

**STRIDES SHASUN LIMITED**

(Formerly known as Strides Acrolab Limited)

CIN : L24230MH1990PLC057062

Registered Office: 201, 'Devavrata' Sector-17, Vashi, Navi Mumbai – 400703.

Tel No.: +91 22 2789 2924 ; Fax No.: +91 22 2789 2942

Corporate Office: 'Strides House', Bilekahalli, Bannerghatta Road, Bangalore – 560076.

Tel No.: +91 80 6784 0000/ 6784 0290 ; Fax No.: +91 80 6784 0200

Website : www.stridesarco.com ; Email: investors@stridesarco.com

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**NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

**NOTICE** is hereby given that an Extraordinary General Meeting (EGM) of the Members of Strides Shasun Limited (the 'Company') will be held on Saturday, December 12, 2015 at 10.30 a.m. at The Chancery Pavilion, 135, Residency Road, Bangalore – 560 025 to transact the following Special Business:

**1. To consider and if thought fit, to pass with or without modifications, the following as a Special Resolution:**

**RESOLVED THAT** pursuant to the provisions of Section 62 and other applicable provisions of the Companies Act, 2013 ("the Act"), and the rules made thereunder (including any statutory modification or re-enactment thereof) and the Companies Act, 1956, the Foreign Exchange Management Act, 1999, as amended ("FEMA") including the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, and the rules framed there under, The Securities Contracts (Regulation) Act, 1956, The Securities and Exchange Board of India Act, 1992 and the rules framed there under including Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009, ("ICDR Regulations") (including any statutory amendments, modifications or re-enactments thereof), Listing Agreements as entered into by the Company with the Stock Exchanges where the shares of the Company is listed, enabling provisions in the Memorandum and Articles of Association of the Company and the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended ("FCCB Scheme"), Rules, Regulations, Guidelines, Notifications and Circulars, if any, prescribed by the Government of India, Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), Ministry of Finance (Department of Economic Affairs), the Ministry of Commerce & Industry (Foreign Investment Promotion Board Secretariat for Industrial Assistance) ("FIPB") or any other competent authority, whether in India or abroad, from time to time, to the extent applicable and subject to the approvals, consents, permissions and sanctions as might be required and subject to such conditions as might be prescribed while granting such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the Board be and is hereby authorized on behalf of the Company, to create, offer, issue and allot in India or in the course of international offerings, in one or more foreign markets, in one or more tranches, to investors whether Indian or Foreign, including Foreign Institutions, Indian and/or Multilateral Financial Institutions, Non Resident Indians, Corporate Bodies, Mutual Funds, Banks, Insurance Companies, Pensions Funds, Foreign Institutional Investors, Foreign Portfolio Investors, Individuals or otherwise, whether members of the Company or not, by way of a public issue, qualified institutional placement to qualified institutional buyers ("QIBs") in terms of Chapter VIII of SEBI ICDR Regulations ("QIP"), or any other mode/method or means as may be prescribed by the concerned authorities from time to time, or a combination thereof, Equity Shares of face value Rs. 10/- each of the Company ("Equity Share") and/ or Foreign Currency Convertible Bonds ("FCCB") and/or Global Depository Receipts ("GDRs") and / or American Depository Receipts ("ADRs") and / or Bonds with share warrants attached and/ or Preference Shares convertible into Equity Shares, and/or any other financial instruments or securities convertible into Equity Shares or with / without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the Equity Shares or otherwise, in registered form, whether rupee denominated or denominated in foreign currency (hereinafter collectively referred to as "Securities") or any combination of Securities, through one or more tranches, through one or more prospectus, placement documents and/ or letter of offer or circular and/ or on private placement basis, at such time or times, at such price or prices, and on such terms and conditions as the Board may determine in its absolute discretion thinks fit in accordance with all applicable laws, rules

and regulations for the time being in force in this regard, so that the total amount raised through issue of the Securities shall not exceed **Rs. 1,500 Crores** (Rupees One Thousand Five Hundred Crores), including premium and green shoe option, where necessary in consultation with the Lead Managers, Underwriters, Merchant Bankers, Guarantors, Financial and/or Legal Advisors, Rating Agencies / Advisors, Depositories, Custodians, Principal Paying/ Transfer/ Conversion agents, Listing agents, Registrars, Trustees, Printers, Auditors, Stabilizing agents and all other Agencies/ Advisors.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board be and is hereby authorized to determine the form, terms and timing of the issue(s), including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted in each tranche, issue price, face value, premium amount in issue/ conversion/ exercise/ redemption, rate of interest, redemption period, listings on one or more stock exchanges in India or abroad as the Board may in its absolute discretion deems fit and to make and accept any modifications in the proposals as may be required by the authorities involved in such issue(s) in India and / or abroad, to do all acts, deeds, matters and things and to settle any questions or difficulties that may arise in regard to the issue(s).

