members desiring to exercise their vote by using e-voting facility are requested to carefully follow the instructions in the Notes under the Section 'Voting through electronic means' in this Notice.

The Notice, together with the documents accompanying the same, is being sent to all the Members by permitted mode (and electronically by e-mail to those Members who have registered their e-mail ids with the Company / Registrar and Share Transfer Agents / Depositories), whose names appear in the Register of Members / list of Beneficial Owners as received from Depositories as on February 15, 2019. The Notice will be displayed on the website of the Company viz. www.zyduscadila.com and on the website of CDSL (www.cdslindia.com)

The Company has appointed Mr. Dilip P. Shah of M/s D. Shah & Associates, Chartered Accountants (Membership No. FCA 030492) as the Scrutinizer for conducting Postal Ballot and e-voting process in a fair and transparent manner.

A Postal Ballot form along with self-addressed postage pre-paid business reply envelope is also enclosed. Members voting in physical form are requested to carefully read the instructions printed in the attached Postal Ballot form. Members who have received the Postal Ballot notice by e-mail and who wish to vote through the Postal Ballot form, can download the Postal Ballot form from the Company's website www.zyduscadila.com or seek a duplicate Postal Ballot form from the Company. Members shall fill in the requisite details and send the duly completed and signed Postal Ballot form in the enclosed self-addressed postage pre-paid business envelope to the Scrutinizer so as to reach the Scrutinizer before 5:00 p.m. on or before March 29, 2019. Any Postal Ballot form received after the said date and time period shall be treated as if the reply from the Member has not been received.

Incomplete, unsigned, improperly or incorrectly tick marked Postal Ballot forms will be rejected. There will be only 1 (one) Postal Ballot

form for every registered folio / client ID irrespective of the number of joint members.

The Postal Ballot Form should be completed and signed by the Member as per specimen signature registered with the Company and/or furnished by the Depositories. In case, shares are jointly held, this form should be completed and signed by the first named Member and in his/her absence, by the next named Member. Holder(s) of Power of Attorney ("PoA") on behalf of a Member may vote on the Postal Ballot mentioning the registration number of the PoA with the Company or enclosing a copy of the PoA authenticated by a notary. In case of shares held by companies, societies etc., the duly completed Postal Ballot form should be accompanied by a certified copy of the board resolution / authorisation giving the requisite authority to the person voting on the Postal Ballot form.

The Scrutinizer will submit his report to the Chairman after completion of the scrutiny of the Postal Ballots including e-votes submitted. The Scrutinizer's decision on the validity of the votes (including e-votes) shall be final. The results of the Postal Ballot including e-voting will be announced on or before March 30, 2019 at the Registered Office of the Company. The results, together with the Scrutinizer's Report, will be displayed at the Registered Office of the Company and on the Company's website viz. www.zyduscadila.com besides being communicated to BSE Limited, the National Stock Exchange of India Limited and CDSL.

Kindly note that the Members can opt only one mode for voting i.e. either by physical ballot or e-voting. If you are opting for e-voting, then do not vote by physical ballot and vice versa. However, in case Member(s) cast their vote both via physical ballot and e-voting, then voting validly done through e-voting shall prevail and voting done by physical ballot shall be treated as invalid.

Members are requested to follow the instructions below to cast their vote through e-voting:

- (i) The e-voting period commences on Thursday, February 28, 2019 (9:00 a.m. IST) and ends on Friday, March 29, 2019 (5:00 p.m. IST). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., February 15, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting on March 29, 2019 at 5.00 p.m. IST. Once the vote on a resolution is cast by a Member, he or she will not be allowed to change it subsequently.
- (ii) The members should log on to the remote e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department [applicable for both, members holding shares in demat mode and members holding shares in physical mode].
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank details or Date of Birth (DOB) (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting on resolutions of any other company in which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Postal Ballot Notice.

(xi) Click on the EVSN for CADILA HEALTHCARE LIMITED on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the vote cast by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

(xviii) Members can also use mobile app – "m-voting" for e-voting. M-voting app is available on Apple, Android and Windows based mobiles. Members may login to m-voting using their e-voting credentials to vote for the company resolutions.

(xix) Note for Non-Individual Members and Custodians

- Non-Individual members (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The

Compliance Users would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Contact Details:

Name: Mr. Rakesh Dalvi
 Designation: Deputy Manager, CDSL
 Address: Phirozee Jeejeebhoy Towers,
 Dalal Street, Fort, Mumbai-400001
 Email id: helpdesk.evoting@cdslindia.com
 Tel: 18002005533

**EXPLANATORY STATEMENT AS REQUIRED
 UNDER SECTION 102 OF THE COMPANIES ACT, 2013:**

Item No. 1

As per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 with effect from April 1, 2019, no listed company shall appoint or continue Directorship of a Non-Executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

At the 19th Annual General Meeting of the Members of the Company held on July 30, 2014, Mr. Humayun Dhanrajgir was appointed as an Independent Director for a period of 5 consecutive years w.e.f. July 30, 2014. His existing term expires after the conclusion of the 24th Annual General Meeting in the calendar year 2019. He is the Member of Audit Committee and Nomination and Remuneration Committee of the Company.

