

MYLAN LABORATORIES LIMITED

CIN: U24231TG1984PLC005146

Registered Office: Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad – 500096, Telangana

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

Email id: mylan.india@mylan.in

Dear Members,

You are cordially invited to attend the Thirty-Third Annual General Meeting of the members of Mylan Laboratories Limited (the “**Company**”) to be held on Friday, September 28, 2018 at 11.30 a.m. at the registered office of the Company situated at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad – 500096, Telangana.

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

By order of the Board

For Mylan Laboratories Limited



(B. Nagaraj Goud)

Company Secretary

Membership No.: A19038

Place: Hyderabad

Date: September 10, 2018

Enclosures:

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

MYLAN LABORATORIES LIMITED

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NOTICE

Notice is hereby given that the Thirty Third Annual General Meeting (“AGM”) of the members of Mylan Laboratories Limited will be held on Friday, September 28, 2018 at 11.30 a.m. at the registered office of the Company at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad – 500096, Telangana, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended on March 31, 2018, together with the reports of the Board of Directors and Auditors’ thereon.
2. To appoint a Director in place of Ms. Sarada Kalyani Bhagawati (DIN: 02680074) who retires by rotation and, being eligible, seeks re-appointment.
3. To ratify the appointment of the Statutory 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 (“Act”) and the Rules made thereunder, as amended from time to time and pursuant to the resolution passed by the members at the Annual General Meeting (“AGM”) held on September 29, 2017, the appointment of B S R & Associates LLP, Chartered Accountants (Firm Registration No. 116231W/ W-100024), as auditors of the Company to hold office till the conclusion of the thirty seventh AGM of the Company to be held in the year 2022 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. **Variation in terms of remuneration of Mr. Rakesh Bamzai (DIN: 06997113), Chief Executive Officer & Managing Director of the Company with effect from March 1, 2018.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution:

“RESOLVED THAT pursuant to the provisions of Section 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), approval of the members be and is hereby accorded for the revision in the terms of remuneration of Mr. Rakesh Bamzai (DIN: 06997113), Chief Executive Officer & Managing Director of the Company with effect from March 1, 2018 with a total base pay of Rs. 25,355,204/- plus perquisites, incentives and benefits as detailed in the explanatory statement pursuant to Section 102(1) of the Act annexed to this Notice.

RESOLVED FURTHER THAT if in any financial year, the Company has no profits or its profits are inadequate, Mr. Rakesh Bamzai shall be entitled to receive the aforesaid remuneration, perquisites, incentives and benefits on the same terms as set out above, subject to compliance with the applicable provisions of the Act and the Rules made thereunder.”

5. **Variation in terms of remuneration of Ms. Sarada Kalyani Bhagawati (DIN: 02680074), Whole-Time Director and Chief Financial Officer of the Company with effect from March 1, 2018.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), approval of the members be and is hereby accorded for the revision in the terms of remuneration of Ms. Sarada Kalyani Bhagawati (DIN: 02680074), Whole-Time Director and Chief Financial Officer of the Company, with effect from March 1, 2018 with a total base pay of Rs.11,040,899/- plus perquisites, incentives and benefits as detailed in the explanatory statement pursuant to Section 102(1) of the Act annexed to this Notice.


RESOLVED FURTHER THAT if in any financial year the Company has no profits or its profits are inadequate, Ms. Sarada Kalyani Bhagawati shall be entitled to receive the aforesaid remuneration, perquisites, incentives and benefits on the same terms as set out

above, subject to compliance with the applicable provisions of the Act and the Rules made thereunder.”

Details of Directors seeking variation of the terms of remuneration as per Item 4 and 5:

| Particulars | Mr. Rakesh Bamzai | Ms. Sarada Kalyani Bhagawati |
|---|---|--|
| Date of Birth | October 1, 1965 | September 29, 1968 |
| Date of first appointment on Board | November 01, 2014 | November 01, 2014 |
| Qualification | B. Sc (Tech) | CA, ICWA |
| Experience (years) | 26 | 24 |
| Remuneration sought to be paid | Rs. 25,355,204/- p.a. plus other perquisites, incentives and benefits | Rs. 11,040,899/- p.a. plus other perquisites, incentives and benefits. |
| Last drawn remuneration | Rs. 52.70 million | Rs. 16.21 million |
| Shareholding in the Company | Nil | Nil |
| Relationship with other Directors, Managers / KMPs | No Relation | No Relation |
| Number of meetings of the Board attended during the year | 2 | 4 |
| Directorships held in other companies | Nil | Madaus Pharmaceuticals Private Limited |
| Memberships / Chairmanships of committees of other companies | Nil | Nil |

By order of the Board
For Mylan Laboratories Limited


(B. Nagaraj Goud)
Company Secretary
Membership No.: A19038

Place: Hyderabad
Date: September 10, 2018

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 or email IDs to the Registrar and Share Transfer Agent.

