Notice of the 36th Annual General Meeting

NOTICE is hereby given that the Thirty-Sixth Annual General Meeting (AGM) of the Members of Divi's Laboratories Limited (the Company) will be held on Monday, August 10, 2026 at 10:00 a.m. IST through video conferencing (VC) / other audio-visual means (OAVM) to transact the following business:

ORDINARY BUSINESS:

Item no. 1 – Adoption of financial statements.

To consider and adopt the audited financial statements of the Company, both standalone and consolidated, for the financial year ended March 31, 2026 and the reports of the Board of Directors' and Auditors' thereon.

Item no. 2 – Declaration of dividend for the financial year 2025-26.

To declare dividend of ₹30/- per equity share of face value ₹2/- each (i.e.@ 1,500%) for the financial year ended March 31, 2026.

Item no. 3 – Appointment of Mr. N.V. Ramana (DIN: 00005031), who retires by rotation, as Director of the Company.

To appoint a director in place of Mr. N.V. Ramana (DIN: 00005031), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Item no. 4 - Appointment of Dr. Kiran S. Divi (DIN: 00006503), who retires by rotation, as Director of the Company.

To appoint a director in place of Dr. Kiran S. Divi (DIN: 00006503), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

By Order of the Board of Directors

M. Satish Choudhury
Company Secretary and Compliance Officer
Membership No. F12493

Date: May 23, 2026
Place: Hyderabad

Registered Office:
1-72/23(P)/DIVIS/303,
Divi Towers, Cyber Hills,
Gachibowli, Hyderabad – 500 032,
Telangana, India
CIN: L24110TG1990PLC011854
Website: www.divislabs.com
e-mail: mail@divislabs.com
Tel: +91 40 66966300
Fax: +91 40 66966460

Notes:

1. The Ministry of Corporate Affairs (MCA) has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as 'MCA Circulars'), permitted convening the Annual General Meeting (AGM / Meeting) through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without physical presence of the members at a common venue.

In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (Act) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company. As the AGM is being conducted through VC / OAVM, the facility for appointment of Proxy by the members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

2. Members attending the AGM through VC / OAVM shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013 (the Act).

3. In terms of provisions of Section 152 of the Act, Mr. N.V. Ramana and Dr. Kiran S. Divi, Directors of the Company, retire by rotation at this AGM and, being eligible, offers themselves for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company commend their respective re-appointments.

Brief profiles and other additional information pursuant to Regulation 36 of SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of directors seeking re-appointment are provided in the 'Annexure' to this Notice.

4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. August 10, 2026. Members seeking to inspect such documents can send an email to cs@divislabs.com.

5. The Board of Directors at its meeting held on May 23, 2026 has recommended a dividend of ₹30/- per equity share of face value ₹2/- each (i.e. 1,500%) for the financial year 2025-26, subject to the approval of the shareholders at the 36th AGM. **The Company has fixed Friday, July 24, 2026 as the 'Record Date' for the purpose of determining the members eligible to receive dividend for the financial year 2025-26.**

If the dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source **will be made on and from August 14, 2026 as under**:

a) To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL), collectively referred to as "Depositories", as on record date.

b) To all members in respect of shares held in physical form, after giving effect to valid transmission or transposition requests lodged with the Company as on record date.

Members are requested to register / update their complete bank details with their DP, if shares are held in dematerialised mode, by submitting forms and documents as may be required by the DP. Payment of dividend shall be made through electronic mode to those members, holding shares in dematerialised mode, who have updated their bank account details.

As per the Master Circular for Registrars to an Issue and Share Transfer Agents dated February 6, 2026 issued by SEBI, payment of dividend to members holding shares in physical mode shall only be made electronically. Such payment shall be made only after they have furnished their PAN, Contact Details (Postal Address, Mobile Number and E-mail), Bank Account Details, Specimen Signature etc. for their corresponding physical folios with the Company / Company's RTA Kfin Technologies Limited (Kfintech). Please refer to SEBI FAQs by accessing the link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf (FAQ No. 47 & 48).

6. In accordance with the provisions of the Income-tax Act, 2025 as amended from time to time (IT Act), and the

Rules framed thereunder, dividend paid or distributed by the Company, shall be taxable at the hands of the Shareholders, and the Company is required to deduct tax at source from dividend paid to the Shareholders at applicable rates.