Mr. Dhanrajgir aged 82 years, has given his consent to continue as a Non-Executive Independent Director till July 30, 2019. In view of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, for the continuation of Mr. Dhanrajgir as an Independent Director from April 1, 2019 till July 30, 2019 which is within the residual period of his current tenure, consent of the Members would be required by way of a Special Resolution.

Mr. Dhanrajgir is a B. Tech (Chem. Eng.) from Loughborough University, U.K., M.I. Chem. E (London), C. Eng. (London), AMP (Harvard). He started his career in 1960 at British Oxygen Co. Ltd. On his return to India, he worked for Burmah Shell, India as a covenanted officer for five years. He joined Glaxo India Ltd. and held several important positions, including that of Managing Director in January 1990. He also worked as a Managing Director of Lupin Laboratories in late 1994 and thereafter joined Kodak India Limited as its CEO & Managing Director. He was President of Organisation of Pharmaceutical Producers of India (OPPI). He also served on the General Committee of the Bombay Chamber of Commerce and Industry for two years and was a past Vice Chairman of the Indo-British Business Committee.

He is a Director and member of various committees on the Board of following public limited companies:

Directorship	Chairmanship/ Membership of Committees*
Cadila Healthcare Limited	Member – Audit Committee
Zydus Wellness Limited	Chairman – Audit Committee, Member – Stakeholders' Relationship Committee
Neuland Laboratories Limited	Member – Audit Committee
Emcure Pharmaceuticals Limited	Member – Audit Committee
Themis Medicare Limited	Chairman– Audit Committee
Sami Labs Limited	NIL

* Chairmanship / Membership of only Audit Committee and Stakeholders Relationship Committee

Mr. Dhanrajgir does not hold any shares in the Company and is not related to any Director or Key Managerial Personnel of the Company.

In the opinion of the Board of Directors of the Company, Mr. H. Dhanrajgir continues to fulfil the conditions specified in the Companies Act, 2013 and Rules made thereunder for continuing as an Independent Director.

Having regard to his qualifications, knowledge and vast business experience, his continuing on the Board of the Company as an Independent Director will be in the interest of the Company. Accordingly, the Board of Directors recommend passing the Special Resolution at Item No. 1 of the Notice.

None of the Directors, Key Managerial Personnel and / or their relatives, except Mr. H. Dhanrajgir is concerned or interested in the Resolution.

Item No. 2

As per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 with effect from April 1, 2019, no listed company shall appoint or continue the Directorship of a Non-Executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

At the 19th Annual General Meeting of the Members of the Company held on July 30, 2014, Mr. Nitin R. Desai was appointed as an Independent Director for a period of 5 consecutive years w.e.f. July 30, 2014. His existing term expires after the conclusion of the 24th Annual General Meeting in the calendar year 2019.

Mr. Nitin R. Desai has attained the age of 75 years. He has given his consent for re-appointment as an Independent Director. In view of the SEBI (Listing Obligations and Disclosure Requirements),

(Amendment) Regulations, 2018, for the re-appointment of Mr. Desai as an Independent Director for a consecutive period of five years from April 1, 2019 till the conclusion of the ensuing 29th Annual General Meeting in the calendar year 2024, consent of the Members would be required by way of a Special Resolution.

Mr. Nitin R. Desai is a Graduate in Civil Engineering and Masters in Environmental Engineering from the University of Michigan, USA. Mr. Desai is a Chairman and Managing Director of Desai Brothers Limited, Pune, a leading Corporate in the multi fold business of manufacturing Bidis and Food products, Finance and Investments, Hospitals, Healthcare and Renewal Energy.

Mr. Desai is actively associated with the Healthcare Industry and one of the Promoter Directors of the fast expanding "Sahyadri Group of Hospitals". Mr Desai is also actively involved with diverse social activities, mainly in the spheres of Eye Care, Environment, support of the Disabled and Education. Mr. Desai is the Chairman of Poona Blind Mens' Association and H. V. Desai's Eye Hospital. In recognition of his role in providing comprehensive eye care, he was facilitated by the former President of India, Dr. A. P. J. Abdul Kalam. Mr. Desai has served as President of the prestigious Poona Club. In appreciation of Mrs. Desai's multifarious achievements and noteworthy contribution in the field of business and social work, the Poona Merchants Chambers awarded Mr. Desai the "Adarsh Vayapari – Uttam Puraskar" in 2004.

He is a Director and Member of various committees on the Board of following public limited companies:

Directorship	Chairmanship/ Membership of Committees*
Cadila Healthcare Limited	Chairman – Audit Committee
Desai Brothers Limited	Member – Audit Committee
Force Motors Limited	NIL
Sahayadri Hospitals Limited	Member – Audit Committee

* Chairmanship / Membership of only Audit Committee and Stakeholders Relationship Committee

Mr. Desai holds 4,42,000 equity shares in the Company and is not related to any Director or Key Managerial Personnel of the Company. During his second term, Mr. Desai will be entitled to receive the Sitting Fees for attending each meeting of the Directors and the Committees thereof, of which he is a Member and profit related commission, as may be decided by the Board of Directors every year for Independent Directors.

