

RELIANCE LIFE SCIENCES PRIVATE LIMITED

NOTICE

Notice is hereby given that the Fourteenth Annual General Meeting of the Members of Reliance Life Sciences Private Limited will be held on Wednesday, September 30, 2015 at 11:00 a.m. at the Registered Office of the Company at Dhirubhai Ambani Life Sciences Centre, R-282 TTC Area of MIDC, Thane Belapur Road, Rabale, Navi Mumbai – 400 701 to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.
2. To appoint Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT M/s. Chaturvedi & Shah, Chartered Accountants, (Registration No. 101720W) be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the eighteenth Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS:

3. To approve the remuneration of the Cost Auditor for the financial year ending on March 31, 2016 and in this regard 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 provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Cost Auditor appointed by the Board of Directors of the Company, to carry out the audit of the cost records of the Company for the financial year ending on March 31, 2016, be paid the remuneration as set out in the Statement annexed to the Notice convening this meeting;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

**Sd/-
Hardeep Singh Sodhi
Company Secretary**

Place : Navi Mumbai
Dated: September 25, 2015

RELIANCE LIFE SCIENCES PRIVATE LIMITED

Registered Office :
Dhirubhai Ambani Life Sciences Centre,
R-282 TTC Area of MIDC,
Thane Belapur Road, Rabale,
Navi Mumbai – 400 701.
CIN: U24239MH2001PTC130654
Phone: 022-40678000

Notes:

1. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members/Proxies should bring the Attendance Slip duly filled in for attending the Meeting.
4. A statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
5. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the registered office of the company on all working days, except Saturdays, during business hours upto the date of the Meeting.
6. The route map of the venue of the meeting is annexed hereto. The prominent landmark for the venue is Rabale Railway Station.

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RELIANCE LIFE SCIENCES PRIVATE LIMITED

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“the Act”)

ITEM NO. 2

This Statement for Item No. 2 is provided though not required as per Section 102 of the Act.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 2 of the Notice, relating to the appointment of the Statutory Auditors of the Company.

The following Statement sets out all the material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 3

The Board has approved the appointment of Shri Suresh D. Shenoy, Cost Accountant to carry out the audit of the Company's cost records for the products of the Company covered under the Drugs and Pharmaceuticals Sector for the financial year ending on March 31, 2016 at a remuneration of Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand only) exclusive of service tax.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending on March 31, 2016.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board commends of the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

By Order of the Board of Directors

**Sd/-
Hardeep Singh Sodhi
Company Secretary**

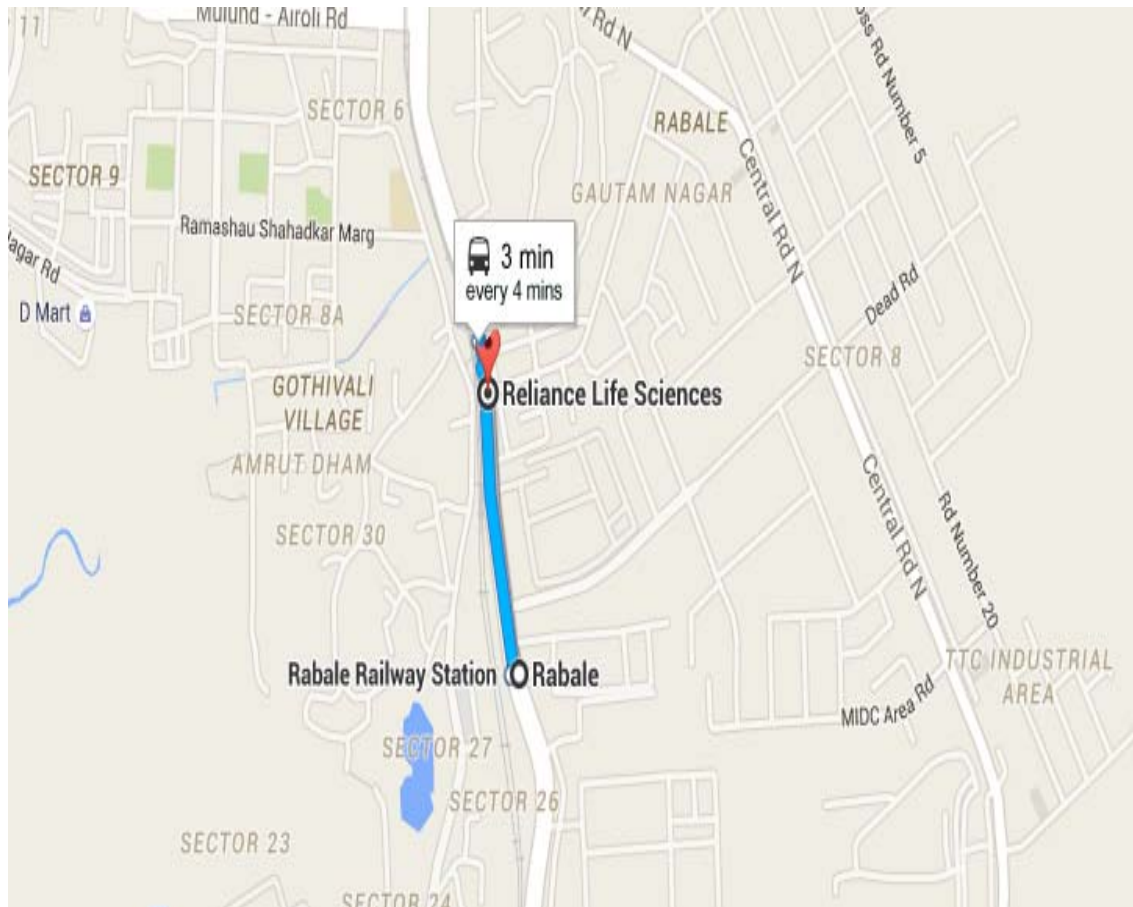
Place: Navi Mumbai
Date : September 25, 2015

Registered Office :
Dhirubhai Ambani Life Sciences Centre,
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Regd. Office: Dhirubhai Ambani Life Sciences Centre, R-282, TTC Area of MIDC, Thane Belapur Road, Rabale, Navi Mumbai - 400 701, INDIA. • Phone: +91-22-4067 8000 • Fax: +91-22-4067 8099. • Website: www.rellife.com
CIN : U24239MH2001PTC130654

RELIANCE LIFE SCIENCES PRIVATE LIMITED

Route Map To AGM Venue



AGM VENUE ADDRESS:

Dhirubhai Ambani Life Sciences Centre,
R-282 TTC Area of MIDC, Thane Belapur Road,
Rabale, Navi Mumbai – 400 701