**RESOLVED FURTHER THAT** in case of a qualified institutional placement pursuant to Chapter VIII of the ICDR Regulations, the allotment of Securities (or any combination of the Securities as decided by the Board) shall only be to QIBs within the meaning of Chapter VIII of the ICDR Regulations, such Securities shall be fully paidup and the allotment of such Securities shall be completed within 12 months from the date of this resolution or such other time as may be allowed under the ICDR Regulations from time to time, at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VIII of the ICDR Regulations as may be amended from time to time and the Company may, in accordance with applicable law, also offer a discount of not more than 5% or such percentage as permitted under applicable law on the price calculated in accordance with the pricing formula provided under the ICDR Regulations, as may be amended from time to time and the Securities so issued shall not be eligible to be sold for a period of 12 months from the date of allotment, except on a recognized stock exchange.

**RESOLVED FURTHER THAT** in the event that Equity Shares are issued to QIBs under Chapter VIII of the ICDR Regulations, the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board decides to open the proposed issue and in the event that convertible securities and/or warrants which are convertible into Equity Shares of the Company are issued to QIBs under Chapter VIII of the ICDR Regulations, the relevant date for the purpose of pricing of such Securities, shall be the date of the meeting in which the Board decides to open the issue of such convertible securities and/or warrants.

**RESOLVED FURTHER THAT** the Equity Shares so issued by the Company pursuant to the QIP shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank *pari passu* with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** in the event the Securities are proposed to be issued as FCCBs, ADRs or GDRs, pursuant to the provisions of the FCCB Scheme and other applicable pricing provisions issued by the Ministry of Finance, the relevant date for the purpose of pricing the Equity Shares to be issued pursuant to such issue shall be the date of the meeting in which the Board or duly authorized committee of directors decides to open such issue after the date of this resolution.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the aforesaid Securities may have such features and attributes or any terms or combination of terms in accordance with international practices to provide for the tradability and free transferability thereof as per the prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of dividend, issue of additional Equity Shares, variation of the conversion price of the Securities or period of conversion of Securities into Equity Shares during the duration of the Securities and the Board be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose off such of the Securities that are not subscribed.

**RESOLVED FURTHER THAT** the Equity Shares including issue and allotment of Equity Shares upon conversion of any depository receipts or other Securities referred to above so issued shall rank *pari passu* with the existing Equity Shares of the Company in all respects.

**RESOLVED FURTHER THAT** the Equity Shares shall be listed on the stock exchanges, where the existing equity shares of the Company are listed.

**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, issue or allotment of Securities, the Board be and is here by authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in the absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, for entering into arrangements for managing, underwriting, marketing, listing and trading, to issue placement documents and to sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to appoint Lead Manager(s) and such other parties in offerings of Securities and such other agencies, if necessary and to remunerate them by way of commission, brokerage, fees or the like and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with Lead Manager(s) and other agencies and to seek the listing of such Securities.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to create necessary charge on such of the assets and properties (whether present or future) of the Company in respect of Securities and to approve, accept, finalize and execute facilities, sanctions, undertakings, agreements, promissory notes, credit limits and any of the documents and papers in connection with the issue of Securities, if any required.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to a Committee of Directors or any director or any officer of the company in such manner as it may deem fit including to settle all questions, difficulties, or doubts, that may arise in regard to the issue, offer and allotment of the Securities and utilization of the issue proceeds as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by way of this resolution.

**By Order of the Board  
For Strides Shasun Limited  
Sd/-  
Badree Komandur  
CFO & Company Secretary**

**Place : Bangalore  
Date : November 20, 2015**

Note:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING (EGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument appointing proxy should be duly completed and must be deposited at the Company's Registered Office/ Corporate Office of the Company not less than FORTY EIGHT HOURS before the commencement of the Meeting. The proxy form for the EGM is enclosed.

