SUN PHARMACEUTICAL INDUSTRIES LTD.

Registered Office: SPARC, Tandalja, Vadodara – 390 020, India.
Mumbai Office: 17-B, Mahal Industrial Estate, Mahakali Caves Road,
Andheri (E), Mumbai - 400 093, India.
Website: www.sunpharma.com, E-mail address: secretarial@sunpharma.com

POSTAL BALLOT NOTICE

Notice issued to the Members pursuant to section 192A of the Companies Act, 1956.

Dear Member,

Notice is hereby given pursuant to Section 192A of the Companies Act, 1956, ("Act") read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 ("Postal Ballot Rules"), that the Company is seeking the Members' consent to pass the proposed Special / Ordinary Resolution/s set out below by way of Postal Ballot, more specifically described in the Explanatory Statement appended to this notice, for increase of Authorised Share Capital of the Company & consequent alteration of the Memorandum and Articles of Association of the Company and issue of Bonus Equity Shares by way of capitalisation of reserves.

Accordingly, the said Resolutions alongwith the Explanatory Statement are being sent to you along with a Postal Ballot Form for your consideration.

In terms of Companies (Passing of Resolution by Postal Ballot) Rules, 2011 ("Rules"), passing of the said resolutions through Postal Ballot is not mandatory, however in accordance with the Postal Ballot Rules, a listed Company may propose any resolution to be passed by the members through Postal Ballot., accordingly the Company is seeking approval of the Members by means of Postal Ballot.

The Company has appointed Mr. Umesh Lakhani, Partner, M/s. S. H. Bathiya & Associates, Mumbai as the Scrutinizer for conducting the postal ballot process.

E-Voting option: In compliance with Clause 35B of the Listing Agreement and section 192A of the Companies Act, 1956, the Company is pleased to provide an option to the members holding shares in demat form and in physical form, to vote on the postal ballot by way of electronic voting / e-voting to enable members to cast their vote eletronically. Voting by electronic mode may be a more convenient means for exercising the voting rights and may help to increase members' participation in the decision-making process.

The Company has appointed Central Depository Services Ltd., (CDSL) to provide e-voting facility to its members. Members having shares in demat form and in physical form may vote either by way of Postal Ballot Form or by way of e-voting. In case the member has exercised the vote in physical as well as electronic mode, the vote by electronic mode only will be considered.

You are requested to carefully read the e-Voting instructions attached alongwith the Postal Ballot Form, before casting your vote on e-Voting site http://www.evotingindia.com.

You are requested to carefully read the instructions printed on the Postal Ballot Form and return the same duly completed (no other form or photocopy thereof is permitted), in case of physical voting, in the attached self addressed, postage pre-paid envelope (if posted in India) so as to reach the Scrutinizer or cast the votes by electronic mode, as applicable, not later than **6.00 p.m. on Saturday, 13th July, 2013**. Upon completion of the scrutiny of the forms/e-voting, the Scrutinizer shall submit his report to the Company.

The Managing Director or any Whole-time Director of the Company or any person authorised by the Director of the Company will **announce the result** of the postal ballot **on Monday, 15th July, 2013 at 12.30 p.m.**, at the Mumbai Office of the Company at 17-B, Mahal Industrial Estate, Mahakali Caves Road, Andheri (E), Mumbai - 400 093, besides being communicated to the Stock Exchanges on which the Company's Equity Shares are listed. The results will also be published in the newspaper circulating in the district in which the Registered Office of the Company is located and will be displayed on the web-site of the Company at www.sunpharma.com, for the information of the Members. The date of declaration of the results of postal ballot result will be taken to be the date of passing of the resolutions.