In the opinion of the Board of Directors of the Company, Mr. Desai continues to fulfil the conditions specified in the Companies Act, 2013 and Rules made thereunder for continuing as an Independent Director.

Having regard to his qualifications, knowledge and vast business experience, his continuation on the Board of the Company as an Independent Director will be in the interest of the Company.

Accordingly, the Board of Directors recommend passing the Special Resolution at Item No. 2 of the Notice.

None of the Directors, Key Managerial Personnel and / or their relatives, except Mr. Nitin Raojibhai Desai is concerned or interested in the Resolution.

Registered Office:

Zydus Tower,
 Satellite Cross Roads,
 Sarkhej-Gandhinagar Highway
 Ahmedabad – 380 015
 Date : February 7, 2019
 Place : Ahmedabad

**By the Order of the Board,
 For, Cadila Healthcare Limited**

Dhaval N. Soni
 Company Secretary

The last date for receipt of
Postal Ballot is March 29, 2019,
5.00 p.m. [1700 hours]

POSTAL BALLOT FORM

Postal Ballot No.

Sr. No.	Particulars	Details of Member[s]
1.	Name[s] of Member[s] [in block letters]	
2.	Registered Address of sole / first named Member [in block letters]	
3.	Registered Folio No./ DP ID & Client ID	
4.	No. of shares held	

I/We hereby exercise my / our vote in respect of the Special Resolutions to be passed through Postal Ballot for the Businesses stated in Notice of Postal Ballot dated February 7, 2019 of the Company by sending my / our assent or dissent to the said Special Resolutions by placing the tick [✓] mark at the appropriate box below:

Item No.	Description	No. of shares held	I / We assent [agree] to the Resolution [FOR]	I/ We dissent [disagree] to the Resolution [AGAINST]
1.	Continuation of Mr. Humayun Dhanrajgir as an Independent Director to hold office till July 30, 2019, which is within the residual period of his current tenure.			
2.	Re-appointment of Mr. Nitin R. Desai as an Independent Director for a period of five years from 24th Annual General Meeting in the calendar year 2019 till 29th Annual General Meeting in the calendar year 2024.			

Electronic Voting Particulars

EVS [E-Voting Sequence Number]	USER ID	PASSWORD/PIN
190213008		

Place : Ahmedabad
Date : February 7, 2019

Signature of the Member

NOTE: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS FOR VOTING BY PHYSICAL VOTING

1. Member(s) desirous to exercise his / her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the self-addressed postage prepaid business reply envelope. However, envelopes containing Postal Ballot[s], if sent by courier at the expense of the member[s] will also be accepted.
2. This form should be duly completed and signed by the member. In case of joint holding, this form should be completed and signed [as per the specimen signature registered with the Company or furnished by NSDL / CDSL to the Company, in respect of share held in the physical form or demat form respectively] by the first named member and in his absence, by the next named joint member.
3. Unsigned / Incomplete Postal Ballot Forms will be rejected.
4. Duly completed Postal Ballot Form should reach the Scrutinizer on or before 5:00 p.m. [1700 hours] on March 29, 2019. Postal Ballot Form received after this time and date will be strictly treated as if the reply from the member has not been received.
5. Voting rights shall be reckoned on the paid up value of shares registered in the name of the members as on the cut-off date i.e. February 15, 2019.
6. A member may request for a duplicate Postal Ballot Form, if so required. The Postal Ballot Form can also be downloaded from the link www.zyducadila.com. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. [1700 hours] on March 29, 2019.
7. The exercise of vote through Postal Ballot is not permitted through a proxy.
8. The Scrutinizer's decision on the validity of the Postal Ballot Form would be final.
9. Members are requested not to send any other paper / documents along with the Postal Ballot Form. If sent, the said paper[s] / document[s] will not be acted upon.
10. Members are requested to fill the Postal Ballot Form in indelible ink [and avoid filling it by erasable writing medium/s like pencil].
11. There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders.
12. Members can opt only one mode of voting i.e. either by Ballot or through e-voting. In case, you are opting for voting by ballot, then please do not cast your vote by e-voting and vice-versa. In case members cast their votes both by postal ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot shall be considered invalid. Members casting their votes through e-voting may log on www.evotingindia.com and cast their vote, instructions for which are specified in detail in the Notice convening meeting.
13. In the case of shares held by companies, financial institutions, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution / Authorization.
14. A Postal Ballot Form shall be considered invalid if;
 - a. Signature on the Postal Ballot Form does not match the specimen signature with the Company.
 - b. A form other than one issued by the Company has been used.
 - c. It has not been signed by or on behalf of the member.
 - d. It is not possible to determine without any doubt the assent or dissent of the member.

Only a member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any receipt of the Notice, who has no voting rights should treat the notice as intimation only.