Members are requested to register / update their residential status, PAN, category as per the IT Act, with their Depository Participants (DP) or in case shares are held in physical form, with the Company/Registrars and Transfer Agents (RTA) on or before July 24, 2026 to enable the Company to determine the appropriate TDS/ withholding tax rate applicable, verify the documents and provide exemption.

Members are requested to note that the income tax declarations/exemption forms have been changed, and the Company is sending a detailed communication to shareholders. The detailed communication can be accessed at https://www.divislabs.com/investor-relations/statutory-communication/#2026-2027 and refer 'Information about TDS deduction on dividend for FY2025-26' or scan the QR to access the communication sent regarding tax deducted at source on dividend:

Members are requested to submit their TDS declarations / necessary documents by uploading at link https://ris.kfintech.com/clientservices/investors/taxforms.aspx or https://ris.kfintech.com/clientservices/isc/ on or before July 24, 2026 to enable the Company to determine the appropriate TDS / withholding tax rate applicable.

Any member facing difficulty in submitting disclosures using the aforementioned link may please seek assistance by sending email to einward.ris@kfintech.com and dividendtds@divislabs.com.

7. Unclaimed dividends for the year (s) 2018-19, 2019-20 (interim dividend), 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 are held in separate bank accounts and shareholders who have not received the dividend/ encashed the warrants are advised to claim the unclaimed dividend (s) immediately by sending necessary documents to RTA of the Company, Kfintech.

Process to claim the unclaimed dividend(s) as intimated to members individually is also made available at https://www.divislabs.com/investor-relations/reports-and-filings/unclaimed-dividend/#2026.

The Company has transferred the unpaid or unclaimed dividends declared up to financial years 2017-18, from time to time, to Investor Education and Protection Fund Authority (IEPF). Details of dividends so far transferred to the IEPF Authority are available on the website of IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

The details of unpaid and unclaimed dividends lying with the Company as on March 31, 2026 are uploaded on the website of the Company and can be accessed through the link: https://www.divislabs.com/investor-relations/reports-and-filings/unclaimed-dividend/.

Pursuant to the applicable provisions of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time), equity shares in respect of which dividend has not been paid or claimed for seven consecutive years or more will be transferred to the demat account of IEPF Authority. The Company reminded the members of having unpaid /unclaimed dividends before transfer of such shares to the IEPF. Members are advised to visit the website of the Company at https://www.divislabs.com/investor-relations/reports-and-filings/unclaimed-dividend/ to ascertain the details of equity shares liable for transfer/transferred in the name of IEPF Authority.

Details of equity shares so far transferred to the IEPF Authority are available on the website of the Company www.divislabs.com and the details have also been uploaded on the website of the IEPF Authority and can be accessed through the link: www.iepf.gov.in.

Members whose unclaimed dividend(s)/ shares were transferred to the IEPF Authority can claim their unclaimed dividend(s) and shares from the IEPF Authority by filing web Form IEPF-5 and following the Refund Procedure as detailed on the website of IEPF Authority i.e. www.iepf.gov.in.

The concerned members/investors are advised to visit the weblink of the IEPF Authority http://iepf.gov.in/IEPF/refund.html, or contact Company's RTA for detailed procedure to lodge the claim with IEPF Authority.

8. All documents/requests and other communications relating to equity shares should be addressed to the Company's RTA at the address mentioned below:

Kfin Technologies Limited
Unit: Divi's Laboratories Limited
Selenium Tower B, Plot No. 31 – 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana, India
Phone No: +91 40-67161526, Fax: +91 40-23001153
Toll Free No. 1800-3454-001
e-mail: einward.ris@kfintech.com

9. We encourage members to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail. Members holding equity shares in demat mode, who have not registered their e-mail addresses are requested to register their e-mail addresses with their respective DP, and members holding shares in physical mode are requested to update their e-mail addresses with the Company's RTA, to receive copies of the Annual Report 2025-26 in electronic mode.

As per the provisions of Section 72 of the Act, the facility for making nomination is available for the members in respect of the equity shares held by them by submitting Form SH-13 to RTA (if holding physical shares) / to their DP (if holding demat shares).

