



ATTENDANCE SLIP

GlaxoSmithKline Pharmaceuticals Limited

Corporate Identity Number (CIN): L24239MH1924PLC001151

Regd. Office: Dr. Annie Besant Road, Mumbai 400 030. • Telephone: 24959595 • Fax: 24959494

Email: askus@gsk.com • Website: www.gsk-india.com

91st ANNUAL GENERAL MEETING HELD ON THURSDAY, 28th JULY 2016

Folio No. / Client ID :

DP ID :

No. of Shares :

I, hereby record my presence at the NINETY FIRST ANNUAL GENERAL MEETING of the Company being held at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Marine Lines, Mumbai - 400 020 on 28th July 2016 at 3.00 p.m.

Name(s) of the Shareholder(s)/Proxy (IN BLOCK LETTERS)

Signature(s) of Shareholder(s) or Proxy

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. Joint Shareholders desiring to attend the Meeting may obtain additional Attendance Slips on request. Such request should reach the Company or its Registrar & Transfer Agents, M/s. Karvy Computershare Private Limited, Unit: GlaxoSmithKline Pharmaceuticals Limited, Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana – 500 032 on or before 27th July 2016.

Note: You are requested to bring your copy of the Annual Report to the Meeting.

(To be retained throughout the Meeting)

E-VOTING SLIP



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ELECTRONIC VOTING PARTICULARS

EVENT (E-Voting Event Number)	USER ID	PASSWORD/PIN

- Notes: 1. The e-voting period will commence on Monday, 25th July 2016 (09.00 a.m. IST) and will end on Wednesday, 27th July 2016 (05.00 p.m. IST).
 2. Please read instructions given overleaf before voting electronically.

Instructions for e-voting:

Members are requested to follow the instructions given below before they cast their vote through e-voting:

Voting through electronic means

In terms of the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called "the Rules" for the purpose of this section of the Notice) and clause 35B of the listing agreement, the Company is providing facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on 21st July 2016) being the cut-off date fixed for determining voting rights of members, entitled to participate in the e-voting process, through the e-voting platform provided by M/s. Karvy Computershare Pvt. Ltd. (Karvy) Separate ballot form is also sent along with this notice for those members who do not have access to e-voting process or who want to cast vote through ballot form.

A. Procedure and instructions for e-voting

The procedure and instructions for E-voting are as follows:

1. Open your web browser during the voting period and navigate to '<https://evoting.karvy.com>'.
2. Enter the login credentials (i.e., User-ID & password) mentioned on the Postal Ballot Form. Your folio / DP and Client ID will be your User-ID .

User-ID for Members holding shares in Demat Form:

For NSDL: 8 Character DP ID followed by 8 Digits Client ID.

For CDSL: 16 digits beneficiary ID.

For Members holding shares in Physical Form:

- EVENT No. followed by Folio Number registered with the Company.
- Password: Your unique password is printed on the Postal Ballot Form/via email forwarded through the electronic notice.

Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

3. Please contact Karvy's toll free No. [1800 3454 001] for any further clarifications.
4. After entering these details appropriately, click on "LOGIN".
5. Members will now reach 'Password Change' menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for E-voting through Karvy Computershare Private Limited E-voting platform. System will prompt you to change your password and update any contact details like mobile no., email ID etc. on 1st login. You may also enter the 'Secret Question' and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.
7. On successful login, system will prompt you to select the 'Event' i.e. 'GlaxoSmithKline Pharmaceuticals Limited'.
8. If you are holding shares in Demat form and had logged on to "<https://evoting.karvy.com>" and casted your vote earlier for any company where the System Provider was Karvy Computershare Private Limited, then your existing login id and password given earlier are to be used.
9. On the voting page, you will see Resolution description and against the same the option 'FOR/AGAINST/ ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the Member does not want to cast, select 'ABSTAIN' after selecting the resolution you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on 'CANCEL' and accordingly modify your vote.
10. Once you 'CONFIRM' your vote on the Resolution, you will not be allowed to modify your vote.
11. In case a person has become the Member of the Company after the dispatch of AGM Notice but on or before the cut-off date i.e. 21st July 2016, may write to Karvy on the email ID varghese@karvy.com or to Mr. P. A. Varghese, Contact No. 040-67162222, at [Unit: GlaxoSmithKline Pharmaceuticals Limited] Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana-500 032, requesting for the User-ID and Password. After receipt of the above credentials, please follow all the steps from Sr. No. (1) to (10) as mentioned in (A) above, to cast the vote.

