



Dishman Pharmaceuticals and Chemicals Limited

CIN : L24230GJ1983PLC006329

Bhadr-Raj Chambers, Swastik Cross Road, Navrangpura, Ahmedabad – 380 009, Gujarat

Tel. No.: 91-79 26443053, 26445807, Fax No.: 91-79-26420198

Email: grievance@dishmangroup.com Website: www.dishmangroup.com

Postal Ballot Form

[Please read the instructions carefully before exercising your vote.]

1. Name and the Registered Address of the sole/ first named Member:

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

3. Registered Folio No. / DP ID No. / Client ID No.* (*Applicable to Investors Holding shares in dematerialized Form)

4. Number of Shares held

I / We hereby exercise my / our vote in respect of the Special Resolution(s) to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company dated 13th November, 2014, by sending my / our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below.

Item No.	Particulars of Resolution	No. of Equity Shares for which votes cast	I / We assent to the Resolution [For]	I / We dissent to the Resolution [Against]
1	To reappoint Shri Janmejy R. Vyas (Din: 00004730) as Chairman & Managing Director and payment of remuneration to him			
2	To increase the Borrowing Power u/s. 180(1)(c) of the Companies Act, 2013.			
3	To Mortgage, Hypothecate and/or Charge all or any of the movable and / or immovable properties of the company u/s. 180(1)(a) of the Companies Act, 2013.			
4	To authorise Board of Directors to give loans, provide guarantee/security and make investment on behalf of the Company			
5	To approve the payment of remuneration to Non-Executive Directors			
6	To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.			
7	To alter Memorandum of Association by way of deletion of sub-clause [c] of clause III (other objects)			
8	To approve Related Party Transactions			
9	To approve the place of keeping and inspection of registers, returns etc.			
10	To authorise Board of Directors in the matter relating to issue of shares to Qualified Institutional Person/Investor (QIP) and matter incidental thereto			
11	To consider Employee Stock Option Scheme (ESOP)			
12	To consider Employee Stock Option Scheme (ESOP) to employees of subsidiaries			

Date :

Place :

Signature of Member

E-VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	USER ID	DEFAULT PAN OR SEQUENCE NO
141125004		

* Voting facility will be available during the following voting period.

Commencement of e-voting	End of e-voting
Wednesday, 10 th December, 2014 at 10.00 a.m.	Friday, 9 th January 2015 at 6.00 p.m.
<i>Last date for receipt of Postal ballot form by Scrutinizer : 9th January, 2015</i>	

Instructions

1. A Member desiring to exercise his/her vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr. Ashok P. Pathak, Practicing Company Secretary ("Scrutinizer") at the address of the Registrar & Share Transfer Agent of the Company, **Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai – 400078.**, in the attached self-addressed business reply envelope, on or before close of working hours 6:00 PM on 9th January, 2015. The postage will be borne and paid by the Company. However, envelopes containing postal ballot form(s), if sent by courier or registered/speed post at the expense of the Member on or before close of working hours 6:00 PM on 9th January, 2015 will also be accepted.
2. This form should be completed and signed by the Member (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Member and in his/her absence by the next named Member. In case postal ballot form is signed through a Delegate/Authorised person, a copy of Power of Attorney attested by the Member shall be annexed to the Ballot.
3. Duly completed postal ballot form should reach the Scrutinizer at the address of the Registrar & Share Transfer Agent of the Company, **Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai – 400078.**, not later than 9th January, 2015 before the close of the working hours i.e. 6:00 PM. All postal ballot forms received after this date will be strictly treated as if reply from such Member has not been received.
4. There will be only one postal ballot form for every folio/DPID-Client ID irrespective of the number of joint Member (s).
5. In case of shares held by Companies, trusts, societies etc., the duly completed postal ballot form should be accompanied by a certified true copy of the Board Resolution/Authority Letter.
6. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Members as on 14th November, 2014.
7. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed Business Reply Envelope, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
8. A Member need not use all the votes nor needs to cast all the votes in the same way.
9. The Scrutinizer's decision on the validity of a postal ballot will be final and binding.
10. Incomplete, unsigned or incorrect postal ballot forms will be rejected.