Members may follow the process detailed below for registration of e-mail id to obtain the annual report, updating bank account details for the receipt of dividend and other information:

Type of holder	Process to be followed	
Physical	ISR Form(s) and the supporting documents can be submitted to Company's RTA Kfintech by any one of the following modes: a) Through hard copies which are self-attested, which can be shared at Kfintech's address mentioned above; or b) Through electronic mode with e-sign by following the link: https://kprism.kfintech.com/ Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in the Rules 19 (1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
	Declaration for opting out of nomination	Form ISR-3
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of Nominee	Form SH-14
	Form for requesting issue of Duplicate Certificate and other service requests for shares / debentures / bonds, etc., held in physical form	Form ISR-4
	The forms for updating the above details are available at https://www.divislabs.com/investor-relations/shareholders-contact/#downloads	
Demat	Please contact your Depository Participant (DP) and register your e-mail address, bank account details in your demat account and nomination, as per the process advised by your DP, where the demat account is being held.	

10. Regulation 40 of SEBI Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be affected only in demat mode. Further, SEBI, vide its Circular dated January 25, 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, transmission, transposition etc. In view of this, members holding shares in physical form are requested to consider converting their holdings to demat mode. Any shareholder who is desirous of dematerializing their securities may write to the Company at cs@divislabs.com or to the RTA at einward.ris@kfintech.com for any clarifications, if needed.

11. Members may note that a Special Window for transfer and demat of physical shares is open from February 05, 2026 to February 04, 2027 as per SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026. This facility is available to those investors who had purchased physical shares of Divi's Laboratories Limited ("the Company") prior to April 01, 2019 and:

a) had not lodged the shares for transfer; or

b) had lodged the shares for transfer, but the same were rejected, returned, or not attended to due to deficiencies in documentation.

The requisite documents, complete in all respects, must be lodged with the Company's Registrar and Transfer Agent, KFin Technologies Limited, on or before February 04, 2027. For further details, shareholders may contact KFin Technologies Limited at the toll-free number 1-800-309-4001 or email to einward.ris@kfintech.com or cs@divislabs.com.

12. Non-resident Indian members are requested to inform the RTA (if holding equity shares in physical mode) / respective DP (if holding shares in demat mode), immediately of:

a) Change in their residential status on return to India for permanent settlement; and

b) Particulars of their bank account maintained in India with account type, account number and name and address of the bank with pin code number, if not furnished earlier.

13. Dispatch of Annual Report through electronic mode:

In compliance with the MCA Circulars and Regulation 36(1)(a) of the SEBI Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website https://www.divislabs.com/, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's Registrar and Transfer Agent, KFin Technologies Limited at https://evoting.kfintech.com/.

For receiving all communication (including Annual Report) from the Company electronically, members are requested to update their email addresses with RTA (if holding shares in physical mode) / respective DP (if holding shares in demat mode) as stated above. In case of any queries/ difficulties in registering the e-mail address, members may write to cs@divislabs.com or einward.ris@kfintech.com.

14. Procedure for joining the AGM through VC/OAVM:

The Company will provide VC/OAVM facility to its members for participating at the AGM through platform provided by Kfintech Technologies Limited.

a. Members will be able to attend the AGM through VC / OAVM or view the live webcast at https://emeetings.kfintech.com by using their e-voting login credentials.

   Members are requested to follow the procedure given below:

   i. Launch internet browser by typing the URL: https://emeetings.kfintech.com.

   ii. Enter the login credentials (i.e., User ID and password for e-voting).

   iii. After logging in, click on "Video Conference" option.

   iv. Then click on camera icon appearing against AGM event of Divi's Laboratories Limited, to attend the Meeting.

b. Members who do not have User id and password for e-voting or have forgotten the User id and password may retrieve the same by following the procedure given in the e-voting instructions.

c. Members will be allowed to attend the AGM through VC / OAVM on first come, first served basis.

d. Facility to join the meeting shall be opened thirty minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

e. Members who need assistance before or during the AGM, can contact Kfintech at emeetings@kfintech.com or call on toll free numbers 1800-309-4001. Kindly quote your name, DP ID-Client ID

/ Folio no. and E-Voting event number in all your communications.

f. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

g. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.

h. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board Resolution / Power of Attorney / Authorization Letter, etc., authorizing their representative to attend the AGM through VC / OAVM on their behalf. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to bhaskararaoandco@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name EVEN".

