



6<sup>th</sup> June, 2018

<b>To,</b> <b>Department of Corporate Services</b> <b>mumbai Stock Exchange Ltd.</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.	<b>To,</b> <b>The Manager,</b> <b>Listing Department,</b> <b>National Stock Exchange of India Ltd.</b> “Exchange Plaza”, C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.
<b>Ref.: Scrip Code No. : 540701</b>	<b>Ref. : (i) Symbol – DCAL</b> <b>(ii) Series – EQ</b>

**Sub.: Regulation 30: Submission of Notice of Postal Ballot and Postal Ballot Form**

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we hereby submit Notice of Postal Ballot dated 1<sup>st</sup> June, 2018 together with the Postal Ballot Form regarding conduct of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for obtaining the approval of Members of the Company for appointment of Mrs. Saloni A. Vyas, a Related Party under Section 2(76) of the Companies Act, 2013 to hold an office or place of profit in CARBOGEN AMCIS AG, Switzerland (CAAG), a wholly owned subsidiary of the Company.

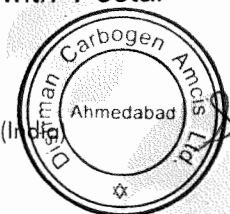
In this connection, M/s. Ashok P. Pathak & Co., (Membership No. 9939) Practicing Company Secretaries, Ahmedabad has been appointed as the Scrutinizer by the Board of Directors of the Company in its meeting held on 1<sup>st</sup> June, 2018 for conducting the Postal Ballot/e-voting Process in a fair and transparent manner.

Please note that, we have simultaneously sent the Notice of Postal Ballot to all our Registered Members of our Company as on 1<sup>st</sup> June, 2018 (cut-off date) by email today.

Members who have not registered their email IDs with the Company/Depository Participants(s), Notice of the Postal Ballot dated 1<sup>st</sup> June, 2018 alongwith Postal

**Dishman Carbogen Amcis Limited**

Regd. Off.: Bhadra-Raj Chambers, Swastik Cross Road, Navrangpura, Ahmedabad-380 009. (India)  
Phone : +91 (0) 79 26443053 / 26445807 / 26560089 Fax : +91 (0) 79 26420198  
E-mail : dcal@dishmangroup.com Website : www.dishmangroup.com  
CIN No. : U74900GJ2007PLC051338





Ballot Form are being sent to them by permitted mode and dispatch of the same will be completed by 11<sup>th</sup> June, 2018.

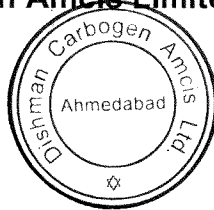
The Company has engaged the services of Central Depository Services (India) Limited for providing e-voting facility. The e-voting facility is available at [www.evotingindia.com](http://www.evotingindia.com) from **Tuesday, 12th June, 2018 at 09.00 A.M. IST to Wednesday, 11th July, 2018 at 5.00 P.M. IST.**

Kindly take this on your record.

Thanking you.

Yours faithfully,  
**For, Dishman Carbogen Amcis Limited**

  
**Shrma Dave**  
**Company Secretary**



Encl.: As above

**Dishman Carbogen Amcis Limited**

Regd. Off.: Bhadra-Raj Chambers, Swastik Cross Road, Navrangpura, Ahmedabad-380 009. (India)

Phone : +91 (0) 79 26443053 / 26445807 / 26560089 Fax : +91 (0) 79 26420198

E-mail : [dcal@dishmangroup.com](mailto:dcal@dishmangroup.com) Website : [www.dishmangroup.com](http://www.dishmangroup.com)

CIN No. : U74900GJ2007PLC051338



## Dishman Carbogen Amcis Limited

[formerly Carbogen Amcis (India) Limited]

CIN : U74900GJ2007PLC051338

**Regd. Office :** Bhadr-Raj Chambers, Swastik Cross Road, Navrangpura, Ahmedabad – 380 009, Gujarat  
**Tel. No.:** 02717-420 100 / 124, **Email:** grievance@dishmangroup.com **Website:** www.dishmangroup.com

### NOTICE OF POSTAL BALLOT

(Notice pursuant to Section 110 of the Companies Act, 2013)

Dear Members,

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014, the Company seeks the consent of the Members for the resolution appended below. The explanatory statement pertaining to the aforesaid resolution setting out the material facts and the reasons thereof is annexed hereto with the Postal Ballot Form, for your consideration and to exercise your voting right.