Accordingly, notice is hereby given to the members of the Company, for seeking the approval of the members by way of Postal Ballot, for the following Special/Ordinary Resolutions, together with the Explanatory Statements as required under section 173(2) of the Act, setting out the material facts and reasons for the Resolutions, alongwith a Postal Ballot Form ("Form") for your consideration :

1. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT the Authorised Share Capital of the Company be and is hereby increased from ₹ 1,500,000,000 (Rupees One Thousand Five Hundred Million Only) divided into 1,500,000,000 (One Thousand Five Hundred Million) equity shares of ₹ 1.00 (Rupee One Only) each, to ₹ **3,000,000,000** (Rupees Three Thousand Million Only) consisting of Equity Share Capital of ₹ **3,000,000,000/-** (Rupees Three Thousand Million Only) divided into **3,000,000,000** (Three Thousand Million) Equity Shares of ₹ 1.00 (Rupee One Only) each."

2. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT the existing Clause V of the Memorandum of Association of the Company relating to share capital be and is hereby altered by deleting the same and substituting in place thereof, the following as new Clause V:

V. The Authorized Share Capital of the Company is ₹ **3,000,000,000** (Rupees Three Thousand Million Only) divided into **3,000,000,000** (Three Thousand Million) Equity Shares of ₹ 1.00 (Rupee One Only) each, with power to classify or reclassify, increase or reduce such capital from time to time and power to divide the shares in the capital for the time in accordance with the Regulations of the Company and the legislative provisions for the time being in force in this behalf and with the power to divide the share capital for the time being into several classes and to attach thereto respectively preferential, qualified or special rights, privileges or conditions including as to voting and to vary, modify, or abrogate the same in such manner as may be permitted by the Act or as may for time to time being be provided for by these presents and the Articles of Association of the Company."

3. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION :**

"RESOLVED THAT in pursuance to the provisions of Section 31 and all other applicable provisions, if any, of the Companies Act, 1956, the existing Clause 4 of the Articles of Association of the Company be and is hereby altered by deleting the same and substituting in place thereof, the following as New Clause 4 :

4. "The Authorised Share Capital of the Company is ₹ **3,000,000,000** (Rupees Three Thousand Million Only) divided into **3,000,000,000** (Three Thousand Million) Equity Shares of ₹ 1.00 (Rupee One Only) each with power to classify or reclassify, increase or reduce such capital from time to time and power to divide the shares in the capital for the time in accordance with the Regulations of the Company and the legislative provisions for the time being in force in this behalf and with the power to divide the share capital for the time being into several classes and to attach thereto respectively preferential, qualified or special rights, privileges or conditions including as to voting and to vary, modify, or abrogate the same in such manner as may be permitted by the Act or as may for time to time being be provided for by the Articles of Association of the Company."

4. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION :**

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 1956 or any amendment or re-enactment thereof and Articles of Association of the Company and in accordance with the Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and subject to such consents and approvals as may be required from the appropriate authorities and subject to such terms and modifications as may be specified while according such approvals, the Board of Directors (which term shall include any Committee thereof) of the Company be and is hereby authorised to capitalize a sum not exceeding ₹ 1,035,581,955 (Rupees One Thousand Thirty Five Million Five Hundred Eighty One Thousand Nine Hundred and Fifty Five Only) out of the Company's Capital Reserve, Capital Redemption Reserves Account, Securities Premium Account or such other accounts as are permissible to be utilized for the purpose, as per the audited accounts of the Company for the financial year ended March 31, 2013 and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of Equity Shares not exceeding 1,035,581,955 (One Thousand Thirty Five Million Five Hundred Eighty One Thousand Nine Hundred and Fifty Five) Equity Shares of ₹ 1.00 each as Bonus Equity Shares credited as fully paid up, to the eligible Members of the Company holding equity shares of ₹ 1.00 each whose names appear in the Register of Members / Beneficial Owners' position of the Company on such date ("Record Date") as the Board may determine, in the proportion of 1 (One) new Equity Share of ₹1.00 each for every 1 (One) Equity Share of ₹ 1.00 held as on the Record Date and that the new Bonus Equity Shares so issued and allotted shall be treated for all purposes as an increase of the nominal amount of the Equity Share Capital of the Company held by each such members and not as income and the said Bonus Equity Shares shall be issued and allotted, inter alia, on the following terms and conditions:

i. the new equity shares of ₹ 1.00 each to be issued and allotted as Bonus Equity Shares shall be subject to the provisions of the Memorandum & Articles of Association of the Company and shall rank pari passu in all respects with and carry the same rights as the existing fully paid Equity Shares of the Company

ii. No letter of allotment shall be issued in respect of the Bonus Equity Shares and the Share Certificate(s) for Bonus Equity Shares be issued / dispatched to the shareholders who hold the existing shares in physical form and the respective beneficiary accounts be credited with the Bonus Equity Shares, for such shareholders who hold the existing shares or opt to receive the Bonus Shares, in dematerialized form, within the prescribed period.

iii. The allotment of the new equity Bonus Shares to the extent that they relate to Non-Resident Members, Foreign Institutional Investors (FIIs) & other Foreign Investors of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999.

iv. The Board be and is hereby authorized to take necessary steps for Listing of the Bonus Equity Shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the Listing Agreements with the Stock Exchanges concerned and other applicable laws and regulations.

v. For the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as may in its absolute discretion, deem necessary, expedient including settling any question, doubt or difficulties that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected herewith or incidental hereto expressly by the authority of this resolution and the Board's decision in this regard shall be final and binding."

By order of the Board of Directors
For **Sun Pharmaceutical Industries Ltd.,**

Sunil R. Ajmera
Company Secretary

Place: Mumbai
Date : 30th May, 2013

Registered Office:
SPARC, Tandalja
Vadodara - 390 020

NOTES:

1. The Explar ory Statement pursuant to section 173(2) of the Companies Act, 1956 is annexed hereto.
2. The Comp y has appointed **Mr. Umesh Lakhani, Partner, M/s. S. H. Bathiya & Associates, Mumbai** as the Scrutinizer for conducting e postal ballot process. The Postal Ballot Form and the self-addressed business reply envelope are enclosed for this purpos
3. A member esiring to exercise vote by e-Voting / physical Postal Ballot Form is requested to carefully read the instructions printed on e Postal Ballot Form, as applicable, and cast their votes in electronic mode / return the duly completed form in the attache self-addressed business reply envelope, so as to reach the **Scrutinizer at Sun Pharmaceutical Industries Ltd., 17-B, Mah Industrial Estate, Mahakali Caves Road, Andheri (E), Mumbai - 400 093, on or before 6.00 p.m., on Saturday, 13th July, 2** 13. The Postal Ballot Forms received after this date will be treated as if the reply from the member has not been received.

EXPLANAT ORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NOs. 1, 2 & 3:

The present Au norized Share Capital of the Company is ₹ 1,500,000,000 (Rupees One Thousand Five Hundred Million only) of which ₹ 1,035,5 1,955 (Rupees One Thousand Thirty Five Million Five Hundred Eighty One Thousand Nine Hundred and Fifty Five Only) is the issu d, subscribed and paid-up share capital.

In view of the s ong financial performance of the Company for the year ended 31st March, 2013, the Board of Directors of the Company at the meeting held on 28th May, 2013, have recommended Bonus Shares in the ratio of 1:1, that is, one new fully paid-up Equity Share of ₹ 1.00 each for every one fully paid-up Equity Share of ₹ 1.00 held by the members as on the Record Date to be determined by the Board for this purpose.

A separate prop sal for issue of Bonus Shares by capitalisation of reserves of ₹ 1,035,581,955 (Rupees One Thousand Thirty Five Million Five Hur red Eighty One Thousand Nine Hundred and Fifty Five Only) has been submitted for the approval of Members under item no. 4 of the Notice.