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

The following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. 4 and 5 of the accompanying Notice:

Item No. 4:

The Board of Directors of the Company approved the variation in terms of remuneration of Mr. Rakesh Bamzai, Chief Executive Officer & Managing Director of the Company, with effect from 1st March 2018, as detailed hereunder, subject to the approval of members:

A. SALARY:

Salary and Allowances

| Particulars | Per Annum (Rs.) |
|------------------------------|------------------------|
| Basic Salary | 11,409,840.00 |
| House Rent Allowance | 5,704,920.00 |
| Children Education Allowance | 2,400.00 |
| Driver's Salary | 180,000.00 |
| Other Allowances | 7,971,044.00 |
| Leave Travel Assistance | 72,000.00 |
| Medical Reimbursement | 15,000.00 |
| Total Base Pay | 25,355,204.00 |

Notes:

1. Target Performance Bonus for the year 2018 and thereafter, as per the rules of the Company.
2. Leased Company car, as per the rules of the Company.
3. Reimbursement of fuel and car maintenance at actuals.
4. Reimbursement of mobile phone, residential telephone & internet bills at actuals.
5. Leave Travel Assistance will be paid once in a year.
6. Medical Reimbursements as per the rules of the Company.
7. Membership to one Club as per the rules of the Company.
8. Contribution to the Provident Fund (12% of Basic salary).

9. Contribution to the Superannuation Fund (15% of Basic salary), as per the rules of the Company.
10. Coverage under Group Mediclaim Policy (Self and Dependents – Parents, Spouse, Two Children), as per the rules of the Company.
11. Coverage under Group Personal Accident Policy (24 hours).
12. Coverage under Group Term Life Insurance Policy
13. Gratuity as per Company Policy.
14. Leave encashment as per the rules of the Company.

B. Minimum Remuneration

Notwithstanding anything herein above stated, where in any financial year, during the tenure of Mr. Rakesh Bamzai as Managing Director & Chief Executive Officer, the Company incurs a loss or its profits are inadequate, Mr. Rakesh Bamzai shall be paid the above-mentioned remuneration by way of salary, allowances and perquisites and the same shall be considered as the minimum remuneration for the purposes of provisions of the Act and the Rules made thereunder.

No Director, Key Managerial Personnel or their relatives except Mr. Rakesh Bamzai, to whom the resolution relates, is interested or concerned in the resolution.

A statement as required under Section II of Schedule V of the Act, has been annexed along with this notice.

The Board recommends the resolution set forth in Item No. 4 for the approval of members by way of a special resolution.

Item No. 5

The Board of Directors of the Company approved the variation in terms of remuneration to Ms. Sarada Kalyani Bhagawati, Chief Financial officer & Whole-time Director of the Company, with effect from 1st March 2018, as detailed hereunder, subject to the approval of members:

A. SALARY:

Salary and Allowances:

| Particulars | Per Annum (Rs.) |
|--------------|-----------------|
| Basic Salary | 4,968,402.00 |

| | |
|----------------------------|----------------------|
| Driver's Salary | 10,800.00 |
| Fuel & Maintenance | 21,600.00 |
| Residence Phone & internet | 30,000.00 |
| Other Allowances | 5,923,097.00 |
| Leave Travel Assistance | 72,000.00 |
| Medical Reimbursement | 15,000.00 |
| Total Base Pay | 11,040,899.00 |

Note:

1. Target Performance Bonus for the year 2018 and thereafter, as per the rules of the Company.
2. Leased Company car as per the rules of the Company.
3. Reimbursement of mobile bills at actuals.
4. Leave Travel Assistance will be paid once in a year.
5. Medical Reimbursement as per the rules of the Company.
6. Membership to one Club in Hyderabad as per the rules of the Company.
7. Contribution to the Provident Fund (12% of Basic salary).
8. Coverage under Group Mediclaim Policy (Self and Dependents – Parents, Spouse, Two Children).
9. Coverage under Group Personal Accident Policy (24 hours).
10. Coverage under Group Term Life Insurance Policy
11. Gratuity as per Company Policy.
12. Leave encashment as per the rules of the Company.

