

**WOCKHARDT LIMITED**

Registered Office: Wockhardt Towers, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051
CIN: L24230MH1999PLC120720 Tel: 022 26534444, Fax: 022 26523905, Website: www.wockhardt.com

POSTAL BALLOT FORM

Serial No:

1. Name and Registered Address of the sole / first named Member	
2. Name(s) of Joint-Holder(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 the Special Resolutions to be passed through Postal Ballot for the business stated in the Notice dated 4th February, 2015 by sending my/ our assent / dissent to the said Special Resolution(s) by placing the tick (v) mark at the appropriate box given below:

Sr. No.	Description of Resolution	No. of Shares	I/We assent to the Special Resolution (FOR)	I/We dissent to the Special Resolution (AGAINST)
1	Shifting of Registered Office of the Company from Mumbai to Aurangabad, within the State of Maharashtra			
2	To keep Registers, Copies of Returns etc., at Corporate Office of the Company at Mumbai (i.e. at a place other than Registered Office)			
3	Give loans or give guarantee or provide security or to make investment upto Rs. 3000 crore including the limit specified under sub-section (3) of Section 186 of the Companies Act, 2013			
4	Re-appointment of Dr. Habil Khorakiwala as Chairman of the Company for a period of 5 years w.e.f. 1 st March, 2015 to 29 th February, 2020 and to fix his remuneration			

Place:

Date:

Signature of Member

Note: Please read instructions printed overleaf carefully before exercising your vote and also refer the procedure and instructions for e-voting given on page no. 4 in the notice attached herewith.

EVSN (Electronic Voting Sequence Number)	User ID	*Default PAN
150210007		

1. Please use your PAN for e-voting in case you have registered the same with the Company / Depository Participant.
2. In case your PAN is not registered please use (*) Default PAN given in the table above.

(A) General Instructions:

1. This Postal Ballot Form is provided for the benefit of members who do not have access to e-voting facility.
2. A Member can opt for one mode of voting i.e. either through e-voting or by Postal Ballot Form. If a Member cast votes by both modes, then voting done through e-voting shall prevail and Postal Ballot Form shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of Postal Ballot which is being despatched / e-mailed to the members whose names appear in the Register of Members as on close of business hours on **Friday, February 6, 2015**. The Notice of Postal Ballot has also been placed on the Website of the Company viz. www.wockhardt.com and on CDSL website viz. www.cdslindia.com.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through Postal Ballot Form to declare the final result for each of the resolutions forming part of the Notice of Postal Ballot.
5. Voting Rights in the Postal Ballot Form / e-voting cannot be exercised by proxy.

(B) Process and manner for members opting to vote by using Ballot Form:

6. A member desiring to exercise vote by Postal Ballot should complete and sign this Postal Ballot Form as per the Specimen Signature Registered with the Company and send it to the Scrutinizer in the attached postage self-addressed Business Reply envelope. Postage will be borne and paid by the Company. However, envelope containing Postal Ballot Forms, if sent by courier/deposited in person at the expenses of the registered member will also be accepted.
7. In case of Joint holding, the Form should be completed and signed by the first named shareholder and in his absence, by the next named shareholder.
8. The votes should be cast either in favour or against the resolution by putting the tick (**v**) mark in the column provided for assent or dissent. Postal Ballot Form bearing tick (**v**) in both the columns will render the form invalid.
9. The Voting Rights of members shall be in proportion of the share(s) held by them in the paid-up equity share capital of the Company as on **Friday, February 6, 2015**.
10. Duly completed Postal Ballot Form should reach the Scrutinizer not later than **6.00 P.M. on Friday, March 20, 2015**. All Postal Ballot Forms received after the date will be strictly treated as if the reply from such shareholder has not been received.
11. In respect of shares held by corporate and institution shareholders (Companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board resolution/appropriate authorization, with the specimen signature(s) of the authorised signatory (ies) duly attested.
12. Unsigned or incomplete or incorrectly filled Postal Ballot Forms will be rejected.
13. Members are requested not to send any other matter/document along with the Postal Ballot Form in the enclosed self-addressed envelope. The scrutinizer would destroy any extraneous paper found in such envelope.
14. A shareholder may request for duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified in point 10 above.