JUBILANT LIFESCIENCES

September 9, 2014

BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P.J. Tower
Dalal Street, Fort
Mumbai - 400 001

The National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

Sub: Passing of Resolutions by Postal Ballot

Dear Sir,

This is to inform you that based on the Postal Ballot forms/e-Voting received from shareholders and as per the Scrutinizer's Report dated September 9, 2014, the following Special Resolutions have been declared passed with requisite majority, through postal ballot/e-Voting:-

Resolution No. 1 - Authorisation to the Board of Directors of the Company for borrowings (including by way of issue of non-convertible debentures) upto Rs. 5,000 crores;

Resolution No. 2 - Authorisation to the Board of Directors of the Company for creation of mortgage(s) and/or charge(s) on the Company's undertakings for securing borrowings upto Rs. 5,000 crores.

A summary of the votes received on these resolutions is given below:

Particulars	Resolution No. 1 (Special Resolution)	Resolution No. 2 (Special Resolution)
Total Postal Ballot Forms / e-Voting received	435	436
Less: Invalid Postal Ballot Forms / e-Voting	32	32
Valid Postal Ballot Forms / e-Voting	403	404
Votes in favour of the Resolution	10,28,83,325	10,28,79,684
Votes against the Resolution	10,792	14,478
Percentage of Votes in favour, to total valid Votes polled	99.9895	99.9859

A certified copy each of the above resolutions is enclosed for your ready reference.

Thanking you,

Yours truly,
For **JUBILANT LIFE SCIENCES LIMITED**

(LALIT JAIN)
COMPANY SECRETARY

Encl.: As above

Jubilant Life Sciences Limited
1-A, Sector 16-A,
Noida-201 301, UP, India
Tel:+91 120 4361000
Fax:+91 120 4234895-96
www.jubl.com

Regd Office:
Bhartiagram, Gajraula
Distt. Amroha - 244 223,
UP, India
CIN : L24116UP1978PLC004624

JUBILANT LIFESCIENCES

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE MEMBERS OF JUBILANT LIFE SCIENCES LIMITED THROUGH POSTAL BALLOT ON SEPTEMBER 9, 2014

1. AUTHORISATION FOR EXERCISING BORROWING POWERS

"**RESOLVED THAT** in supersession of the Ordinary Resolution passed (pursuant to Section 293(1)(d) of the Companies Act, 1956) at the Annual General Meeting held on August 23, 2011, consent of members of the Company be and is hereby accorded under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, to the Board of Directors of the Company (hereinafter referred to as "**the Board**", which term shall be deemed to include any Committee thereof), to borrow, from time to time, any sum or sums of money as they may deem appropriate for the business and purpose of the Company, notwithstanding that the money or monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid up share capital and free reserves of the Company, provided however that the aggregate of the monies that may be borrowed by the Board together with monies already borrowed and outstanding shall not exceed Rs. 5,000 crores (Rupees Five Thousand crores only) at any point of time.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, consent of the members of the Company be and is hereby accorded to authorise the Board of Directors of the Company to offer or invite subscriptions for secured / unsecured redeemable non-convertible debentures, in one or more series or tranches, aggregating upto Rs. 2,000 crores (Rupees Two Thousand crores only), on private placement basis or rights basis or otherwise and on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper or appropriate including as to when the said debentures be issued, the consideration for the issue, utilisation of the issue proceeds and all matters connected with or incidental thereto, provided however that the aggregate amounts of said debentures shall be within the above overall borrowing limit of Rs. 5,000 crores (Rupees Five Thousand crores only) at any point of time.

RESOLVED FURTHER THAT the Board (including its Committee, wherever applicable) be and is hereby authorised to do all acts, deeds and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in respect of the borrowing(s) including offering or inviting subscriptions for secured / unsecured redeemable non-convertible debentures and to execute all documents or writings as may be necessary, proper or desirable with respect to the matters connected with or incidental thereto."

For Jubilant Life Sciences Limited

Lalit Jain
Company Secretary

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2. AUTHORISATION TO MORTGAGE / CHARGE THE COMPANY'S UNDERTAKINGS / PROPERTIES

"**RESOLVED THAT** in supersession of Ordinary Resolution passed (pursuant to Section 293(1)(a) of the Companies Act, 1956) at the Annual General Meeting held on August 23, 2011, consent of the members of the Company be and is hereby accorded in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof), to mortgage and/or charge the whole or substantially the whole of one or more of the undertakings of the Company wheresoever situated, present and future, in favour of Scheduled Banks, Foreign Banks, Financial Institutions, NBFCs, Mutual Funds, Insurance Companies or any other category of lender, in India or abroad, to secure loans or debentures in Indian Rupees or Foreign Currency, guarantees, working capital facilities and/or any other financial assistance obtained/to be obtained by the Company or its subsidiary, associate and/or joint venture companies from one or more of the aforesaid Lender(s) upto an aggregate amount not exceeding Rs. 5,000 crores (Rupees Five Thousand crores only) outstanding at any point of time together with interest at the respective agreed rates, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, Trustee's remuneration, costs, charges, expenses, and all other monies, including any increase on account of revaluation/ devaluation/ fluctuation in the rates of foreign currencies involved, payable by the Company or its subsidiary, associate and/or joint venture companies to aforesaid Lender(s) in terms of their respective Loan Agreements/Trustees' Agreements/Letter of sanctions/ Memorandum of terms and conditions, Bonds or any other security document entered into/to be entered into/ issued/to be issued, by the Company or its subsidiary, associate and/or joint venture companies in respect of the said loans/debentures/credit facilities/financial assistance/guarantees, with a right, where necessary, to take over the management of the business and undertaking of the Company.

RESOLVED FURTHER THAT the Board of the Company be and is hereby authorised to negotiate, finalise and settle with the Banks and Financial Institutions/trustees/other lenders concerned, the terms and conditions of such security including ranking thereof and execute all deeds, documents and writings for creating appropriate mortgage(s) and/ or charge(s) on such of the immoveable and/or moveable properties of the Company as may be agreed by the Board and for reserving the aforesaid right in their favour and to do all such acts, deeds and things, in the manner as may be necessary or proper for giving effect to the aforesaid resolution."

For Jubilant Life Sciences Limited

Lalit Jain
Company Secretary

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