**NOTICE** is hereby given to the members of **DISHMAN CARBOGEN AMCIS LIMITED** that the resolution as set out below is proposed to be passed by the members by means of Postal Ballot/ electronic voting ('e-voting') as per provisions under Section 110 of the Companies Act 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to other applicable sections, rules, regulations, guidelines, as amended from time to time. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, setting out all material facts pertaining to the resolution is annexed along with the Postal Ballot Form for consideration of the Members. The Notice will also be placed on the Company's website <http://www.dishmangroup.com/investor-relations.asp>. The Company has appointed Mr. Ashok P. Pathak, Practicing Company Secretary as a Scrutinizer in accordance with the Companies (Management and Administration) Rules, 2014 for conducting the Postal Ballot/e-voting process in a fair and transparent manner.

In the event the draft resolution as set out in the Notice is assented to by the requisite majority by means of e-voting or Postal Ballot (whichever method the Shareholder opts for), it shall be deemed to have been passed at a General Meeting.

References to postal ballot(s) in this Postal Ballot Notice include votes received electronically.

You are requested to carefully read the instructions printed on overleaf of the Postal Ballot Form and return the Postal Ballot Form duly completed in the attached self addressed, postage pre-paid envelope so as to reach to the Scrutinizer on or before the 5.00 P.M. IST on Wednesday, 11<sup>th</sup> July, 2018. Postal Ballot Forms received after this date will be considered invalid. Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read the instructions in the Notes under the section "INSTRUCTIONS FOR E-VOTING". The Company has engaged CDSL to offer e-voting facility.

The Scrutinizer will submit his report to the Chairman and Managing Director or any authorized person of the Company on the completion of the scrutiny. The results of the Postal Ballot shall be announced by a Chairman and Managing Director of the Company on Friday, 13<sup>th</sup> July, 2018 at 4.00 p.m. at the Corporate Office of the Company situated at "Dishman Corporate House", Opp. Jayantilal Park BRTS Bus Stop, Iscon-Bopal Road, Ambli, Ahmedabad – 380 058. The aforesaid result would be, intimated to the Stock Exchanges where the shares of the Company are listed; published in the newspapers and displayed along with the Scrutinizer's report on Registered Office and Corporate Office of the Company and also on the Company's website <http://www.dishmangroup.com/investor-relations.asp>

#### RESOLUTION:

##### ITEM NO. 1

#### **APPOINTMENT OF MRS. SALONI A. VYAS, A RELATED PARTY UNDER SECTION 2(76) OF THE COMPANIES ACT, 2013 TO HOLD AN OFFICE OR PLACE OF PROFIT IN CARBOGEN AMCIS AG, SWITZERLAND (CAAG), A WHOLLY OWNED SUBSIDIARY OF THE COMPANY**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution** :

**"RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) ('the Act') and other applicable laws and regulations, consent of the shareholders be and is hereby accorded to the appointment of Mrs. Saloni A. Vyas, a Related Party under Section 2(76) of the Companies Act, 2013 to hold an office or place of profit in CARBOGEN AMCIS AG, Switzerland (CAAG), a wholly owned subsidiary of the Company as Global Marketing Head (Vitamin D & Analogues) with a remuneration of INR 1.00 Crore or equivalent in foreign currency per annum w.e.f. 1st April, 2018 and on such terms and conditions as set out in the explanatory statement to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors of CAAG be and is hereby authorized to alter or vary the Designation, Remuneration and terms and conditions, from time to time as may be considered appropriate, in accordance with the limits set out in the explanatory statement, company's policies and applicable regulatory provisions, if any, and as may be agreed to between the Board of Directors of CAAG and Mrs. Saloni A. Vyas.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all acts, deeds and things, necessary and expedient to give effect to this resolution."

**By Order of the Board of Directors  
of Dishman Carbogen Amcis Ltd.**

Registered office:  
Bhadr-raj Chambers,  
Swastik Cross Road,  
Navrangpura,  
Ahmedabad-380009  
Gujarat

