

MYLAN LABORATORIES LIMITED

CIN: U24231TG1984PLC005146

Registered Office: Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad – 500034, Telangana

Tel: +91-40-30866666, 23550543, Fax: 30866699, Website: www.mylanlabs.in

Email id: mylan.india@mylan.in

Dear member,

You are cordially invited to attend the Annual General Meeting of the members of Mylan Laboratories Limited (the “**Company**”) to be held on Friday, December 16, 2016 at 10.30 a.m. at the registered office of the Company at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad – 500034, Telangana.

The Notice of the meeting, containing the business to be transacted, is enclosed herewith.

By order of the Board

For **Mylan Laboratories Limited**

Sd/-

(B. Nagaraj Goud)

Company Secretary

PAN: AGYPB3840P

Address: H. No. 5-14-88, Indiranagar Colony II, APHB Colony, Movlali, Hyderabad – 500 040

Place: Hyderabad, India

Date: November 17, 2016

Enclosures:

1. Notice of the Annual General Meeting
2. Attendance slip
3. Proxy form
4. Route Map to the venue of the AGM

NOTICE

Notice is hereby given that the 31st Annual General Meeting (“AGM”) of the members of Mylan Laboratories Limited will be held on Friday, December 16, 2016 at 10.30 a.m. at the registered office of the Company at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad – 500034, Telangana, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors’ thereon.
2. To appoint a Director in place of Mr. Rajiv Malik (DIN: 00120557), who retires by rotation and, being eligible, seeks re-appointment.
3. To ratify the appointment of Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No.008072S), as auditors of the Company.

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 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time and pursuant to the resolution passed by the members at the Annual General Meeting (“AGM”) held on December 26, 2014, the appointment of Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No.008072S) as auditors of the Company to hold office till the conclusion of the thirty second AGM of the Company to be held in the year 2017 be and is hereby ratified at such remuneration plus service tax, out-of-pocket expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the auditors.”

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass with or without modification(s), to the following resolution as an ordinary resolution:

“**RESOLVED THAT** pursuant to Section 181 and other applicable provisions, if any, of the

Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which shall deem to include any committees thereof), in case of loss or inadequate profit, to contribute to bonafide charitable and other funds provided that the aggregate amount of contribution to such funds in a financial year shall not exceed the limits as set out in section 181 or a sum of Rs. 250,000,000/- (Rupees Twenty Five Crores only) in each financial year, whichever is higher.”

By order of the Board

For Mylan Laboratories Limited

Sd/-

(B. Nagaraj Goud)

Company Secretary

PAN: AGYPB3840P

Address: H. No. 5-14-88, Indiranagar Colony II, APHB Colony, Movlali, Hyderabad – 500 040

Place: Hyderabad, India

Date: November 17, 2016

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE OR AT THE REGISTRAR AND SHARE TRANSFER AGENT'S OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE AGM.**
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013 ("Act"), a person can act as a proxy on behalf of not more than fifty members and holding in aggregate more than ten percent of the total share capital of the Company carrying voting rights.
3. An Explanatory Statement pursuant to Section 102(1) of the Act with respect to Special Business set out in the Notice is annexed hereto.
4. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
5. Members/Proxies are requested to bring duly filled in attendance slips sent herewith for attending the AGM.
6. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail this facility may send their nomination in the prescribed Form SH 13 duly filled in to the Company's Registrar and Share Transfer Agents. The prescribed form in this regard may also be obtained from the Company's Registrar and Share Transfer Agents. Members holding shares in electronic form are requested to contact their Depository Participant directly for recording their nomination.
7. Members are requested to notify immediately any change in their address to the Registrar and Share Transfer Agent.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF
THE COMPANIES ACT, 2013

Section 181 of the Companies Act, 2013 enables the Company to make contributions to bona fide charitable and other funds, subject to the approval of the members in general meeting in case such contribution exceeds 5 per cent of the Company's average net profits for 3 immediately preceding financial years. Consequently, the Board of Directors of the Company proposes the above resolution as an ordinary resolution for approval of the members for making contribution exceeding the limits as set out in section 181, in case of loss or inadequate profit, to a sum of Rs. 250,000,000/- (Rupees Twenty Five Crores only) in each financial year.

The activities undertaken by the Company as a Corporate Social Responsibility (CSR) and some contributions/expenditure may come under purview of Section 181 of the Companies Act, 2013. In view of absence of profit for financial year 2015-16, the consent of the members is sought to enable the Company to carry out such CSR activities also.

The Board recommends the resolution as set out at Item no. 4 of the Notice as an ordinary resolution, for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives are in anyway concerned or interested in the above resolution.

By order of the Board

For Mylan Laboratories Limited

Sd/-

(B. Nagaraj Goud)

Company Secretary

PAN: AGYPB3840P

Address: H. No. 5-14-88, Indiranagar Colony II, APHB Colony, Movlali, Hyderabad – 500 040

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ATTENDANCE SLIP

(31st Annual General Meeting)

Regd. folio no. No. of shares held.....

*Demat a/c no. DP Id no.

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Mylan Laboratories Limited.

I hereby record my presence at the 31st Annual General Meeting of the Company at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad - 500034, Telangana on Friday, the 16th day of December, 2016 at 10.30 a.m.

.....

Member's/Proxy's/Representative's name

.....

Signature of Member/Proxy/Representative

*Applicable if shares are held in electronic form.

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of annual report to the meeting.

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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]

CIN	U24231TG1984PLC005146
Name of the Company	Mylan Laboratories Limited
Registered office	Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad - 500034, Telangana
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		
	Address		
	E-mail Id		Signature
	or failing him		
2.	Name		
	Address		
	E-mail Id		Signature
	or failing him		

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on Friday, the 16th day of December, 2016 at 10.30 a.m. at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad - 500034, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolutions	For	Against
1.	Consider and adopt Audited Balance Sheet as at 31st March, 2016, with the Reports of the Board of Directors and Auditors.		
2.	Appointment of a director in place of Mr. Rajiv Malik, who retires by rotation and, being eligible, seeks re-appointment.		
3.	Ratification of appointment of Deloitte Haskins & Sells, Chartered Accountants, as auditors of the Company.		
4.	Approval to make contributions to bona fide charitable and other funds.		

Signed this..... day of.....2016.

Signature of shareholder.....Signature of proxy holder(s).....

Note: 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 AGM.

Route Map to the AGM Venue