B. Minimum Remuneration

Notwithstanding anything herein above stated, where in any financial year, during the tenure of Ms. Sarada Kalyani Bhagawati as Whole Time Director and Chief Financial Officer, the Company incurs a loss or its profits are inadequate, Ms. Sarada Kalyani Bhagawati shall be paid the above-mentioned remuneration by way of salary, allowances and perquisites and the same shall be considered as the minimum remuneration for the purposes of provisions of the Act and the Rules made thereunder.

No Director, Key Managerial Personnel or their relatives, except Ms. Sarada Kalyani Bhagawati, to whom the resolution relates, is interested or concerned in the resolution.

A statement as required under Section II of Schedule V of the Act, has been annexed along with this notice.

The Board recommends the resolution set forth in Item No. 5 for the approval of members by way of a special resolution.

By order of the Board

For Mylan Laboratories Limited



(B. Nagaraj Goud)
Company Secretary
Membership No.: A19038

Place: Hyderabad
Date: September 10, 2018

ANNEXURE TO THE NOTICE

STATEMENT PURSUANT TO THE PROVISIONS OF PART II SECTION II (B) (iv) OF SCHEDULE V OF THE COMPANIES ACT, 2013 IN RESPECT TO ITEM NOS. 4 AND 5 OF THE NOTICE

I. GENERAL INFORMATION:

(1) Nature of industry:

Mylan is one of the world's leading global pharmaceutical companies, with a significant growing presence in India. Mylan has a workforce of approximately 35,000 employees including external contract workers, approximately half of whom are based in India. Mylan develops, licenses, manufactures, markets and distributes generic, branded generics, brands and over-the-counter products in a variety of dosage forms and therapeutic categories. Mylan offers one of the industry's broadest product portfolio including more than 7500 marketed products around the world to its customers in more than 165 countries.

Today, Mylan's manufacturing platform includes around 50 facilities, 23 of which are located in India. The 23 facilities include eight API facilities and 15 FDF facilities, which manufacture high quality medicines for markets all over the world, including emerging markets. Mylan's manufacturing capabilities in India include a range of dosage forms, such as tablets, capsules and injectables, in a wide variety of therapeutic categories.

Mylan's commercial businesses based in India market high quality API to third parties around the world and antiretroviral products for people living with HIV/AIDS. Today, nearly 50% of those receiving treatment for the disease in the developing world rely on a Mylan product, all of which are made in India. In fact, Mylan is India's third largest pharmaceutical exporter.

In addition, Mylan has a growing commercial presence domestically. The current franchises include Critical Care, Hepato Care, HIV Care, Onco Care and Women's Care.

Further, Mylan's presence in India goes beyond manufacturing, sales and marketing. Hyderabad is home to one of Mylan's three global R&D centers of excellence. The center has extensive experience working with health authorities from multiple countries. It also is fully integrated with the company's global R&D function, creating a unique and efficient, 'round-the-clock research, and development, clinical and regulatory capability.

Mylan develops, licenses, manufactures, markets and distributes generics, branded generics, brand name and over the counter (OTC) products in a variety of dosage forms and therapeutic categories. Mylan offers one of the industry's broadest product portfolios, including more than 7,500 marketed products around the world, to its customers in more than 165 countries.

Company Information:

The Company was originally incorporated as a private limited company under the name and style of 'Herren Drugs Private Limited' in the State of Andhra Pradesh on November 29, 1984 vide Corporate Identity Number U24231AP1984PLC005146. Subsequently, it converted itself into public limited company under the name and style of 'Herren Drugs Limited' with effect from October 19, 1992. Later on, the Company changed its name to Herren Drugs Pharmaceuticals Limited and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Andhra Pradesh on June 27, 1994. Then it changed its name to 'Matrix Laboratories Limited' and subsequently to 'Mylan Laboratories Limited' and fresh certificates of incorporation consequent upon change of name were issued by the Registrar of Companies, Andhra Pradesh on March 21, 2001 and October 5, 2011 respectively.

(2) Date of commencement of commercial production:

The Company has commenced commercial operations in September 1994.