A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent (10%) of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent (10%) of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.

Members/ Proxy are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.

- 2) Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution of the Company, authorizing their representative to attend and vote on their behalf at the meeting.
- 3) Notice convening the EGM of the Company along with the process of e-voting, Attendance slip and Proxy form is being sent to the members whose names have appeared in the Register of Members/ list of Beneficial Owners as on Thursday, November 19, 2015 either electronically at their registered email id's or by Registered Post or in any other permitted mode.

Members may also note that the Notice convening the EGM of the Company along with the process of e-voting and the Attendance slip and Proxy form will be available on Company's website –[www.stridesarco.com](http://www.stridesarco.com).

Members who require communication in physical form in addition to e-communication, or have any other queries may write to us at [investors@stridesarco.com](mailto:investors@stridesarco.com)

In compliance with Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act and Clause 35B of the Listing Agreement, the Company has provided the facility to the members to exercise their vote electronically through the electronic voting service facility arranged by Karvy Computershare Private Limited, Hyderabad ("Karvy").

The facility for voting through Ballot Paper will also be made available at the EGM and the members attending the EGM who have not already cast their vote by remote e-voting shall be able to exercise their vote at the EGM through Ballot Paper.

Members who have cast their vote through remote e-voting prior to the EGM may attend the EGM but shall not cast their votes again. However, in case Members cast their vote both via physical ballot at the EGM and remote e-voting, then voting through remote e-voting shall prevail and voting done through ballot shall be treated as invalid. Instructions for e-voting are annexed to the Notice.

- 4) The e-voting period will commence at 9.00 a.m. on Wednesday, December 9, 2015 and will end at 5.00 p.m. on Friday, December 11, 2015. The voting rights of the Members shall be reckoned on the equity shares held by them as on Friday, December 4, 2015 being cut off date. Members holding shares either in physical or in dematerialized form, as on this date, shall only be entitled to avail the facility of remote e-voting/ voting at the meeting through ballot.

Members who have acquired shares during the period from Thursday, November 19, 2015 (cut-off date for the dispatch of EGM Notice) till Friday, December 4, 2015 (cut off for reckoning voting rights of Members) and are continuing to be Members as the said cut-off date i.e., Friday, December 4, 2015 can exercise their voting rights through remote e-voting or through ballot voting at the venue. A Member may write to Karvy requesting for the User id and password for the same.

- 5) The Company has appointed Mr. Binoy Chacko, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast by e-voting and by ballot voting at the EGM.
- 6) At the EGM, at the end of the discussion on the Resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer, order voting through ballot paper for all those members who are present but have not cast their votes electronically using the remote e-voting facility.
- 7) The Scrutinizer shall, after the conclusion of voting at the general meeting, count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company.

The Scrutinizer shall submit a consolidated Scrutinizer's report of the total votes cast in Favour or Against, not later than forty eight hours after the conclusion of EGM to the Chairman of the Company. The Chairman or any other person authorized by the him, shall declare the results of voting forthwith.

- 8) The result along with the Scrutinizer's report will be placed on the Company's website and on the website of Karvy after the result is declared by the Chairman/ any other person authorized by the him, and the same shall be communicated to the stock exchanges where the shares of the Company are listed.
- 9) The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting annexed to this Notice.

### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

In order to fund capital expenditure, long-term working capital, investments, expansion of the existing business, debt repayment and other approved corporate purposes, as permitted by applicable rules and regulations, the Company proposes to raise upto Rs. 1,500 Crores (Rupees One Thousand Five Hundred Crores) (including premium and green shoe option) in one or more tranches through issue of equity shares through a private placement, issue of Convertible Bonds or such other equity linked instruments or a mix of them by issue of equity or equity linked securities or such other permitted securities as may be finalized by the Board in the course of domestic and/ or international offerings including but not limited to Qualified Institutional Placement within the meaning of Chapter VIII of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009 ("ICDR Regulations"), Foreign Currency Convertible Bonds, Bonds with share warrants attached, Global Depository Receipts, American Depository Receipts or any other equity linked instruments of the Company or a combination of the foregoing, in one or more tranches, at a price determined in accordance with applicable law and otherwise on such terms and conditions as may be deemed appropriate by the Board and/ or any Committee thereof at the time of the issue or allotment of the Securities, to be decided in consultation with the lead manager(s) and other agencies

#### **Background for seeking fresh approval from shareholders for the fund raising:**

The shareholders of the Company had approved the fund raising of Rs. 1500 Crores through postal ballot vide resolution passed on November 6, 2015. Subsequent to the approval by shareholders of the Company, the Scheme of Amalgamation ("the Scheme") between Shasun Pharmaceuticals Limited ("Shasun") and the Company and their respective shareholders and creditors ("Merger") became effective on November 19, 2015 and shareholders of erstwhile Shasun became shareholders of the Company on November 20, 2015, consequent to allotment of shares under the Merger.