Date : 1<sup>st</sup> June, 2018

**Shrima Dave  
Company Secretary**

**NOTES:**

1. Pursuant to the provisions of Section 110 and all other applicable provisions, if any, of the act and Regulation 44 of SEBI (LODR) Regulations, 2015, assent/dissent of the members in respect of the Resolution(s) contained in the Notice dated 1<sup>st</sup> June, 2018 (Friday) is being taken through Postal ballot.
2. The Explanatory Statement pursuant to Section 102 of the Act for the proposed Special business(s) setting out material facts is appended to the Notice.
3. The Board of Directors has appointed Mr. Ashok P. Pathak, Practicing Company Secretary (Membership No. ACS 9939), of M/s. Ashok P. Pathak & Co., Ahmedabad, as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.
4. The Postal Ballot Notice is being sent to the members / beneficiaries, whose names appear in the Register of Members/Record of the Depositories as on Friday, 1<sup>st</sup> June, 2018 (cut-off date) and voting rights shall be reckoned on the paid up value of shares registered in the name of the member as on the same date. Postal Ballot Notice and Forms are being sent electronically to all the members whose e-mail IDs are registered with the Company/Depository Participants(s). In respect of others, these documents are being sent by permitted mode.  
In case a Member is desirous of obtaining Postal Ballot in printed form or a duplicate one, the Member may write to the RTA/Company or send an e-mail to [grievance@dishmangroup.com](mailto:grievance@dishmangroup.com) by mentioning their Folio/DP ID and Client ID No. or send/submit the same by post at the address of Registrar & Share Transfer Agent of the Company, Link Intime India Pvt. Ltd., C-101, 247 Park, L.B.S Marg, Vikhroli West, Mumbai - 400083.
5. Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed and signed in the attached postage pre-paid self-addressed envelope. Unsigned Postal Ballot Form/s will be rejected. Postal Ballot Form(s), if sent by courier or by registered post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given thereon. **The duly completed and signed Postal Ballot Form(s) should reach the Scrutinizer on or before 5 PM IST on Wednesday, 11<sup>th</sup> July, 2018**, to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Members(s). The Company has also extended e-voting facility as an alternate, for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The Company has engaged CDSL to offer e-voting facility. **The voting period commence on Tuesday, 12<sup>th</sup> June, 2018 at 09.00 A.M. IST and ends on Wednesday, 11<sup>th</sup> July, 2018 at 5.00 P.M. IST.** The e-voting module shall also be disabled by CDSL for voting thereafter.
6. Kindly note that the Members can opt for only one mode of voting i.e., either by post or e-voting. If the Members opt for e-voting, then they should not vote by post and vice versa. However, in case Members cast their vote by post and e-voting, then voting done through e-voting shall prevail and voting done by post will be treated as invalid.
7. All documents referred to in this Postal Ballot Notice and Explanatory Statement setting out material facts and other statutory registers are open for inspection by the Members at the Corporate Office of the Company situated at "Dishman Corporate House", Opp. Jayantilal Park BRTS Bus Stop, Iscon-Bopal Road, Ambli, Ahmedabad – 380 058 between 2.00 p.m. and 4.00 p.m. on all working days except Saturdays, Sundays and public holidays, from the date hereof up to Wednesday, 11<sup>th</sup> July, 2018.
8. Members are requested to carefully read the notes printed herein and instructions printed on the backside of the Form, before exercising their vote.
9. The Scrutinizer will submit the report to the Chairman or any authorized person of the Company after completion of the scrutiny and the results of the Postal Ballot will be announced on or before Friday, 13<sup>th</sup> July, 2018 at 4.00 p.m. at the Corporate Office of the Company situated at "Dishman Corporate House", Opp. Jayantilal Park BRTS Bus Stop, Iscon-Bopal Road, Ambli, Ahmedabad – 380 058.  
**The results of the Postal Ballot** along with Scrutinizer's report will be displayed on the:
  - (i) Notice Board of the Company at its Registered Office and Corporate Office;
  - (ii) Company's website <http://www.dishmangroup.com/investor-relations.asp>;
  - (iii) CDSL website [www.evotingindia.com](http://www.evotingindia.com) and
  - (iv) Stock exchanges' website [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com).The date of declaration of the Postal Ballot results will be taken as the date of passing the Resolutions.
10. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.
11. Contact details of the person for any queries/grievances connected with the voting by postal ballot including voting by electronic means, if any: The Company Secretary, Dishman Carbogen Amcis Ltd., "Dishman Corporate House", Opp. Jayantilal Park BRTS Bus Stop, Iscon-Bopal Road, Ambli, Ahmedabad – 380 058. Tel. No. 02717 420100/ 124, Email: [grievance@dishmangroup.com](mailto:grievance@dishmangroup.com).
12. Only Member who is entitled to vote is entitled to exercise his/her/its vote through Postal Ballot or e-voting. The date of completion of dispatch of Notice will be announced through Notice in newspapers and any recipient of this Notice who has no voting rights as on the date mentioned in point No. 4 above should treat the same as information purpose only.