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not applicable

(4) Financial performance based on given indicators:

Past financial performance:

(Rs. in Million)

| Particulars | FY 2016-2017 | FY 2015-16 | FY 2014-2015 |
|---|--------------|------------|--------------|
| Net sales | 96,228.43 | 92,992.18 | 78,044.09 |
| Profit before tax and exceptional items | (6,373.22) | (3,064.23) | 673.57 |
| Profit / (Loss) after tax | (4,695.48) | (1,347.51) | 1,342.83 |

(5) Foreign investments or collaborators, if any:

The Company has not entered into any foreign collaboration. The entire paid up share capital of the Company is held by Mylan N.V., Netherlands, the ultimate holding company.

II. INFORMATION ABOUT THE APPOINTEE:

A) Mr. Rakesh Bamzai:

(1) Background details

Mr. Rakesh Bamzai is the Managing Director and Chief Executive officer of the Company having rich experience in the Indian and global biopharmaceutical industry and is responsible for growing Mylan's antiretroviral, third-party Active Pharmaceutical Ingredient (API), generic and specialty businesses in India and in emerging markets.

Mr. Rakesh Bamzai, Managing Director and Chief Executive officer of the Company has been initially appointed for a period of 3 years w.e.f. November 1, 2014 and further reappointed for a period of another 3 years w.e.f. November 1, 2017.

Mr. Rakesh Bamzai, the managerial person is functioning in professional capacity and apart from his professional directorship, does not have any direct/interest in the Company or its holding company or its subsidiary company.

Prior to joining Mylan, Mr. Rakesh Bamzai was president of marketing at Biocon, where he played a key role in building the company's global biopharmaceutical business. He had overall responsibility for API and branded formulations and managed a team of more than 2,000 people across functional areas and geographies. Through the years, he also spearheaded many strategic partnerships that enabled the organization to gain wider global access and greater market penetration for its biopharmaceuticals business.

(2) Past remuneration

| Sl. No. | Company | Year | Salary/ Remuneration details (Rs. in Million) |
|----------------|----------------------------|-------------|--|
| 1 | Mylan Laboratories Limited | FY 2017-18 | 52.70 |
| 2 | Mylan Laboratories Limited | FY 2016-17 | 50.22 |
| 3 | Mylan Laboratories Limited | FY 2015-16 | 55.80 |

(3) Recognition or awards

Mr. Rakesh Bamzai is highly recognized in pharmaceutical industry across the globe.

(4) Job profile and his suitability

He has been appointed as Managing Director and Chief Executive Officer of the Company and is responsible for management of day to day affairs and overall operations of the Company and has substantial powers of the management under supervision and control of the Board of Directors.

His experience and credibility mentioned herein substantiate his suitability for the proposed appointment

- ✓ Prior to joining Mylan, he was president of marketing at Biocon, where he played a key role in building the company's global biopharmaceutical business.
- ✓ He also spearheaded many strategic partnerships that enabled the organization to gain wider global access and greater market penetration for its biopharmaceuticals business.
- ✓ Mr. Rakesh Bamzai also led Biocon's foray into branded formulations and built many successful brands across therapies in India and Gulf Cooperation Council states.

(5) Remuneration proposed

Total remuneration paid during the FY 2017-18 is Rs. 52,703,953/- and the remuneration proposed to be paid for the FY 2018-19 is total base pay of Rs. 25,355,204/- plus perquisites and benefits as detailed above in the explanatory statement.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)

The proposed remuneration is comparable and competitive, considering the industry, size of the Company, the managerial position and the credentials of the Managing Director.

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

Except the remuneration as stated above, he has no other direct or indirect pecuniary relationship with the Company.

B) Ms. Sarada Kalyani Bhagawati:

(1) Background Details:

Ms. Sarada Kalyani Bhagawati is the Whole-time Director and Chief Financial Officer of the Company and has been initially appointed by the Board of Directors for a period of 3 years w.e.f. November 1, 2014 and further reappointed for a period of another 3 years w.e.f. November 1, 2017.

Ms. Sarada Kalyani Bhagawati, the managerial person is functioning in professional capacity and apart from her professional directorship, does not have any direct/interest in the Company or its holding company or its subsidiary company.

Ms. Sarada Kalyani Bhagawati has effectively managed different facets of the finance department and implemented robust systems and processes to streamline its operations. She is a Chartered Accountant and Cost and Works Accountant with over 25 years of work experience. Ms. Sarada Kalyani Bhagawati, joined Mylan Laboratories Limited in April 2006.

Prior to joining Mylan, she held positions of responsibility in the finance functions of organizations such as Idea Cellular Limited. and Nagarjuna Fertilizers, among others.