15. Members who would like to express their views or ask questions during the AGM may register themselves by logging on to https://emeetings.kfintech.com and by clicking on the 'Speaker Registration' option available on the screen after logging in. The Speaker Registration will be open from August 06, 2026 to August 07, 2026. Members shall be provided a 'queue number' before the meeting. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

16. The members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option. This option will be opened from August 06, 2026 to August 07, 2026.

17. All the shareholders attending the AGM will have option to post their comments / queries through a dedicated Chat box that will be available below the meeting screen.

18. Procedure for remote e-voting and e-voting at the AGM (Insta Poll):

I. E-voting Facility:

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Listing Regulations read with circular of SEBI on e-voting facility provided by listed entities, dated December 09, 2020, the Company is providing to its members facility to exercise their right to vote on resolutions proposed to be passed at AGM by electronic means (e-voting). Members may cast their vote(s) remotely, using an electronic voting system on the dates mentioned below (remote e-voting).

Further, the facility for voting through electronic voting system will also be made available at the Meeting (i.e. insta poll) and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through insta poll.

The Company has engaged the services of "Kfin Technologies Limited" as the agency to provide the e-voting facility.

The manner of voting, including voting remotely by (i) individual shareholders holding shares of the Company in demat mode, (ii) shareholders other than individuals holding shares of the Company in demat mode, (iii) shareholders holding shares of the Company in physical mode, and (iv) members who have not registered their e-mail address is explained in the instructions given below:

The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting:	**9:00 a.m. (IST) on August 06, 2026**
End of remote e-voting:	**5:00 p.m. (IST) on August 09, 2026**

The remote e-voting will not be allowed beyond the aforesaid date and time and shall be forthwith disabled by Kfintech upon expiry of the aforesaid period.

Voting rights of a Member /Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the **cut-off date, i.e., August 03, 2026 (Cut-off date)**.

The Board of Directors of the Company has appointed Mr. V Bhaskara Rao, Practicing Company Secretary (C.P No. 4182) or failing him Mr. K. Nagarjuna, Practicing Company Secretary (C.P. No. 27893), Partners of M/s. V. Bhaskara Rao & Co., Company Secretaries, Hyderabad as Scrutinizer to scrutinize the remote e-voting and insta poll process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.

II. Information and instructions relating to e-voting are as under:

- The members who have already casted their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote(s) again.

- A member can opt for only a single mode of voting per EVEN, i.e., through remote e-voting or insta poll. If member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting through insta poll shall be treated as "INVALID".

- A person, whose name is recorded in the register of members or in the Register of Beneficial Owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and voting at the Meeting through insta poll. A person who is not a member as on the cut-off date, should treat the Notice for information purposes only.

- The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-voting.

III. Remote e-voting:

A. Information and instructions for remote e-voting for individual shareholders holding shares of the Company in demat mode:

As per SEBI Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, as amended, **all "individual shareholders holding shares of the Company in demat mode" can cast their vote(s), by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants.** The procedure to login and access remote e-voting, as devised by the Depositories / Depository Participant(s), is given below:

Procedure to login through websites of Depositories	
National Securities Depository Limited (NSDL)	**Central Depository Services (India) Limited (CDSL)**
1. User already registered for IDeAS e-services facility of NSDL may follow the following procedure: i. Type in the browser / Click on the following e-services link: https://eservices.nsdl.com. ii. Click on the button "Beneficial Owner" available for login under 'IDeAS' section. iii. A new page will open. Enter your User ID and Password for accessing IDeAS. iv. On successful authentication, you will enter your IDeAS service login. Click on "Access to e-voting" under Value Added Services on the panel available on the left hand side.	**1. User already registered for Easi / Easiest facility of CDSL may follow the following procedure:** i. Type in the browser / Click on any of the following links: https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login (best operational in Internet Explorer 10 or above and Mozilla Firefox). ii. Enter your User ID and Password for accessing Easi / Easiest.