To provide opportunity to the shareholders of erstwhile Shasun who became shareholders of the Company to vote on the proposed fund raising, the Directors keeping, in view the good governance practices, felt it prudent to seek fresh approval from the combined shareholders of the merged entity, for the same fund raising proposal. This will also ensure wider participation of shareholders in the decision making process of the Company.

The resolution, if approved, will supersede the resolution approved by the shareholders of Strides through postal ballot on November 6, 2015.

The special resolution seeks to give the Board of Directors powers to issue Equity Shares or such other convertible securities as the Board of Directors may deem fit, in one or more tranche or tranches, at such time or times, at such price or prices and to such persons including institutions, incorporated bodies and/ or individuals or otherwise as the Board of Directors, in its absolute discretion, deems fit. The detailed terms and conditions of the Issue as and when made will be determined by the Board of Directors in consultation with the Merchant Bankers, Lead Managers, Advisors, Underwriters and other experts in accordance with the applicable provisions of the law.

Since the pricing and other terms of the offering cannot be decided except at a later stage, an enabling resolution is being passed to give adequate flexibility and discretion to the Board to finalize the terms. However, the same would be in accordance with the ICDR Regulations and/ or Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Mechanism) Scheme, 1993 as amended from time to time or any other guidelines / regulations as may be applicable and in case of an issue of Securities to Qualified Institutional Buyers pursuant to Chapter VIII of the ICDR Regulations, the Company may, in accordance with applicable law, also offer a discount of not more than 5% or such percentage as permitted under applicable law on the price calculated in accordance with the pricing formula provided under Chapter VIII of the ICDR Regulations as may be amended from time to time, and the relevant date in this regard shall be the date on which the Board decides to open the issue of Securities or such other time as may be allowed under the ICDR Regulations from time to time.

Section 62 (1) of the Companies Act, 2013 provides, inter alia, that when it is proposed to increase the issued capital of a company by allotment of further Equity Shares, such further Equity Shares shall be offered to the existing shareholders of such company in the manner laid down therein unless the members by way of a special resolution decide otherwise.

Since this Special Resolution may result in the issue of Equity Shares of the Company to persons other than members of the Company, consent of the members is being sought pursuant to the provisions of Section 62(1)(c) and other applicable provisions of the Companies Act, 2013 as well as applicable rules notified by the Ministry of Corporate Affairs and in terms of the provisions of the Listing Agreements executed by the Company with the stock exchanges where the Equity Shares of the Company are listed.

This Special Resolution, if passed, will have the effect of allowing the Board to offer, issue and allot Equity Shares to the investors who may or may not be the existing shareholders of the Company. The equity shares, if any, shall rank in all respects *pari passu* with the existing Equity shares of the Company.

The Board of Directors recommends the resolution for the approval of Members as a Special Resolution.

None of the Promoters, Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in this resolution except to the extent of their shareholding as Members.

**By Order of the Board  
For Strides Shasun Limited  
Sd/-**

**Place : Bangalore  
Date : November 20, 2015**

**Badree Komandur  
CFO & Company Secretary**

Attendance Slip



**STRIDES SHASUN LIMITED**

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Website : www.stridesarco.com ; Email: investors@stridesarco.com

**Extraordinary General Meeting – December 12, 2015**

Please complete this Attendance Slip and hand over at the entrance of the Meeting Hall.

