

KWALITY PHARMACEUTICALS LIMITED

Regd.Office.:- VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR – 143601

CIN No. :- U24232PB1983PLC005426.; Phone no. :- 0183-2774321-25; Fax No.:-0183-2774477

Email Id:- ramesh@kwalitypharma.com; Website :- www.kwalitypharma.com

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Date:05-09-2016

Bombay Stock Exchange Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001.

Company Code no. : 539997

SUB:- SUBMISSION OF NOTICE OF 33RD ANNUAL GENERAL MEETING OF THE COMPANY UNDER SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir,

Please find attached herewith copy of notice of 33rd AGM to be held on Friday, 30th September, 2016 at the Regd Office of the company situated at VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR, PUNJAB-143601.

You are requested to display the said Notice on the Notice Board and website of your Exchange for the information of members and general public.

This is for your information and record.

Thanking you
Yours Faithfully,

FOR KWALITY PHARMACEUTICALS LIMITED



RAMESH ARORA
Managing Director
DIN: 00462656





Notice

Notice is hereby given that the 33rd Annual General Meeting of the members of KWALITY PHARMACEUTICALS LIMITED will be held on Friday 30th September, 2016 at 11:00 A.M. at the Registered Office of the Company at VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR – 143601 to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt:

(i) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2016, together with Reports of the Board of Directors and Auditors' thereon.

(ii) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016 and the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Ramesh Arora, (DIN : 00462656), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

3. To appoint a Director in place of Mr. Ajay Arora, (DIN : 00462664), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

4. To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of **M/s Vijay Mehra & Co., Chartered Accountants (ICAI Firm Regn. No. FRN 001051N)**, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held for the financial year 2016-17 on such remuneration as may be determined by the Board of Directors.”

SPECIAL BUSINESS:

5. Appointment of Mr. Aditya Arora as Director of the Company.

To Consider and if thought fit to pass with or without modification the following resolution as an **Ordinary Resolution** :

“RESOLVED THAT MR. ADITYA ARORA (DIN: 07320410), who was appointed as an Additional Director with effect from 22nd October 2015 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013 along with requisite deposit, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the company.”

6. Appointment of Mr. Aditya Arora as Whole time Director of the Company.



To Consider and if thought fit to pass with or without modification the following resolution as an **Ordinary Resolution** :

"RESOLVED THAT pursuant to provisions of sections 196, 197, 198 & 203 read with other applicable provisions & Schedule V of the Companies Act, 2013, the Articles of Association of the company and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, **MR. ADITYA ARORA (DIN: 07320410) be and is hereby appointed as Whole Time Director** of the Company for a period of five years with effect from 30th September 2016 at a remuneration and upon terms and conditions as set out in the draft agreement placed before the meeting and initialed by the chairman for the purpose of identification.

RESOLVED FURTHER THAT the aforesaid remuneration shall be paid as the minimum remuneration, even if in any year, during the tenure of the managerial personnel, the company has no profits or its profits are inadequate as may be determined by the Board/ Nomination & Remuneration committee after making an assessment of company's performance and subject to necessary approvals, if any.

RESOLVED FURTHER THAT the Board of Directors shall be at liberty to vary the terms and conditions as set out above but within the limits of remuneration prescribed under sections 196, 197, 198 & 203 and Schedule V of the Companies Act 2013, without further reference to the shareholders of the company."

7. Appointment of Mr. Kiran Kumar Verma as Independent Director of the Company.

To Consider and if thought fit to pass with or without modification the following resolution as an **Ordinary Resolution** :

"RESOLVED THAT pursuant to Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made there under and Listing Agreement (BSE SME), **Mr. KIRAN KUMAR VERMA (DIN: 07415375)**, who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 1, 2016, pursuant to the provision of sub section (1) of section 161 of the Companies Act, 2013 and who holds office till the date of the AGM, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose **Mr. KIRAN KUMAR VERMA** as candidate for the office of director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of five years with effect from February 1, 2016 to January 31, 2021 as not liable to retire by rotation."

8. Appointment of Mr. Pankaj Takkar as Independent Director of the Company.

To Consider and if thought fit to pass with or without modification the following resolution as an **Ordinary Resolution** :

"RESOLVED THAT pursuant to Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made there under and Listing Agreement (BSE SME), **Mr. PANKAJ TAKKAR (DIN: 07414345)**, who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 1, 2016, pursuant to the provision of sub section (1) of section 161 of the Companies Act, 2013 and who holds office till the date of the AGM, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose **Mr. Pankaj Takkar** as candidate for the office of director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of five years with effect from February 1, 2016 to January 31, 2021 as not liable to retire by rotation."



