

LUPIN LIMITED

Registered Office: 159, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098.

NOTICE

Members of the Company are hereby informed that the Company has, on Monday, October 27, 2008, completed despatch of a Notice pursuant to the provisions of Section 192A of the Companies Act, 1956 ('the Act'), along with the Postal Ballot Form and a self addressed postage pre-paid envelope seeking their approvals for (i) by an Ordinary Resolution for the re-appointment of Dr. Kamal K. Sharma as Managing Director of the Company for a period of four years w.e.f. September 29, 2008 and approve the remuneration payable to him, (ii) by a Special Resolution for the appointment of Mr. Nilesh Gupta as Executive Director for a period of five years w.e.f. October 8, 2008 and approve the remuneration payable to him and (iii) by a Special Resolution for altering the "Lupin Employees Stock Option Plan 2003" as per details enumerated in the Notice and Explanatory Statement.

The Board of Directors of the Company has appointed Ms. Neena Bhatia, Practising Company Secretary, as the Scrutiniser for conducting the Postal Ballot in a fair and transparent manner.

Members are requested to note that the Postal Ballot Form duly completed and signed should be returned to the Scrutiniser not later than the close of working hours, i.e., 5.30 p.m. on Thursday, November 27, 2008 ('last day'), using the postage pre-paid envelope sent along with the Postal Ballot Form. Postal Ballot Forms received after the last day will be treated as if reply from those Members has not been received as provided in the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001. Members are therefore requested to return the duly completed and signed Postal Ballot Forms well before the last day, providing sufficient time for postal transit.

A Member may request for a duplicate postal ballot form, if so required.

The voting rights of Members have been reckoned as on Friday, October 17, 2008, which is the cut-off date.

For LUPIN LIMITED

**R. V. SATAM
COMPANY SECRETARY**

Place : Mumbai

Date : October 29, 2008.