To enable the is ue of Bonus Shares, the Company would be required to increase the Authorised Share Capital which is presently not sufficient to ccommodate the issue of Bonus Equity Shares. In order to issue Bonus Equity Shares, the Company is required to increase the Authorised Share Capital by atleast ₹ 600,000,000 (Rupees Six Hundred Million Only), however the Company proposes to inc ase the Authorised Share Capital by further ₹ 1,500,000,000 (Rupees One Thousand Five Hundred Million Only) to ₹ 3,000,000,00 (Rupees Three Thousand Million Only) so as to meet any future requirement. Consequently, the capital clause as appearing in the Memorandum and Articles of Association of the Company would need to be altered to reflect the increased Authorised Share Capital.

As per the provisions of Sections 16, 31 and 94 of the Companies Act, 1956, a Company can increase the Share Capital, alter the Share Capital Clause of its Memorandum of Association and Articles of Association with the consent of Members. Further, Article 67 of the Articles of Association of the Company authorises the Directors to increase the Share Capital with the approval of the members.

On increase of authorised capital, it would be necessary to amend Clause V of the Memorandum of Association and also Article 4 of Articles of Association. The Resolution at item nos. 1, 2 & 3 of this Notice, seek approval of Members to increase the Share Capital and to amend the said Clause V of the Memorandum of Association and Article 4 of the Articles of Association respectively.

A copy of the Memorandum and Articles of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at the Registered Office between 11.00 a.m. To 1.00 p.m. on any working day of the Company till Saturday, 13th July, 2013 i.e. the last date of receiving the Postal Ballot Forms/ e-voting.

Your Directors recommend the Resolutions at item nos. 1, 2 & 3 of this Notice, for your approval through postal ballot process.

None of the Directors of the Company are interested in this Resolution.

ITEM NO. 4:

Your Company had a very successful financial year ended 31st March, 2013, during which :

- It crossed the US $ 2 billion consolidated revenue milestone,
- It posted an impressive net profit after tax on consolidated basis of ₹ 30,080.6 Million,
- The Reserves of the Company increased to ₹ 149,111.7 Million on consolidated basis and ₹ 76,853.2 Million on stand alone basis as at the end of financial year ended 31st March, 2013.

To commemorate these achievements of the Company and to reward the shareholders, in this successful value creation cycle, the Board of Directors of the Company, at their meeting held on 28th May, 2013 have recommended issue of Bonus Equity Shares in the

ratio of 1:1, that is, one new fully paid-up equity share of ₹ 1.00 each for every one fully paid-up equity share of ₹ 1.00 each held by the members, as on the Record Date to be determined by the Board.

The present paid-up Equity Share Capital of the Company is ₹ 1,035,581,955/- (Rupees One Thousand Thirty Five Million Five Hundred Eighty One Thousand Nine Hundred and Fifty Five only) consisting of 1,035,581,955 (One Thousand Thirty Five Million Five Hundred Eighty One Thousand Nine Hundred and Fifty Five) Equity Shares of ₹ 1.00 each.

In accordance with the enabling provisions of the Articles of Association of the Company, Companies Act, 1956, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009 and such other Regulations/Acts etc., as may be applicable, the Bonus Equity Shares will be issued by capitalizing a sum of ₹ 1,035,581,955/- (Rupees One Thousand Thirty Five Million Five Hundred Eighty One Thousand Nine Hundred and Fifty Five only) (based on the present paid up equity capital) from Capital Reserve to the extent permissible, Capital Redemption Reserve and balance from Securities Premium Account or any other permitted accounts as per the Audited Accounts of the Company for the financial year ended on March 31, 2013, as the case may be.

The Bonus Equity Shares so allotted shall rank pari-passu with the existing fully paid-up equity shares of the Company in all respects. The Board has recommended Dividend for the financial year ended 31st March, 2013, @ ₹ 5.00 per equity share of ₹ 1.00 each on the Equity Shares pre-bonus. While recommending the issue of Bonus Equity shares in the ratio 1:1, the Board decided that if the Bonus Equity Shares are issued prior to payment of dividend, the dividend post issue of Bonus Equity Shares would be ₹ 2.50 per equity shares of ₹1.00 each instead of @ ₹ 5.00 per equity share of ₹ 1.00 each noting that the issue and allotment of bonus shares is likely to be prior to the declaration/approval of dividend by the shareholders at the ensuing Annual General Meeting.