9. Appointment of Mr. Ravi Shanker Singh as Independent Director of the Company.

To Consider and if thought fit to pass with or without modification the following resolution as an **Ordinary Resolution** :

“RESOLVED THAT pursuant to Section 149,152,Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made there under and Listing Agreement (BSE SME), **Mr. RAVI SHANKER SINGH (DIN: 02303588)**, who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 1, 2016, pursuant to the provision of sub section (1) of section 161 of the Companies Act, 2013 and who holds office till the date of the AGM, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose **Mr. Ravi Shanker Singh** as candidate for the office of director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of five years with effect from February 1, 2016 to January 31, 2021 as not liable to retire by rotation.”

10.RATIFICATION OF COST AUDITORS REMUNERATION

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 of the Companies Act, 2013 and Rules framed there under, the company hereby ratifies the remuneration of Rs. 60,000/- (Rs. Sixty Thousand Only) plus reimbursement of out of pocket expenses to M/s. Verma Khushwinder & Co., Cost Accountants, Jalandhar, appointed by the Board of Directors of the company, to conduct the audit of cost records of the company for the financial year ending 31st March, 2017.”

By Order Of The Board

Sd/-

(RAMESH ARORA)
Managing Director
DIN : 00462656

Date:- 05-09-2016

Place:- Amritsar

NOTES

1. The relevant Explanatory Statements pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business at the meeting, are annexed hereto and forms part of this notice.
2. A statement giving the relevant details of the Directors seeking appointment/re-appointment under Item Nos. 5 to 10 of the accompanying Notice, as required by Clause 52 of the Listing Agreement entered into with the Stock Exchanges is annexed herewith.

3. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS BEFORE THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is



proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

4. Electronic copy of the Annual Report along with the notice of the 33rd Annual General Meeting of the Company for year ended 31.03.2016 is being sent to all members whose email ids are registered with the Company/Depository Participant(s) for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report along with notice for year ended 31.03.2016 is being sent in the permitted mode.

5. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 26th September, 2016 to Friday, 30th September, 2016.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

7. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.

8. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

9. All Members are requested to intimate immediately any change in their address to Company's Registrar and Share Transfer Agent

Bigshare Services Private Limited

E/2, Ansa Industrial Estate,
Saki Vihar Road, Saki Naka,

Andheri (East), Mumbai 400072

Board No:022 40430200, Fax No. :022 28475207

Email: investor@bigshareonline.com, Website: www.bigshareonline.com

Send all correspondence relating to transfer and transmission of shares to Registrar of shares to Registrar and Transfer Agent and not to the Company.

Quote their Folio No. / Client ID No. in their correspondence with the Registrar and Share Transfer Agent.

Send their queries related to accounts and operations of the Company at least 10 days in advance so that the required information can be made available at the meeting.

Intimate Registrar and Share Transfer Agent M/s Bigshare Services Private Limited for consolidation of folios, in case having more than one folio.

Bring their copies of annual report and attendance slip with them at the meeting.

10. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their registered email id, bank detail, mandates, nominations, power of attorney etc to their Depository Participants. Changes intimated to the Depository Participants will then be automatically reflected in Company's records which will help the Company and its Registrars and Transfer Agents, M/s Bigshare Services Private Limited, to provide efficient and better service to the Members. Members holding share in physical form are requested to advise such changes to the Company's Registrar and transfer agents, M/s Bigshare Services Private Limited.

11. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares. Members can contact the Company's Registrar & Transfer Agent, M/s Bigshare Services Private Limited.



Explanatory Statements Pursuant to Section 102 (1) of the Companies Act, 2013

Item No. 5 & 6

The Board of Directors of the Company had appointed **MR. ADITYA ARORA (DIN: 07320410)** as an Additional Director of the Company with effect from October 22, 2015 in accordance with the provisions of section 161 of the Companies Act, 2013. **MR. ADITYA ARORA** shall hold office up to the forthcoming Annual General Meeting and is eligible to be appointed as Whole Time Director of the company for a term of 5 years. The Company has received a notice under section 160 of the Companies Act, 2013 from a member signifying his candidature as Director of the Company. Brief Profile of **MR. ADITYA ARORA** is as follows:

Mr. Aditya Arora, aged 22 years has completed Bachelors of Commerce from Delhi University. He is on the board of the Company since October 2015. He is an active, energetic, dynamic and assisting to take our Company in the growth path. He possesses good business acumen, good administration, decision making and leadership skills etc. The Board of Directors is quite hopeful to utilize his expertise in our organization.