Procedure to login through websites of Depositories	
National Securities Depository Limited (NSDL)	**Central Depository Services (India) Limited (CDSL)**
v. Click on "Active E-voting Cycles" option under E-voting. vi. You will see Company Name: "Divi's Laboratories Limited" on the next screen. Click on the e-voting link available against Divi's Laboratories Limited or select e-voting service provider "Kfintech" and you will be re-directed to the e-voting page of Kfintech to cast your vote without any further authentication.	iii. You will see Company Name: "Divi's Laboratories Limited" on the next screen. Click on the e-voting link available against Divi's Laboratories Limited or select e-voting service provider "Kfintech" and you will be re-directed to the e-voting page of Kfintech to cast your vote without any further authentication.
2. Users not registered for IDeAS e-services facility of NSDL may follow the following procedure: i. To register, type in the browser / Click on the following e-services link: https://eservices.nsdl.com. ii. Select option "Register Online for IDeAS" available on the left-hand side of the page or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. iii. Proceed to complete registration using your DP ID, Client ID, mobile number etc. iv. After successful registration, please follow steps given under Sl. No. 1 above to cast your vote.	**2. Users not registered for Easi/Easiest facility of CDSL may follow the following procedure:** i. To register, type in the browser / Click on the following link: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration or https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration. ii. Proceed to complete registration using your DP ID-Client ID (BO ID), etc. iii. After successful registration, please follow steps given under Sl. No. 1 above to cast your vote.
3. Users may directly access the e-voting module of NSDL as per the following procedure: i. Type in the browser / Click on the following link: https://www.evoting.nsdl.com/. ii. Click on the button "Login" available under "Shareholder/Member" section. iii. On the login page, enter User ID (that is, 16 - character demat account number held with NSDL, starting with "IN"), login type, that is, through typing Password (in case you are registered on NSDL's e-voting platform)/ through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and verification Code as shown on the screen.	**3. Users may directly access the e-voting module of CDSL as per the following procedure:** i. Type in the browser / Click on the following links: www.cdslindia.com / https://www.evotingindia.com. ii. Provide demat account number and PAN. iii. System will authenticate user by sending OTP on registered mobile & e-mail as recorded in the demat account. iv. On successful authentication, you will enter the e-voting module of CDSL. Click on the e-voting link available against Divi's Laboratories Limited or select e-voting service provider "Kfintech" and you will be re-directed to the e-voting page of Kfintech to cast your vote without any further authentication.

Procedure to login through websites of Depositories	
National Securities Depository Limited (NSDL)	**Central Depository Services (India) Limited (CDSL)**
As an alternate OTP based login, click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. Enter 8-digit DP ID, 8-digit Client ID, PAN, Verification code as shown on the screen and click on 'Generate OTP' button. Enter the OTP received on your registered email id / mobile number and click on 'Log-in' button. After successful authentication, you will be redirected to NSDL Depository website, wherein you can see e-Voting page. iv. You will be able to see Company Name: "Divi's Laboratories Limited" on the next screen. Click on the e-Voting link available against Divi's Laboratories Limited or select e-Voting service provider "Kfintech" and you will be redirected to the e-Voting page of Kfintech to cast your vote without any further authentication.	

Procedure to login through their demat accounts / website of Depository Participant:

i. Individual shareholders holding shares of the Company in Demat mode can access e-voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/CDSL.

ii. An option for "e-voting" will be available once they have successfully logged-in through their respective logins. Click on the option "e-voting" and they will be redirected to e-voting modules of NSDL/ CDSL (as may be applicable).

iii. Click on the e-voting link available against "Divi's Laboratories Limited" or select e-voting service provider "Kfintech" and you will be re-directed to the e-voting page of Kfintech to cast your vote without any further authentication.

Members who are unable to retrieve user id / password are advised to use 'Forgot user ID' and 'Forgot password' option available on the websites of the Depositories / Depository participants.

Contact details in case of any technical issues NSDL website	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990/ 022-4886 7000.
Contact details in case of any technical issues CDSL website	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800-21-09911.