The issue of fully paid Bonus Equity Shares by way of capitalisation of reserves is permitted under Section 205(3) of the Companies Act, 1956. The proposed issue of Bonus Equity Shares also fulfills the SEBI Regulations. Applications will be made to the Stock Exchanges for permission to listing and dealing in such Bonus Equity Shares. Article 202 of the Articles of Association of the Company permits capitalisation of reserves by applying the same towards issue and distribution of fully paid shares to the Members, after obtaining approval of the members of Company by way of an Ordinary Resolution and hence the above resolution is proposed for the approval of the members as an ordinary resolution.

To enable issuing the Bonus Equity Shares, a separate proposal for increase of the Authorised Share Capital of the Company, has also been submitted for the Shareholders' approval under item no.1 of this notice.

It is also necessary/expedient to authorize the Board of Directors of the Company or any Committee thereof, to complete all the regulatory formalities in connection with the issue of Bonus Shares that may be prescribed by SEBI, the Stock Exchanges on which the Company's securities are listed, Reserve Bank of India and / or any other regulatory authority.

Your Directors recommend the Resolutions at item nos. 4 of this Notice, for your approval through postal ballot process.

Directors of the Company may be deemed to be concerned or interested in the issue of the Bonus Equity Shares to the extent of their shareholdings in the Company, or to the extent of the shareholdings of the Companies / Institutions / Trusts of which they are Directors or members or Trustees with or without any beneficial interest.

By order of the Board of Directors
For **Sun Pharmaceutical Industries Ltd.,**

Sunil R. Ajmera
Company Secretary

Place: Mumbai
Date : 30th May, 2013

Registered Office:
SPARC, Tandalja
Vadodara - 390 020

Encl.: 1) Postal Ballot Form

2) Self addressed postage pre-paid envelope

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FOR PHYSICAL SHAREHOLDERS (HIGHLIGHTED PORTION)

SUN PHARMACEUTICAL INDUSTRIES LTD.

Registered Office: SPARC, Tandalja, Vadodara – 390 020, India.
Mumbai Office: 17-B, Mahal Industrial Estate, Mahakali Caves Road,
Andheri (E), Mumbai - 400 093, India.
Website: www.sunpharma.com, E-mail address: secretarial@sunpharma.com

Last Date: 13th July, 2013, 6.00 pm.

POSTAL BALLOT FORM

Sr. No. :

1. Name and Registered address of the Sole First named Member/ Beneficial Owner :

2. Name(s) of the Joint Shareholder(s) (if any) :

3. DP ID & Client ID No./ Registered Folio No. :

4. No. of Shares held :

5. I/ we hereby exercise my/ our vote in respect of the resolutions to be passed through postal ballot for the businesses stated in the notice dated 30th May, 2013 of the Company by sending my/ our assent or dissent to the said resolutions by placing (√) mark at the appropriate box below:

Description	No. of Shares held	(For) I/We assent to the Resolutions	(Against) I/We dissent to the Resolutions
1. Ordinary Resolution to increase the Authorized Share Capital of the Company from ₹ 1,5[illegible]0,000,000 (Rupees One Thousand Five Hundred Million Only) to ₹ 3,000,000,000 (Rupees Three Thousand Million Only)			
2. Ordinary Resolution for Alteration of Clause V of Memorandum of Association of the Company, consequent to Increase in the Authorised Share Capital of the Company.			
3. Special Resolution for alteration of Clause 4 of Articles of Association of the Company, consequent to Increase in the Authorised Share Capital of the Company.			
4. Ordinary Resolution for capitalization of reserves for the purpose of declaration and approval of issue of Bonus Equity Shares in the ratio of 1(one) new fully paid-up Equity Share of ₹ 1/- each for every 1(one) fully paid-up Equity Share of ₹ 1 each of the Company.			

