



# Lupin Limited

**Registered Office:** Kalpataru Inspire, 3<sup>rd</sup> Floor, Off Western Express Highway, Santacruz (East), Mumbai - 400 055.

**Corporate Identity Number:** L24100MH1983PLC029442

**Tel:** +91 22 6640 2402/3 **Email:** [investorservices@lupin.com](mailto:investorservices@lupin.com)

**Website:** [www.lupin.com](http://www.lupin.com)

**LUPIN**

## NOTICE OF THE THIRTY-EIGHTH ANNUAL GENERAL MEETING, E-VOTING AND BOOK CLOSURE

**NOTICE** is hereby given that the Thirty-Eighth Annual General Meeting (AGM) of Lupin Limited (Company) will be held on **Wednesday, August 12, 2020 at 4.00 p.m. (IST)** through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), to transact the business as set forth in the Notice dated May 28, 2020, convening the AGM. The venue of the meeting shall be deemed to be the Registered Office of the Company, Kalpataru Inspire, 3<sup>rd</sup> Floor, Off Western Express Highway, Santacruz (East), Mumbai - 400 055. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013 (Act).

In accordance with General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 of the Ministry of Corporate Affairs (MCA) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, issued by the Securities and Exchange Board of India (SEBI), on Sunday, July 19, 2020, the Company has sent Notice of the Thirty-Eighth AGM and Annual Report for the year ended March 31, 2020, through electronic mode, to those Members whose email addresses are registered with the Depository Participant/Link Intime India Private Limited (LIPL), Registrar and Share Transfer Agent. Notice of the AGM and the Annual Report for the year ended March 31, 2020, circulated to Members is also available on the websites of the Company [www.lupin.com](http://www.lupin.com) and on the websites of BSE Limited and National Stock Exchange of India Limited.

Pursuant to the provisions of Section 91 of the Companies Act, 2013 (Act) read with Rule 12 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Register of Members and Share Transfer Register of the Company shall remain closed from **Wednesday, August 5, 2020 to Wednesday, August 12, 2020 (both days inclusive)** for the purpose of ascertaining the shareholders who will be entitled to payment of Dividend if declared at the AGM.

Dividend for the year ended March 31, 2020, @ 300% i.e. ₹ 6/- per equity share of ₹ 2/- each, if declared at the AGM, shall be paid to those Members whose names appear: -

- As beneficial owners as at the end of the business day on **Tuesday, August 4, 2020**, as per lists to be furnished by National Securities Depositories Limited (NSDL) and Central Depositories Services (I) Limited (CDSL), in respect of shares held in electronic form; and
- On the Register of Members of the Company as at the end of the business day on **Tuesday, August 4, 2020** after giving effect to all valid share transfers in physical form lodged with the Company on or before **Tuesday, August 4, 2020**.

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the Listing Regulations, the Company is pleased to provide Members, the facility to exercise their right to vote on Resolutions set forth in the Notice of the AGM, by electronic voting system platform (remote e-Voting), provided by LIPL.

Remote e-Voting period commences on **Saturday, August 8, 2020, 9:00 a.m. (IST)** and ends on **Tuesday, August 11, 2020, 5:00 p.m. (IST)**. During this period, Members holding shares in physical or dematerialised form as on **Thursday, August 6, 2020, i.e. cut-off date**, may cast their votes electronically. The e-Voting module shall be disabled by LIPL for voting thereafter. Those Members, attending the AGM through InstaMeet facility provided by LIPL, have not cast their votes on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system at the meeting from 4.00 p.m. (IST) till the expiry of 15 minutes after the AGM is over. Members who have casted their vote through remote e-Voting prior to the AGM, will be eligible to attend/participate in the AGM through InstaMeet, but will not be eligible to vote again at the meeting.

Voting rights of Members shall be in the proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the cut-off date of **Thursday, August 6, 2020**. Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote electronically on all the Resolutions set forth in the Notice of the AGM.

Members can accord their assent/dissent by accessing the website <https://instavote.linkintime.co.in> and logging by using their User ID and Password.

A person, who acquires shares of the Company after Notice of the AGM is sent and holds shares as on the cut-off date for voting i.e. Thursday, August 6, 2020, may obtain login ID and password by sending a request to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in). However, if such shareholder is already registered with LIPL for remote e-voting, then the existing User ID and password can be used for casting vote.

Ms. Neena Bhatia, Practising Company Secretary (FCS No. 9492 CP. No. 2661), has been appointed as the Scrutinizer to scrutinize the remote e-Voting and voting at the AGM to ensure that the voting process is done in a fair and transparent manner.

The procedure of electronic voting is mentioned in the email sent to the Members by LIPL. In case Members have any queries regarding e-Voting, they may refer the 'Frequently Asked Questions (FAQs) and Insta Vote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on Tel: 022 - 4918 6000.

Members will be able to attend the AGM through VC/OAVM or view the live webcast of the same provided by LIPL at <https://instameet.linkintime.co.in>. In case Members have any queries regarding remote e-voting/e-voting during the AGM, they may address the same to [enotices@linkintime.co.in/instameet@linkintime.co.in](mailto:enotices@linkintime.co.in/instameet@linkintime.co.in) or Call +91(022) 4918 6000.

Documents referred to in the Notice of the AGM are available electronically for inspection without payment of any fee by Members from the date of circulation of the Notice up to the date of the AGM. Member seeking to inspect such documents are requested to send an email to [investorservices@lupin.com](mailto:investorservices@lupin.com).

In accordance with the provisions of the Income Tax Act, 1961, as amended by the Finance Act, 2020, effective April 1, 2020, dividend declared and paid by Company shall be taxable in the hands of the shareholders. The Company is required to deduct tax at source (TDS) at the rates applicable to each category of shareholders. Members are requested to follow the instructions about TDS on dividend mentioned in the Notice of the AGM for availing of exemption from TDS, if applicable.

**For LUPIN LIMITED**

**R. V. SATAM**

**COMPANY SECRETARY**

**(ACS-11973)**

**Place :** Mumbai

**Date :** July 21, 2020