B. Information and instructions for 'remote e-voting' by (i) Shareholders other than individuals holding shares of the Company in demat mode and (ii) All shareholders holding shares in physical mode:

1. **In case a Member receives an e-mail from the Company / Kfintech i.e for members whose e-mail address is registered with the Company / Depository Participant(s):**

   i. Launch internet browser by typing the URL: https://evoting.kfintech.com.

ii. Enter the login credentials (User ID and password provided in the e-mail). The e-voting Event Number + Folio No. or DP ID Client ID will be your User ID. If you are already registered with Kfintech for e-voting, you can use the existing password for logging-in. If required, contact toll-free numbers 1800-309-4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days) for assistance on your existing password.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging-in for the first time. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail address etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Divi's Laboratories Limited and click on "Submit".

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "For/Against" or alternatively, you may partially enter any number in "For" and partially "Against" but the total number in "For/Against" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option Abstain. If the Member does not indicate either "For" or "Against" it will be treated as "Abstain" and the vote will not be counted under either head.

viii. Members holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote(s) by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote(s).

xii. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board Resolution / Power of Attorney / Authorization Letter, etc., authorizing their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting. The said resolution /authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to bhaskararaoandco@gmail.com with a copy marked to evoting@kfintech.com The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even.".

2. In case of a Member whose e-mail address is not registered / updated with the Company / Kfintech / Depository Participant(s), please follow the following steps to generate your login credentials:

i. Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at https://www.divislabs.com/investor-relations/shareholders-contact/#downloads) duly filled and signed along with requisite supporting documents to RTA by any one of the following modes:

a) Through hard copies which are self-attested, which can be shared at Kfintech's address Kfin Technologies Limited at Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Telangana, India; or

b) Through electronic mode with e-sign by following the link: https://kprism.kfintech.com/ Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html.

ii. Members holding shares in dematerialised mode who have not registered their e-mail address with their Depository Participant(s) are requested to register / update their e-mail address with the Depository Participant(s) with which they maintain their demat accounts.

iii. After due verification, the Company / Kfintech will forward your login credentials to your registered e-mail address.

iv. Follow the instructions at III(B)(1) (i) to (xii) to cast your vote.

v. Members can also update their mobile number and e-mail address in the "user profile details" in their e-voting login on https://evoting.kfintech.com.

C. Any person who becomes a member of the Company after despatch of this Notice of the Meeting and holding shares as on the Cut-off Date / Any Member who has forgotten the User ID and Password, may obtain / generate / retrieve the same from Kfintech in the manner as mentioned below:

i. 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.kfintech.com, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate password.

ii. Member may call on Kfintech's toll-free number 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days).

iii. Member may send an e-mail request to einward.ris@kfintech.com. After due verification of the request, User ID and password will be sent to the Member.

iv. If the Member is already registered with Kfintech's e-voting platform, then he / she / it can use his / her / its existing password for logging-in.

D. In case of any query and/or grievance, in respect of voting by electronic means, members may refer to the Help & Frequently Asked Questions (FAQs) and e-voting user manual available at the download section of Kfintech website for e-voting: https://evoting.kfintech.com or contact at the details mentioned below:

Mr. P. Nageswara Rao, Manager,
Kfin Technologies Limited
(Unit: Divi's Laboratories Limited)
Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad - 500 032,
Telangana, India
Phone No. 040 – 67161526
Toll free No. 1800-309-4001
(from 9 a.m. (IST) to 6 p.m.
(IST) on all working days)
e-mail: einward.ris@kfintech.com or
evoting@kfintech.com

IV. E-voting at AGM (Insta Poll):

Facility to vote through an insta poll will be made available on the Meeting page (after you log into the Meeting) and will be activated once the insta poll is announced at the Meeting. An icon, "Vote", will be available at the bottom left on the Meeting Screen. Once the voting at the Meeting is announced by the Chairman, members who have not cast their vote (s) using remote e-voting will be able to cast their vote (s) by clicking on this icon. Insta Poll will be kept open for 15 minutes after end of the AGM.

V. E-voting Results:

The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting (insta poll) and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company at https://www.divislabs.com/ and on the website of Kfintech at: https://evoting.kfintech.com. The results will also simultaneously be communicated to the Stock Exchanges.

Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e., Monday, August 10, 2026.