E Mail ID (Optional) :

Place :

Date :

Signature of the Member/Beneficial Owner

For E-Voting

Electronic Voting Sequence Number (EVSN)	User ID	Password

Note : Please read the instructions carefully before exercising your vote

If members, who would be holding shares in physical form as on the record date, wish to obtain in demat form, the bonus equity shares, (to which they would be entitled) may fill up, sign and send the enclosed REQUEST FOR BONUS EQUITY SHARES IN ELECTRONIC FORM so as to reach us before 13th July, 2013.

IMPORTANT INSTRUCTIONS

1. The voting rights for the shares are One vote per equity share, registered in the name of the shareholders/ beneficial owners as on 31st May, 2013.
2. Voting by Postal Ballot, in physical form or e-Voting, can be exercised only by the shareholder or his/her duly constituted attorney or, in case of bodies corporate, the duly authorized person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
3. Voting period commences **on and from Friday, 14th June, 2013, and ends on Saturday, 13th July, 2013 at 6.00 p.m.**
4. The result of the voting on the resolutions will be declared at the Mumbai office of the Company at 17-B, Mahal Industrial Estate, Mahakali Caves Road, Andheri (E), Mumbai - 400 093, on **Monday, 15th July, 2013 at 12.30 p.m.**
5. A member need not use all his/her votes.
6. **Shareholders can opt only one mode for voting i.e. either by Physical Ballot or e-voting. In case the member has exercised the vote in physical as well as electronic mode, the vote by electronic mode only will be considered.**
7. The Scrutinizer's decision on the validity of a Postal Ballot shall be final.
8. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be sent to: secretarial@sunpharma.com.

Instructions for Voting by Physical Postal Ballot Form

9. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed postage pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier at the expense of the Member but using the postage pre-paid envelope will also be accepted. Members are requested to convey their assent or dissent in this postal ballot form only. The assent or dissent received in any other form or manner shall be considered as invalid.
10. The self-addressed envelope bears the name and address of the Scrutinizer appointed by the Board of Directors of the Company.
11. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar /Depository. In case, shares are jointly held, this Form should be completed and signed (as per specimen signature registered/recorded with the Registrar /Depository) by the first named member and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration No. of the POA or enclosing an attested copy of POA. Unsigned Postal Ballot Form will be rejected.
12. Duly completed Postal Ballot Form should reach the **Scrutinizer not later than 6.00 p.m. on Saturday, 13th July, 2013.** Postal Ballot Forms received after that date will be strictly treated as if reply from such member has not been received. The Members are requested to send the duly completed Postal Ballot Forms well before the last date, providing sufficient time for postal transit.
13. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority and preferably with attested specimen signature(s) of the duly authorized signatory(ies) giving requisite authority to the person voting on the Postal Ballot Form. Where the form has been signed by a representative of the President of India or of the Governor of a state, a certified copy of the nomination should accompany the Postal Ballot Form.
14. The number of shares in respect of which votes are cast should be mentioned in the column, in the absence of which, all the votes shall be deemed to have been cast as per the tick mark placed by the shareholder in the respective column.
15. Shareholders are requested not to send any paper (other than the resolution/authority as mentioned under instruction no. 2 above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
16. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of Joint Member(s). On receipt of the duplicate Postal Ballot Form, the original will be rejected.
17. A member may request for a duplicate Postal Ballot Form, if so required and the same duly completed should reach the scrutinizer not later than the last date for voting.
18. Incomplete, improperly or incorrectly tick marked Postal Ballot Forms will be rejected.
19. Members from whom no Postal Ballot Form is received or received after the aforesaid stipulated period shall not be counted for the purposes of passing of the resolutions.