- Directorship in other companies

Mr. Aditya Arora not holds directorship in any other Company.

The payment of following remuneration to **Mr. Aditya Arora** has been approved:

Sr No.	Particulars	Remuneration
1	Salary (Monthly basis)	Rs. 40,000/- per month

If in any Financial Year, during the tenure of office of **Mr. Aditya Arora** as Whole Time Director, the Company has no profits or its profits are inadequate as may be determined by the Board/ Nomination & Remuneration committee after making an assessment of company's performance under the applicable provisions of the Act, he shall be entitled to receive the aforementioned remuneration as the minimum remuneration as provided under the Act.

A copy of the Whole Time Director's agreement will be available for inspection at the registered office of the company on any working day between 11:00 a.m and 1:00 p.m., and will also be available for inspection at the Annual General Meeting.

The Board feels that the presence of Mr. Aditya Arora as director on the Board is desirable and would be beneficial to the company.

Except Mr. Aditya Arora, Mr. Ramesh Arora, Mr. Ajay Arora, Mrs. Anju Arora and Mrs. Geeta Arora, no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution.

The Board recommends resolutions under Item Nos. 5 & 6 to be passed as an ordinary resolutions.

Item No. 7.

The Board of Directors of the Company had appointed **Mr. KIRAN KUMAR VERMA (DIN: 07415375)** as an Additional Director of the Company with effect from February 1, 2016 in accordance with the provisions of section 161 of the Companies Act, 2013, **Mr. KIRAN KUMAR VERMA** shall hold office



up to the forthcoming Annual General Meeting and is eligible to be appointed as a Non-Executive Independent Director for a term of 5 years. The Company has received a notice under section 160 of the Companies Act, 2013 from a member signifying his candidature as Independent Director of the Company. Brief Profile of **Mr. KIRAN KUMAR VERMA** is as follows:

Mr. Kiran Kumar Verma aged 43 years has completed Bachelor of Science from Guru Nanak Dev University, Amritsar in the year 1994. He has more than 20 years of experience in the area of testing and analysis of pharmaceutical products.

Directorship in other companies

Mr. KIRAN KUMAR VERMA not holds directorship in any other Company.

The Company has received a declaration of independence from **Mr. KIRAN KUMAR VERMA**. In the opinion of the Board, **Mr. KIRAN KUMAR VERMA** fulfills the conditions specified in the Companies Act, 2013 and the Listing Agreement, for appointment as an Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Director, setting out the terms and conditions of appointment of independent is available for inspection at the Registered Office of the Company during business hours on any working day.

None of the Directors or Key Managerial Personnel and their relatives, except **Mr. KIRAN KUMAR VERMA**, is concerned or interested (financially or otherwise) in this Resolution.

The Board recommends resolution under Item No. 7 to be passed as an ordinary resolution.

Item No. 8.

The Board of Directors of the Company had appointed **Mr. PANKAJ TAKKAR (DIN: 07414345)** as an Additional Director of the Company with effect from February 1, 2016 in accordance with the provisions of section 161 of the Companies Act, 2013, **Mr. PANKAJ TAKKAR** shall hold office up to the forthcoming Annual General Meeting and is eligible to be appointed as a Non-Executive Independent Director for a term of 5 years. The Company has received a notice under section 160 of the Companies Act, 2013 from a member signifying his candidature as Independent Director of the Company. Brief Profile of **Mr. PANKAJ TAKKAR** is as follows:

Mr. Pankaj Takkar aged 39 years, has completed Bachelor of Commerce from Guru Nanak Dev University, Amritsar in the year 1998 and Masters of Business Administration in marketing management from Punjab Technical University. He has more than 15 years of experience in the area of administrative management.

Directorship in other companies

Mr. PANKAJ TAKKAR not holds directorship in any other Company

The Company has received a declaration of independence from **Mr. PANKAJ TAKKAR**. In the opinion of the Board, **Mr. PANKAJ TAKKAR** fulfills the conditions specified in the Companies Act, 2013 and the Listing Agreement, for appointment as an Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Director, setting out the terms and conditions of appointment of independent is available for inspection at the Registered Office of the Company during business hours on any working day.