B. Process and manner for members opting for voting through Physical Ballot

1. A Member desirous of exercising his/her vote by Physical Ballot may complete the Physical Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr. P. N. Parikh, Practising Company Secretary, C/o M/s. Karvy Computershare Private Limited, Unit: GlaxoSmithKline Pharmaceuticals Limited, Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana – 500 032, so as to reach on or before 5.00 p.m. on 27th July 2016.
2. The Physical Ballot form should be completed and signed by the Member (as per the specimen signature registered with the Company/Depository Participants). In case of joint holding, the Physical Ballot form should be completed and signed by the first named Member and in his/her absence by the next named Member. In case, if the Physical Ballot form is signed through a delegate, a copy of power of attorney attested by the Member should be annexed to the Ballot.
3. The consent must be accorded by recording the assent in the column "FOR" and dissent in the column "AGAINST" by placing a tick (✓) mark in the appropriate column.
4. There will be only one Physical Ballot form for each Folio/Client ID irrespective of the number of joint Member(s).
5. In case of shares held by companies, trusts, societies etc., the duly completed Physical Ballot form should be accompanied by a certified true copy of the Board Resolution/Authority Letter.
6. A Member can request for duplicate Physical Ballot form. However, the duly completed duplicate Physical Ballot form should reach the Scrutinizer not later than the last date of receipt of Postal Ballot Form i.e., 27th July 2016.
7. Member(s) are requested not to send any other paper along with the Physical Ballot form, and any extraneous paper found in envelope would be destroyed by the Scrutinizer.
8. A Member need not use all the votes, or needs to cast all the votes in the same way.
9. Incomplete, unsigned or incorrect Physical Ballot form will be rejected.
10. Member(s) cannot appoint a proxy to exercise their voting powers through Postal Ballot.
11. Corporate/Institutional Members (Corporate/FI's/foreign institutional investors/trust/mutual funds/banks, etc.) are required to send scan (PDF format) of the relevant resolution of the Board of Directors to the Scrutinizer through e-mail to scrutinizer.glaxo@gmail.com with a copy marked to evoting@karvy.com. The file scanned image of the Board Resolution should be in the naming format "Corporate Name_EVENT No."



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PROXY FORM

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

91ST ANNUAL GENERAL MEETING HELD ON THURSDAY, 28TH JULY 2016

Name of the Member(s) :	
Registered address :	
E-mail ID :	
Folio No. / Client ID :	
DP ID :	

I/We, being the member(s) of _____ shares of the above named Company, hereby appoint:

1. **Name:** _____ **E-mail ID:** _____

Address: _____

Signature: , or failing him

2. **Name:** _____ **E-mail ID:** _____

Address: _____

Signature: , or failing him

3. **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 91st Annual General Meeting of the Company, to be held on the 28th day of July 2016 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Marine Lines, Mumbai - 400 020 and at any adjournment thereof in respect of such resolutions as are indicated at the back:

Resolution No.	Description	For	Against
1.	To receive, consider and adopt the Audited Financial Statements (including consolidated Financial Statements) of the Company for the year ended 31 st March 2016 together with the Reports of the Board of Directors and the Auditors thereon.		
2.	To declare Dividend for the year ended 31 st March 2016.		
3.	Re-appointment of Mr. Raju Krishnaswamy as a Director.		
4.	Re-appointment of Mr. Ronald C. Sequeira as a Director.		
5.	Re-appointment of M/s Price Waterhouse & Co Bangalore LLP, the retiring Auditors of the Company as Auditors of the Company from the conclusion of this Annual General Meeting ("AGM") until the conclusion of the next AGM of the Company and approve their remuneration.		
6.	Appointment of Mr. Annaswamy Vaidheesh as a Managing Director.		
7.	Re-appointment & remuneration of Mr. Raju Krishnaswamy as a Whole-time Director.		
8.	Re-appointment & remuneration of Mr. Ronald C. Sequeira as a Whole-time Director.		
9.	Ratification of Remuneration to Cost Auditor.		
10.	Commission to Independent Directors.		

Signed this _____ day of _____ 2016.

Affix
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

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. A person can act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.