

SANOFI INDIA LIMITED

Corporate Identity No.L24239MH1956PLC009794
Registered Office: Sanofi House, CTS No.117-B, L & T Business Park,
Saki Vihar Road, Powai, Mumbai 400 072
Website: www.sanofiindia.com Email: igrc.sil@sanofi.com
Tel no. (022) 28032000 Fax no.(022) 28032846

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Sixtieth Annual General Meeting of the Members of Sanofi India Limited will be held at Y. B. Chavan Centre - Auditorium, Gen. J. Bhosale Marg, Near Sachivalaya Gymkhana, Nariman Point, Mumbai 400 021 on Friday, 29th April 2016 at 2.45 p.m. to transact the Ordinary and Special Business as mentioned in the Notice dated 25th March 2016 convening the aforesaid Annual General Meeting.

Notice is hereby given pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules), 2014 that the business to be transacted at the aforesaid Annual General Meeting may be transacted by electronic voting.

The Company has completed, on 31st March 2016, despatch, by courier, of the physical copies of the Notice of the Annual General Meeting along with the Explanatory Statement in respect of the Special Business mentioned in the Notice, the Reports of the Directors and Auditors as well as the Balance Sheet and the Profit and Loss Account for the year ended 31st December 2015 to those Members who have opted to receive shareholder communications in physical mode.

Shareholders who have registered their e-mail ids with the Company or with their Depository Participant and who have agreed to receive communications in electronic mode have been sent the aforesaid documents on e-mail on 29th March 2016.

The Notice (including Proxy Form and Route map) and the Annual Report have been uploaded on the Company's website www.sanofiindia.com.

The Company has offered e voting facility through Central Depository Services (India) Limited (CDSL) to enable Members to cast their votes electronically. The voting commences at 9 a.m. on Tuesday, 26th April 2016 and ends at 5 p.m. on Thursday, 28th April 2016. CDSL will disable the facility thereafter.

Voting by electronic means will not be allowed beyond 5 p.m. on Thursday, 28th April 2016.

The Notice of the Annual General Meeting will also be available on the website of CDSL at www.evotingindia.com.

The Board of Directors of the Company has appointed Mr. S. N. Ananthasubramanian, Practising Company Secretary (FCS 4206, CP 1774) or failing him, Ms. Malati Kumar, Practising Company Secretary (ACS 15508, CP 10980) as the Scrutinizer for conducting the process of e-voting / voting by physical ballot at the Annual General Meeting in a fair and transparent manner.

Members will be provided with an opportunity to vote on the agenda items at the venue of the Meeting.

Members who have cast their votes through remote e-voting can attend the meeting but will not be allowed to vote on the agenda items in the voting conducted at the meeting.

Any person who becomes a member of the Company after despatch of the Notice of the Annual General Meeting and holding shares as on the cut-off date i.e. Friday, 22nd April 2016 and wishing to participate in the e-voting may obtain User Id and password by sending a letter or email to the Company's Registrars and Transfer Agents, Link Intime India Private Limited (C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai 400078)-(email id: evoting.investors@linkintime.co.in) providing details such as name of the Member, DPID/ Client ID no. and name of the Company. User ID and password will be provided through email or sms or letter as per details of the Member provided by the Depositories or available with the Registrars. Members can also contact Mr.Ajay Jadhav of Link Intime India Private Limited on no.(022) 25967799.

Any query/ grievance in respect of e- voting can be addressed to Mr. K.Subramani, Company Secretary at (022)28032530. Email igrc.sil@sanofi.com.

Any query in respect of voting by electronic means can also be addressed to helpdesk.evoting@cdslindia.com. Phone 18002005533.

Place: Mumbai

Date: 4th April 2016

SANOFI INDIA LIMITED

K.SUBRAMANI
COMPANY SECRETARY