None of the Directors or Key Managerial Personnel and their relatives, except **Mr. PANKAJ TAKKAR**, is concerned or interested (financially or otherwise) in this Resolution.

The Board recommends resolution under Item No. 8 to be passed as an ordinary resolution.



Item No. 9

The Board of Directors of the Company had appointed **Mr. RAVI SHANKER SINGH (DIN: 02303588)** as an Additional Director of the Company with effect from February 1, 2016 in accordance with the provisions of section 161 of the Companies Act, 2013, **Mr. RAVI SHANKER SINGH** shall hold office up to the forthcoming Annual General Meeting and is eligible to be appointed as a Non-Executive Independent Director for a term of 5 years. The Company has received a notice under section 160 of the Companies Act, 2013 from a member signifying his candidature as Independent Director of the Company. Brief Profile of **Mr. RAVI SHANKER SINGH** is as follows:

Mr. Ravi Shanker Singh aged 43 years, has completed B.A.M.S. from Guru Nanak Dev University Amritsar in the year 1996. He has more than 18 years of experience in the area of manufacturing pharmaceutical products like tablets and injectables.

Directorship in other companies

Mr. RAVI SHANKER SINGH is currently holding directorship in Herbal Health Research Consortium Private Limited.

The Company has received a declaration of independence from **Mr. RAVI SHANKER SINGH**. In the opinion of the Board, **Mr. RAVI SHANKER SINGH** fulfills the conditions specified in the Companies Act, 2013 and the Listing Agreement, for appointment as an Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Director, setting out the terms and conditions of appointment of independent is available for inspection at the Registered Office of the Company during business hours on any working day.

None of the Directors or Key Managerial Personnel and their relatives, except **Mr. RAVI SHANKER SINGH**, is concerned or interested (financially or otherwise) in this Resolution.

The Board recommends resolution under Item No. 9 to be passed as an ordinary resolution.

Item No. 10

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of Cost Auditors M/s Verma Khushwinder & Co., Cost Accountants, Jalandhar to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 10 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2017.

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. 11 of the Notice. The Board recommends the Ordinary Resolution set out at Item No. 10 of the Notice for approval by the members.

By Order Of The Board

Date:- 05-09-2016
Place:- Amritsar

Sd/-
(RAMESH ARORA)
Managing Director
DIN : 00462656



Details of Directors seeking Appointment / Re-appointment at the Annual General Meeting

Name of Director	Date of Birth	Brief Resume and Nature of Expertise in Functional Area	List of Directorship / Committee Memberships in other Public Companies as on 31 st March, 2016
ADITYA ARORA (DIN: 07320410)	17/02/1994	Mr. Aditya Arora, aged 22 years has completed Bachelors of Commerce from Delhi University. He is on the board of the Company since October 2015. He is an active, energetic, dynamic and assisting to take our Company in the growth path. He possesses good business acumen, good administration, decision making and leadership skills etc. The Board of Directors is quite hopeful to utilize his expertise in our organization.	<p>Other Directorship: Nil</p> <p>Committee positions held in Kwalita Pharmaceuticals Limited :- Member – Audit Committee</p> <p>Committee Positions held in other Public Companies: Nil</p> <p>Relationship with other directors :- Relative of Directors Mr. Ramesh Arora, Mr. Ajay Arora, Mrs. Anju Arora & Mrs. Geeta Arora</p> <p>No of Shares held in the Company :-71000</p>
KIRAN KUMAR VERMA (DIN: 07415375)	02/12/1972	Mr. Kiran Kumar Verma aged 43 years has completed Bachelor of Science from Guru Nanak Dev University, Amritsar in the year 1994. He has more than 20 years of experience in the area of testing and analysis of pharmaceutical products.	<p>Other Directorship: Nil</p> <p>Committee positions held in Kwalita Pharmaceuticals Limited :- Member – Audit Committee Chairman: Nomination And Remuneration Committee</p> <p>Committee Positions held in other Public Companies: Nil</p> <p>Relationship with other directors :- No Relation</p> <p>No of Shares held in the Company :-Nil</p>
PANKAJ TAKKAR (DIN: 07414345)	17/08/1977	Mr. Pankaj Takkar aged 39 years, has completed Bachelor of Commerce from Guru Nanak Dev University, Amritsar in the year 1998 and Masters of Business Administration in marketing management from Punjab Technical University. He has more than 15 years of experience in the area of administrative management.	<p>Other Directorship: Nil</p> <p>Committee positions held in Kwalita Pharmaceuticals Limited :- Chairman – Audit Committee Member: Nomination And Remuneration Committee</p> <p>Committee Positions held in other Public Companies: Nil</p> <p>Relationship with other directors :- No Relation</p> <p>No of Shares held in the Company :-Nil</p>
RAVI SHANKER SINGH (DIN: 02303588)	21/05/1973	Mr. Ravi Shanker Singh aged 43 years, has completed B.A.M.S. from Guru Nanak Dev University Amritsar in the year 1996. He has more than 18 years of experience in the area of manufacturing pharmaceutical products like tablets and injectables.	<p>Other Directorship: Herbal Health Research Consortium Private Limited</p> <p>Committee positions held in Kwalita Pharmaceuticals Limited :- Member: Nomination And Remuneration Committee Chairman:- Stakeholders Relationship Committee</p> <p>Committee Positions held in other Public Companies: Nil</p> <p>Relationship with other directors :- No Relation</p> <p>No of Shares held in the Company :-Nil</p>