Folio / DP & Client ID No.	
No. of shares held	

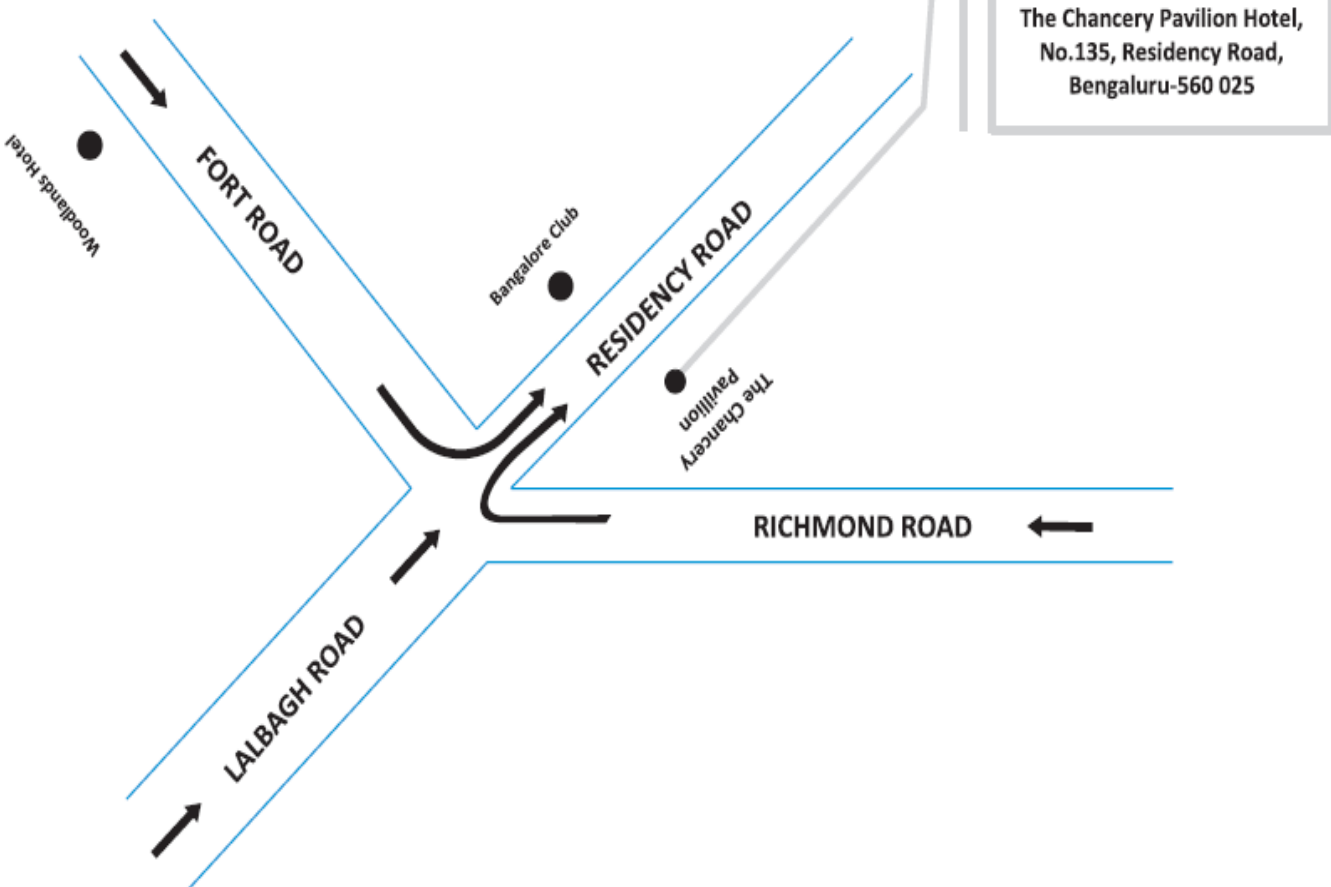
I certify that I am a member/ proxy of the member of the Company.

I hereby record my presence at the EXTRAORDINARY GENERAL MEETING of the Company, held at The Chancery Pavilion, 135, Residency Road, Bangalore – 560 025 on Saturday, December 12, 2015 at 10.30 a.m.