Instructions for Electronic Voting (e-Voting)

The Company is pleased to offer e-Voting facility as an alternate, for its shareholders to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The procedure and instructions for the same are as follows:

1. During the voting period, the shareholders can visit the **e-Voting** website www.evotingindia.com. Click on Shareholders tab and select the relevant EVSN / along with Company name from the drop down menu and click on "SUBMIT" for voting.
2. The shareholders then have to fill up the following details in the appropriate boxes:

User-ID	For shareholders holding shares in Demat Form:- a) For NSDL :– 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :– 16 digits beneficiary ID For Shareholders holding shares in Physical Form:- • Folio Number registered with the Company
Password	Your Unique password is printed on the Postal Ballot Form
PAN*	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department

* Shareholders who have not updated their PAN with the Company / Depository Participant are requested to use default number 'DEFAULT NUMBER' in the PAN field or use physical Postal Ballot Form for voting.

After entering these details appropriately, click on "SUBMIT".

3. After logging in, demat security holders will have to mandatorily change their password. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. This password can be used by demat security holders for all future voting on resolutions of companies in which they are eligible to vote, provided that Company opts for e-voting through CDSL platform.. Physical shareholders will be provided with a fresh password for every postal ballot voting.
4. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending communication(s) regarding CDSL e-voting system in future. The same may be used in case the Member forgets the password and the same needs to be reset.
5. If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any company, then your existing password is to be used.
6. Security holders can then cast their vote on the resolutions available for voting. Enter the number of shares (which represents number of votes).
7. Security holders can also view the Postal Ballot Notice & Resolution details by clicking on the Resolution File Link.
8. Once the security holder casts the vote, the system will not allow modification of the same.
9. During the voting period, security holders can login any number of times till they have voted on all the resolutions.
10. 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 authorized to vote, to the Scrutinizer through e-mail at scrutinizer@sunpharma.com with a copy marked to helpdesk.evoting@cdslindia.com, without which the vote shall not be treated as valid.
11. In case you have any queries or issues regarding e-voting, please contact helpdesk.evoting@cdslindia.com or secretarial@sunpharma.com.

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REQUEST FOR BONUS EQUITY SHARES OF SUN PHARMACEUTICAL INDUSTRIES LTD., IN ELECTRONIC FORM

Date: 30th May, 2013

(To be filled in by the shareholder and returned to the address mentioned below on or before 13th July 2013)

Link Intime India Pvt Ltd.,
Unit: Sun Pharmaceutical Industries Ltd.,
C/13, Kantilal Maganlal Estate,
Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (West),
Mumbai - 400 078.

I/We, the undersigned, would like to receive my/our Bonus Equity Shares of **Sun Pharmaceutical Industries Ltd**, in the electronic/ demat form. Details of my/our holding in Sun Pharmaceutical Industries Ltd is/are as follows:

Name(s): 1. 2. 3.	Address:
Folio Number	
Total number of shares held	

I/We wish to receive _____ (number)* Equity shares in electronic form. The details of my/our beneficiary (depository) account is given below:

Depository Name	NSDL/CDSL
Depository Participant	
Depository Participant ID No.	
Beneficiary Account No.	

I/We understand that, if the Equity shares cannot be credited to my/our beneficiary account for any reason whatsoever, I/We will be given physical Equity share certificate(s).

Yours sincerely,

Name & Signature of Shareholder(s)

	Name of Shareholder including Joint holders, if any**	**Signature**
1.		
2.		
3.		

Date: _____

Notes:

* In case number of shares are not mentioned, the request for receiving the shares in demat form shall be considered for all bonus shares entitled.

** All Joint shareholders are required to Sign this form for this request to be considered as valid.

The signature(s) should tally with the specimen signature(s) registered with the Company. The names of the shareholders holding shares in Physical form should match with the names mentioned in the demat account, including that of joint holders.

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