KWALITY PHARMACEUTICALS LIMITED
Regd. Office:- VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR – 143601
CIN No. :- U24232PB1983PLC005426.; Phone no. :- 0183-2774321-25; Fax No.:-0183-2774477
E-mail Id:- ramesh@kwalitiypharma.com; Website :- www.kwalitiypharma.com

Form No. MGT-11
Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

I/We, being the member(s) of **KWALITY PHARMACEUTICALS LIMITED**, holding _____ shares of the above named company, hereby appoint

Name :	E-mail Id:
Address:	
Signature : _____ or failing him/her	

Name :	E-mail Id:
Address:	
Signature: _____ or failing him/her	

Name :	E-mail Id:
Address:	
Signature:	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **33rd Annual General Meeting** of the company, to be held on **Friday 30th September, 2016** at 11:00 A.M. at the Registered Office of the Company at **VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR – 143601** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution(s)	Vote	
		For	Against
1.	To receive, consider and adopt the (i) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2016 together with Reports of the Board of Directors and Auditors thereon. (ii) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016 and the Report of the Auditors thereon.		
2.	Re-appointment of Mr. Ramesh Arora, director who retires by Rotation and being eligible, offers himself for re-appointment.		
3.	Re-appointment of Mr. Ajay Arora, director who retires by Rotation and being eligible, offers himself for re-appointment.		
4.	To ratify the appointment of Statutory Auditors M/s Vijay Mehra & Co., Chartered Accountants & fixing their remuneration		
5.	To Appoint Mr. Aditya Arora as Director		
6.	To Appoint Mr. Aditya Arora as Whole Time Director		
7.	To appoint Mr. Kiran Kumar Verma as Independent Director		
8.	To appoint Mr. Pankaj Takkar as Independent Director		
9.	To appoint Mr. Ravi Shanker Singh as Independent Director		
10.	To ratify the remuneration of Cost Auditors		

Signed this ____ day of ____ 2016.

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder

across Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.

Affix
Revenue
Stamp of
Re 1



KWALITY PHARMACEUTICALS LIMITED

Regd. Office.:- VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR – 143601

CIN No. :- U24232PB1983PLC005426.; Phone no. :- 0183-2774321-25; Fax No.:-0183-2774477

Email Id:- ramesh@kwalitiypharma.com; Website :- www.kwalitiypharma.com

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

33rd Annual General Meeting to be held on Friday, September 30,2016.

Name and Address of the Sole/ First member _____
(In block capitals)

DP ID No.:-

Ledger Folio No./Client ID No. _____

No. of shares held: _____

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the 33rd Annual General Meeting of the **KWALITY PHARMACEUTICALS LIMITED to be held on Friday 30th September, 2016 at 11:00 A.M. at the Registered Office of the Company at VILLAGE NAGKALAN, MAJITHA ROAD, AMRITSAR – 143601.**

(Member's /Proxy's Signature)

Note:

1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.



ROUTE MAP FOR ANNUAL GENERAL MEETING



KWALITY PHARMACEUTICALS LIMITED