\_\_\_\_\_  
**Name of the attending Member/ Proxy**  
**(In BLOCK Letters)**

\_\_\_\_\_  
**Signature of the attending Member/ Proxy**

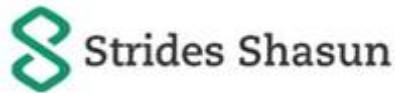
# Route Map





Proxy Form – Form MGT-11

[Pursuant to Section 105 (6) of Companies Act, 2013 and Rule 19 (3) of Companies (Management and Administration) Rules, 2014]



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**PROXY FORM**

**Extraordinary General Meeting – December 12, 2015**

Name of the member(s):	
Registered Address:	
Email:	
Folio No. / Client ID	
DP ID	

I/ We, being a member/ members of \_\_\_\_\_ shares of the above named Company, hereby appoint:

Name: \_\_\_\_\_; Email: \_\_\_\_\_

Address : \_\_\_\_\_

Signature: \_\_\_\_\_

*Or failing him/ her*

Name: \_\_\_\_\_; Email: \_\_\_\_\_

Address : \_\_\_\_\_

Signature: \_\_\_\_\_

*Or failing him/ her*

Name: \_\_\_\_\_; Email: \_\_\_\_\_

Address : \_\_\_\_\_

Signature: \_\_\_\_\_

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the EXTRAORDINARY GENERAL MEETING of the Company, to be held on Saturday, December 12, 2015 at 10.30 a.m. at The Chancery Pavilion, 135, Residency Road, Bangalore – 560 025 and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Resolution Number</b>	<b>Particulars</b>	<b>Type of Resolution</b>
	<b>Special Business</b>	
1	Approval to raise long term funds upto Rs. 1,500 Crores.	Special Resolution

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015

Affix  
revenue  
stamp

\_\_\_\_\_  
**Signature of the Member**

\_\_\_\_\_  
**Signature of the Proxy**

**Note:**

- (1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
  
- (2) The proxy to be effective should be duly completed and deposited at the Registered Office/ Corporate Office of the Company not less than 48 hours before the commencement of the Meeting.

## PROCEDURE FOR E-VOTING

1. To use the following URL for e-voting:

<https://evoting.karvy.com/>

2. Enter the login credentials i.e., user id and password mentioned below this communication. Your Folio No./ DP ID Client ID will be your user ID.

User – ID	<b>For Members holding shares in Demat Form</b> a) For NSDL: 8 Character DP ID followed by 8 Digits Client ID b) For CDSL: 16 digits beneficiary ID
	<b>For Members holding shares in Physical Form</b> Even no. followed by Folio Number registered with the Company
Password	In case of shareholders who have not registered their e-mail addresses, their User-Id and Password is printed below.
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

3. After entering the details appropriately click on LOGIN.
4. Password change menu will appear. Change the Password with a new Password of your choice. 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.

Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited e-Voting platform.

System will prompt you to change your password and update any contact details like mobile #, email ID etc., on first login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

5. Login again with the new credentials.
6. On successful login, system will prompt to select the ‘Event’ i.e., the Company name - ‘**Strides Shasun Limited**’.
7. On the voting page, you will see Resolution Description and against the same the option ‘FOR/ AGAINST/ ABSTAIN’ for voting.

Enter the number of shares (which represents number of votes) under ‘FOR/ AGAINST/ ABSTAIN’ or alternatively you may partially enter any number in ‘FOR’ and partially in ‘AGAINST’, but the total number in ‘FOR/ AGAINST’ taken together should not exceed your total shareholding. If the shareholder does not want to cast his vote, select ‘ABSTAIN’.

8. Shareholders holding multiple folios/ demat account shall choose the voting process separately for each folios/ demat account.
9. 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.
10. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
11. Corporate/ Institutional Members (Corporate/ Fls/ Flls/ Trust/ Mutual Funds/ Banks etc.,) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to [binoy@cnpartners.in](mailto:binoy@cnpartners.in) with a copy to [evoting@karvy.com](mailto:evoting@karvy.com).
12. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. S. V Raju of Karvy Computershare Private Limited at +91 40 67162222 or at 1800 345 4001 (toll free).
13. Members who have acquired shares during the period from Thursday, November 19, 2015 (cut-off date for the dispatch of EGM Notice) till Friday, December 4, 2015 (cut off for reckoning voting rights of Members) and are continuing to be Members as the said cut-off date i.e., Friday, December 4, 2015 can exercise their voting rights through remote e-voting or through ballot voting at the venue. A Member may write to Karvy requesting for the User id and password for the same.
14. The e-voting period will commence at 9.00 a.m. on Wednesday, December 9, 2015 and will end at 5.00 p.m. on Friday, December 11, 2015. The Company has appointed Mr. Binoy Chacko, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The e-voting module shall be disabled by Karvy at 5.00 p.m. on December 11, 2015.
15. The results shall be declared on or after the EGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

**E-voting Details**

EVEN	User ID	Password