(2) Past remuneration

| Sl. No. | Company | Year | Salary/ Remuneration details (Rs. in Million) |
|----------------|----------------------------|-------------|--|
| 1 | Mylan Laboratories Limited | FY 2017-18 | 16.21 |
| 2 | Mylan Laboratories Limited | FY 2016-17 | 15.44 |
| 3 | Mylan Laboratories Limited | FY 2015-16 | 15.02 |

(3) Recognition or awards

Ms. Sarada Kalyani Bhagawati is a Chartered Accountant and Cost Accountant and is recognized as an expert in various facets of finance and general management.

(4) Job profile and her suitability

She has been appointed as Whole-time Director and Chief Financial officer of the Company and has substantial powers of the management under supervision and control of the Board of Directors.

Her experience and credibility mentioned above substantiate her suitability for the proposed appointment.

(5) Remuneration proposed

Total remuneration paid during the FY 2017-18 is Rs. 16,206,816/- and the remuneration proposed to be paid for the FY 2018-19 is total base pay of Rs. 11,040,899/- plus perquisites and benefits as detailed above in the explanatory statement.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)

The proposed remuneration is comparable and competitive, considering the industry, size of the company, the managerial position and the credentials of the Whole-Time Director.

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

Except the remuneration as stated above, she has no other direct or indirect pecuniary relationship with the Company.

III. OTHER INFORMATION

(1) Reasons of loss or inadequate profits

For the year ended 31 March 2018, the Company has sufficient profits before depreciation and amortization and interest. The reason for loss is amortization of goodwill and intangible

assets acquired as part of amalgamations of Agila Specialities Private Limited and Jai Pharma Limited. Goodwill arising on these amalgamations are being depreciated over a period of 5 years as per the scheme of amalgamation approved by the appropriate honorable High Courts and Intangible assets are being depreciated over a period of 10 years as per the accounting policy of the Company.

(2) Steps taken or proposed to be taken for improvement

The Company expects to enhance revenue from the new acquisitions over a period of time and expect that the revenue and profits generated will be sufficient to cover the amortization of goodwill and intangible assets and on an overall basis we will have net profits.

(3) Expected increase in productivity and profits in measurable terms

Expected financial performance of the Company for the next three years (FY 2018-2019, FY 2019-2020 and FY 2020-2021):

INR Million

| Financial Year | Turnover | Net profit/(loss) |
|-----------------------|-----------------|--------------------------|
| 2018-2019 | 126,033 | (2,774.96) |
| 2019-2020 | 137,532 | (2,133.39) |
| 2020-2021 | 147,681 | 4,989.05 |

Hence, your Directors are of the view that the Company would be immensely benefited by the varied experience of Mr. Rakesh Bamzai and Ms. Sarada Kalyani Bhagawati and therefore recommended for approval of the resolution(s) contained therein.

By order of the Board

For **Mylan Laboratories Limited**

(B. Nagaraj Goud)
Company Secretary
Membership No. : A19038

Place: Hyderabad
Date: September 10, 2018

MYLAN LABORATORIES LIMITED

CIN: U24231TG1984PLC005146

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ATTENDANCE SLIP
(33rd 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 33rd Annual General Meeting of the Company at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad - 500096, Telangana on Friday, the 28th day of September, 2018 at 11.30 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.

MYLAN LABORATORIES LIMITED

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Tel: +91-40-30866666, 23550543, Fax: 30866699, Website: www.mylan.in, Email id: mylan.india@mylan.in

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 - 500096, 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 33rd Annual General Meeting of the Company, to be held on Friday, the 28th day of September, 2018 at 11.30 a.m. at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad - 500096, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sl. No. | Resolution | For | Against |
|---------|--|-----|---------|
| 1 | To receive, consider and adopt the audited financial statements of the Company for the financial year ended on March 31, 2018, together with the reports of the Board of Directors and Auditors' thereon | | |
| 2 | To appoint a Director in place of Ms. Sarada Kalyani Bhagawati, who retires by rotation and, being eligible, seeks re-appointment. | | |
| 3 | Ratification of appointment of Statutory Auditors of the Company | | |
| 4 | Variation in terms of remuneration of Mr. Rakesh Bamzai, Chief Executive Officer & Managing Director of the Company with effect from March 1, 2018 | | |
| 5 | Variation in terms of remuneration of Ms. Sarada Kalyani Bhagawati, Whole-Time Director and Chief Financial Officer of the Company with effect from March 1, 2018. | | |

Signed this..... day of.....2018.

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

Mylan Laboratories Limited

Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad, Telangana 500096

