

**Zydus
Wellness**

ZYDUS WELLNESS LIMITED
A Subsidiary of Cadila Healthcare Limited

Regd. Office : "Zydus Tower", Satellite Cross Roads, S. G. Highway, Ahmedabad – 380 015.
Phone : 079-26868100 (20 lines) Fax : 079-26868337

NOTICE

The Seventeenth Annual General Meeting [AGM] of the members of Zydus Wellness Limited will be held on Thursday, the 30th day of June, 2011 at 10:00 a.m. at J. B. Auditorium, Ahmedabad Management Association [AMA], ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380 015 to transact the business mentioned in the Notice convening AGM. Notice together with Annual Report 2010-2011 are being posted to those members who had sought physical copies of the same and for others, by electronic mode.

Please note that these documents will also be available on the Company's website www.zyduswellness.in. Shareholders may visit the Company's website and download it. Members may also take an inspection of the Annual Report during office hours at the Registered Office.

In case any shareholder wants to register their email address or change the registered email address, they may send a request to update the same to their Depository Participant / Registrar & Share Transfer Agent of the Company, as the case may be.

Notice is further given that pursuant to section 154 of the Companies Act, 1956, the Register of Members and Share Transfer Books of the Company will remain closed from 24th June, 2011 to 30th June, 2011 (both days inclusive) to ascertain the list of members entitled to receive the dividend on equity shares of the Company for the financial year ended on 31st March, 2011.

Dividend, if declared on the equity shares at the ensuing AGM will be paid on 5th July, 2011, to those members whose names appear on the Company's Register of Members as on 30th June, 2011 subject however to the provisions of section 206A of the Companies Act, 1956. In respect of shares held in electronic form, dividend will be paid to the beneficial owners as per the data furnished by NSDL and CDSL.

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM(S) IN ORDER TO BE EFFECTIVE SHALL BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME SCHEDULED FOR AGM.

By Order of the Board of Directors

(DHAVAL N. SONI)

Company Secretary

Date : 4th June, 2011.

Place : Ahmedabad.