

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: <https://www.viatris.com/en-in/lm/India>
Email id: mylan.india@viatris.com

Dear Members,

You are cordially invited to attend the Thirty-Sixth Annual General Meeting of the members of Mylan Laboratories Limited (the “**Company**”) to be held on Wednesday, September 29, 2021 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: August 27, 2021

Enclosures:

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

//CERTIFIED TRUE COPY//
For Mylan Laboratories Limited


B. NAGARAJ GOUD
Company Secretary

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: <https://www.viatris.com/en-in/lm/India>
Email id: mylan.india@viatris.com

NOTICE

Notice is hereby given that the Thirty Sixth Annual General Meeting (“AGM”) of the members of Mylan Laboratories Limited will be held on Wednesday, September 29, 2021 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 comprising of balance sheet of the Company as on 31st March, 2021, the statement of profit & loss, cash flow statement and notes thereto for the financial year ended on that date, together with the reports of auditor’s and directors 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.

SPECIAL BUSINESS:

3. **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, 2021.**

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”) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the 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, 2021 till the residual period of her term, with a total base pay of Rs. 16,112,925/- 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.”

By order of the Board
For **Mylan Laboratories Limited**



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

Place: Hyderabad

Date: August 27, 2021

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 into 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 No. 3 of the accompanying Notice:

Item No. 3

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 2021, as detailed hereunder, subject to the approval of members:

A. SALARY:

Salary and Allowances

Particulars	Per Annum (Rs.)
Basic Salary	7,250,813.00
Driver's Salary	10,800.00
Fuel & Maintenance	21,600.00
Residence Phone & internet	30,000.00
Other Allowances	8,712,712.00
Leave Travel Assistance	72,000.00
Medical Reimbursement	15,000.00
Total Base Pay	16,112,925.00

Note:

1. Target Performance Bonus for the year 2021 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 as per the rules of the Company .
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. Contribution to the Superannuation Fund (15% of Basic salary), as per the rules of the Company.

9. Coverage under Group Medclaim Policy (Self and Dependents – Parents, Spouse, Two Children).
10. Coverage under Group Personal Accident Policy (24 hours), as per the rules of the Company.
11. Coverage under Group Term Life Insurance Policy, as per the rules of the Company.
12. Gratuity as per the rules of the Company.
13. 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.

Ms. Sarada Kalyani Bhagawati was reappointed as Whole-Time Director and Chief Financial Officer of the Company for a period of 3 years with effect from November 1, 2020, with liberty and power to the Board of Directors to grant annual increments and to alter and vary from time to time the terms and conditions of appointment, remuneration, subject to the applicable provisions of the Act, including Schedule V thereof.

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.

The nomination and remuneration committee has approved and recommended the above remuneration in its meeting held on March 25, 2021.

The Board recommends the resolution set forth in Item No. 3 for the approval of members by way of a special resolution.

ANNEXURE - I

INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE RE-APPOINTED/VARIATION IN THE TERMS OF REMUNERATION OF DIRECTORS, PURSUANT TO SECRETARIAL STANDARD-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Particulars	Ms. Sarada Kalyani Bhagawati
Date of Birth	September 29, 1968
Date of first appointment on Board	November 01, 2014
Qualification	CA, ICWA
Experience (years)	27
Remuneration sought to be paid	Rs. 16,112,925/- p.a. plus other perquisites, incentives and benefits.
Last drawn remuneration	Rs. 33.48 million
Shareholding percentage in the Company	Nil
Relationship with other Directors, Managers / KMPs	No Relation
Number of meetings of the Board attended during the year	4
Other Directorships	Nil
Memberships / Chairmanships of committees of other Boards	Nil

By order of the Board
For **Mylan Laboratories Limited**

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

Place: Hyderabad
Date: August 27, 2021

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: <https://www.viatris.com/en-in/lm/India>
Email id: mylan.india@viatris.com

**ATTENDANCE SLIP
(36th 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 36th Annual General Meeting of the Company at Plot No 564/A/22, Road No 92, Jubilee Hills, Hyderabad - 500096, Telangana on Wednesday, the 29th day of September, 2021 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

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: <https://www.viatris.com/en-in/lm/India>

Email id: mylan.india@viatris.com

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 36th Annual General Meeting of the Company, to be held on Wednesday, the 29th day of September, 2021 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, 2021, 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	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, 2021.		

Signed this..... day of.....2021.

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