**INSTRUCTION FOR E-VOTING****The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on **Tuesday, 12<sup>th</sup> June, 2018 at 09.00 A.M. IST** and ends on **Wednesday, 11<sup>th</sup> July, 2018 at 5.00 P.M. IST**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 1<sup>st</sup> June, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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
<b>PAN</b>	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Notice/Attendance Slip indicated in the PAN field.
<b>DOB</b>	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
<b>Dividend Bank Details</b>	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If 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 to be also used by the demat holders for voting for resolutions of any other company on 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 Notice.
- (xi) Click on the **EVSN 180531002** for the relevant "**Dishman Carbogen Amcis 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 votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://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](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User 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](mailto: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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

## Contact Details

<b>Company</b>	<b>Dishman Carbogen Amcis Limited.</b>
Registrar & Transfer Agent	<b>Link Intime India Pvt. Ltd.</b> C-101, 247 Park, L.B.S Marg, Vikhroli West, Mumbai - 400083. Email: <a href="mailto:mumbai@linkintime.co.in">mumbai@linkintime.co.in</a>
e-Voting Agency	<b>Central Depository Services (India) Limited</b> Email: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
Scrutinizer	<b>Mr. Ashok P. Pathak, Practicing Company Secretary</b> Email: <a href="mailto:csashokppathak@gmail.com">csashokppathak@gmail.com</a>

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No.1

The Company sees high potential for growth in Vitamin D & Analogues business and to accelerate the growth process through faster decision making, direct customer interface and greater focus, the Company has proposed to appoint Mrs. Saloni A. Vyas as Global Marketing Head (Vitamin D & Analogues) in its wholly owned subsidiary namely CARBOGEN AMCIS AG, Switzerland.

Accordingly, upon recommendation of the Nomination and Remuneration Committee, the Board of Directors has at its meeting held on 24<sup>th</sup> January, 2018, approved the appointment of Mrs. Saloni A. Vyas, a Related Party under Section 2(76) of the Companies Act, 2013 to hold an office or place of profit in CARBOGEN AMCIS AG, Switzerland ("CAAG"), a wholly owned subsidiary of the Company as Global Marketing Head (Vitamin D & Analogues) with a remuneration of INR 1.00 Crore or equivalent in foreign currency per annum w.e.f. 1st April, 2018. Mrs. Saloni A. Vyas shall also be eligible for other perquisites as per the CAAG's policies and applicable regulatory provisions within the above referred limit. Mrs. Saloni A. Vyas would be eligible for reimbursement of all legitimate expenses actually and properly incurred by her while performing her duties, which would not be treated as perquisites.

Mrs. Saloni A. Vyas has a bachelor's degree in Science (Banking & Finance) from City University, London and also holds Master degree in Science (Accounts & Finance) from University of Aston, Birmingham. She has a very good experience of more than five years in the areas of Finance and Marketing. Looking to the growth of Vitamin D business, there is a need of Global Marketing Head for Vitamin D & Analogues products, who is well versed with the Company's existing business as well as Vitamin D products of the Company. Considering her vast experience and expertise in the marketing field and the need of the Company, Board of Directors of the Company proposed to appoint Mrs. Saloni A. Vyas as Global Marketing Head (Vitamin D & Analogues) in CAAG.

Information as required to be mentioned in the explanatory statement as per the provisions of Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 are as under:

Name of the Related Party	Mrs. Saloni A. Vyas
Name of the Director or Key Managerial Personnel who is related, if any	Mr. Janmejy R. Vyas, Mrs. Deohooti J. Vyas and Mr. Arpit J. Vyas
Nature of Relationship	Mrs. Saloni A. Vyas is a daughter-in-law of Mr. Janmejy R. Vyas, Chairman & Managing Director and Mrs. Deohooti J. Vyas, Whole-time Director AND wife of Mr. Arpit J. Vyas, Managing Director & CFO of the Company
Nature, material terms, monetary value and particulars of the contract or arrangement	Appointment of Mrs. Saloni A. Vyas on the rolls of Company's wholly owned subsidiary namely CARBOGEN AMCIS AG, Switzerland as Global Marketing Head (Vitamin D & Analogues). Term of Appointment: w.e.f. 1 <sup>st</sup> April, 2018. Remuneration: INR 1.00 Crore or equivalent in foreign currency per annum from CAAG.
Any other information relevant or important for the Members to take a decision on the proposed resolution	Not Applicable

Since Mrs. Saloni A. Vyas is a related party as per Section 2(76) of the Companies Act, 2013, her proposed appointment to the Office or Place of Profit w.e.f. 1st April, 2018 in the wholly owned subsidiary of the Company shall be subject to approval of unrelated equity shareholders as per Section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of the Board and its Powers) Rules, 2014. Accordingly all related parties of the Company including Promoters and entities forming part of promoter group shall not vote on this resolution.

