



Divi's Laboratories Limited

CIN: L24110TG1990PLC011854

Regd. Office: 1-72/23(P)/DIVIS/303, Divi Towers, Cyber Hills,
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NOTICE OF AGM & E-VOTING INFORMATION

NOTICE is hereby given that the 27th Annual General Meeting of Divi's Laboratories Limited will be held on Monday, the 25th day of September 2017 at 10 A.M. at Global Peace Auditorium, Brahma Kumaris, Shanti Sarovar, Academy for Better World, Gachibowli, Hyderabad – 500 032 to transact the business as set out in the notice of the said Annual General Meeting (AGM).

The Annual Report for the financial year 2016-17 along with the Notice of the 27th AGM have been sent in electronic mode to all the members whose e-mail IDs are registered with the Company/ Depository Participant(s) ("DP"). Physical Copies of the Notice and the Annual Report have been sent to all other members at their registered address. The electronic transmission/physical dispatch of Annual Report together with Notice was completed on 30th August, 2017.

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote e-voting facility to members to cast their vote on all the resolutions set in the Notice convening 27th AGM. The members may cast their vote electronically through electronic voting system of Karvy Computershare Private Limited (Karvy) from a place other than venue of AGM (remote e-voting). All members are informed that:

1. The business as stated in the Notice of 27th AGM may be transacted through voting by electronic means;
2. The remote e-voting shall commence on 21st September 2017 at 9.00 AM and end on 24th September 2017 at 5.00 PM
3. The Cut-off date for determining the eligibility to vote by electronic means or at the AGM is 18th September 2017;
4. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date i.e. 18th September 2017, may obtain the login ID and password in the manner as mentioned below:
 - a) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: **MYEPWD** <space> E-Voting Event Number+Folio No. or DP ID Client ID to **9212993399**.
 - b) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - c) Member may call Karvy's toll free number 1-800-3454-001
 - d) Member may send an e-mail request to evoting@karvy.com.

However, if a person is already registered with Karvy for e-voting then existing user ID and password can be used for casting vote.

5. Members may note that:

- a) the remote e-voting module shall be disabled by Karvy after the aforesaid date and time for voting and the remote e-voting shall not be allowed beyond the specified period;
- b) once the e-vote on a resolution is cast by the members, they shall not be allowed to change it subsequently;
- c) the facility for voting through ballot paper shall be made available at the AGM for the members who have not cast their vote by remote e-voting;
- d) the members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again; and
- e) a person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or voting at the AGM through ballot paper.

The Annual Report along with the Notice of AGM is available on the Company's website www.divislab.com and also available on the website of Karvy at <https://evoting.karvy.com>. The shareholders, who wish to receive physical copies of the Annual Report, may email their request to the Company at cs@divislab.com or to Registrar and Transfer Agent of the Company M/s. Karvy Computershare Private Limited at einward.ris@karvy.com.

The Company has appointed Mr. V. Bhaskara Rao, Company Secretary in Practice, Hyderabad as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

For detailed instructions pertaining to remote e-voting, members may please refer to the section "Process for remote e-voting" in Notice of AGM. In case of queries or grievances pertaining to e-voting procedure, members may refer the Frequently Asked Questions (FAQs) available at the <https://evoting.karvy.com> or call Karvy at 1-800-3454-001 (toll free) or may contact Mr. K. S. Reddy, Asst. General Manager, Karvy Computershare Private Limited, Karvy Selenium Tower No. B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Ph: +91 040 67161526 | e-mail: redhy.ks@karvy.com

For Divi's Laboratories Limited

Place : Hyderabad
Date : August 30, 2017

Dr. Murali K. Divi
Chairman & Managing Director