The Board recommends the resolution at item no.1 of this Notice for approval of shareholders.

None of the Directors, Key Managerial Personnel and relatives thereof is interested in the resolution except Shri Janmejy R. Vyas, Chairman & Managing Director; Mrs. Deohooti J. Vyas, Whole-time Director and Mr. Arpit J. Vyas, Managing Director & CFO of the Company, who may be deemed to be interested in the proposed resolution as Mrs. Saloni A. Vyas is relative of them.

**By Order of the Board of Directors  
of Dishman Carbogen Amcis Ltd.**

Registered office:  
Bhadra-raj Chambers,  
Swastik Cross Road,  
Navrangpura,  
Ahmedabad-380009  
Gujarat

Date : 1<sup>st</sup> June, 2018

**Shrima Dave  
Company Secretary**



## Dishman Carbogen Amcis Limited

[formerly Carbogen Amcis (India) Limited]

CIN : U74900GJ2007PLC051338

**Regd. Office :** Bhadr-Raj Chambers, Swastik Cross Road, Navrangpura, Ahmedabad – 380 009, Gujarat  
**Tel. No.:** 02717-420 100/124, **Email:** grievance@dishmangroup.com **Website:** www.dishmangroup.com

### POSTAL BALLOT FORM

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

**Serial No.:**

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 members Holding shares in dematerialized Form)	
4. Number of Equity Shares held :	

I / We hereby exercise my / our vote in respect of an Ordinary Resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated 1<sup>st</sup> June, 2018 (Friday), by sending my / our assent (For) or dissent (Against) to the said resolution 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	Ordinary Resolution for appointment of Mrs. Saloni A. Vyas, a Related Party under Section 2(76) of the Companies Act, 2013 to hold an office or place of profit in CARBOGEN AMCIS AG, Switzerland (CAAG), a wholly owned subsidiary of the Company.			

Date :

Place :

\_\_\_\_\_  
Signature of Member  
(must be as per specimen signature registered with the company)

### E-VOTING PARTICULARS

The e-voting facility is available at the link <https://www.evotingindia.com>. The e-voting particulars are set out as follows:

EVSN (Electronic Voting Sequence Number)	*DEFAULT PAN OR SEQUENCE NO
<b>180531002</b>	

\* Please use default PAN for those who have not registered their PAN.

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

Commencement of e-voting	End of e-voting
<b>Tuesday, 12th June, 2018 at 09.00 A.M. IST</b>	<b>Wednesday, 11th July, 2018 at 5.00 P.M. IST</b>

**The voting module shall be disabled by CDSL for voting thereafter. Last date for receipt of Postal Ballot Form by Scrutinizer : on or before the 5.00 P.M. IST on Wednesday, 11th July, 2018**

## 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- 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai- 400083**, in the attached self-addressed business reply envelope, on or before 5:00 PM IST on Wednesday, 11<sup>th</sup> July, 2018. 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 5:00 PM IST on Wednesday, 11<sup>th</sup> July, 2018 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- 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai- 400083, not later than Wednesday, 11<sup>th</sup> July, 2018 before 5:00 PM IST**. 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/DP ID-Client ID irrespective of the number of joint Member (s). On receipt of the duplicate Postal Ballot Form, the original will be rejected.
5. A Member may request for a duplicate Postal Ballot Form and the duly completed Postal Ballot Form should reach the Scrutinizer not later than the last date for voting mentioned above in Point No. 3.
6. 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.
7. The voting rights for the equity shares are one vote per equity share, registered in the name of the shareholders/beneficial owners as on Friday, 1<sup>st</sup> June, 2018.
8. 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.
9. A Member need not use all the votes nor needs to cast all the votes in the same way.
10. The votes of a Member will be considered invalid on any of the following grounds:
  - a) unsigned, incomplete or incorrectly filled Postal Ballot Forms will be rejected;
  - b) if the Member's signature does not tally;
  - c) if the Member has marked his/her/its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate Shares voted for 'Assent' and 'Dissent' exceeds total number of shares held;
  - d) if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either, the Member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds.
  - e) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority.

The Scrutinizer's decision on the validity of Postal Ballot Form shall be final and binding.

11. Kindly note that the Members can opt only one mode of voting i.e. either by physical ballot or e-voting. If you are opting for e-voting, then do not vote by physical ballot also and vice versa. However, in case Members cast their vote by physical ballot and e-voting, then voting done through valid e-voting shall prevail and voting done by physical ballot will be treated as invalid.