Annexure

Details of Directors seeking appointment at the 36th AGM as required under Regulation 36 of SEBI Listing Regulations, and the Secretarial Standard - 2 on General Meetings

Item No 3. Appointment of Mr. N.V. Ramana (DIN: 00005031), who retires by rotation, as Director of the Company:

Brief Profile:

Mr. N.V. Ramana has been the Executive Director of Divi's Laboratories Limited for the past 32 years. He is a graduate in chemistry from Osmania University, India. He is also a Member of the American Chemical Society.

Mr. N.V. Ramana oversees functions relating to strategic planning, marketing, custom manufacturing, contract research of active pharma ingredients as also the nutraceutical business. He was instrumental in developing the nutraceutical business from conceptualisation, design, engineering, automation, development of products to suit end user requirements and developing marketing set up, managing subsidiaries and growth of business.

Prior to joining Divi's, Mr. N.V. Ramana had over 10 years of experience in the diverse international businesses, a substantial part of which is in the pharmaceutical industry; and was engaged in market research for active pharma ingredients, developing marketing strategies for API business and enhancing business for several pharma companies.

Age: 68 years

Qualification: Graduate in chemistry from Osmania University, India.

Nature of expertise in specific functional areas: Mr. N.V. Ramana has rich and wide experience in strategic planning, marketing, custom manufacturing, contract research of active ingredients as also the nutraceutical business.

Terms and Conditions of appointment: In terms of Section 152(6) of the Companies Act, 2013, Mr. N.V. Ramana, who was re-appointed as an Executive Director of the Company for a period of 5 years commencing from December 26, 2024 vide shareholders resolution dated August 12, 2024, is liable to retire by rotation.

Remuneration proposed to be paid: As per the shareholders' resolution dated August 12, 2024.

Remuneration (including sitting fees, if any) last drawn (FY 2025-26): ₹51.20 Crores.

Date of first appointment on Board: October 01, 1994

Number of equity shares held in the Company: Nil

Relationship between Directors inter-se: Mr. N.V. Ramana is not related to any Director or Key Managerial Personnel of the Company.

Number of Board meetings attended during the year: Mr. N.V. Ramana attended all 4 Board meetings held during FY 2025-26.

Name of other Companies in which he holds Directorship: Nil

Chairman/ Member of the Committee (s) of Board of Directors: Nil

Listed entities from which he has resigned in the past three years: Nil

Item No. 4. Appointment of Dr. Kiran S. Divi (DIN: 00006503), who retires by rotation, as Director of the Company:

Brief profile:

Dr. Kiran S. Divi has been the Director on Board of Divi's Laboratories Limited (Divi's) for over the past 26 years. He officially took on the role of leading the Company as the Chief Executive Officer starting January 2020. He oversees all the corporate functions and operations at the Company's manufacturing facilities. Under his direction, Divi's has been developing business strategies and plans ensuring their alignment with the short term and long-term objectives. He is responsible for overall supervision of business operations, strategy planning, marketing, quality assurance, regulatory affairs and corporate HR of the Company.

Prior to joining Divi's, Dr. Kiran S. Divi has gained extensive knowledge and understanding of the Pharmaceutical Industry with an extra focus on the US Generic Market.

Age: 49 years

Qualification: Post-graduate degree in Pharmacy from Jawaharlal Nehru Technological University (JNTU), Kakinada, Andhra Pradesh and Ph.D. degree from Gandhi Institute of Technology and Management (GITAM), Visakhapatnam, Andhra Pradesh.

Nature of expertise in specific functional areas: Dr. Kiran S. Divi has rich and wide experience in the Company's business, particularly in manufacturing and business operations, marketing, quality assurance, regulatory affairs, and corporate HR.

Terms and conditions of appointment: In terms of Section 152(6) of the Companies Act, 2013, Dr. Kiran S. Divi, who was re-appointed as a Whole-time Director and Chief Executive Officer for a period of 5 years commencing from April 01, 2025 vide shareholders resolution dated March 06, 2025, is liable to retire by rotation.

Remuneration proposed to be paid: As per the shareholders' resolution dated March 06, 2025.

Remuneration (including sitting fees, if any) last drawn (FY 2025-26): ₹34.84 Crores.

Date of first appointment on Board: August 10, 2001

Number of equity shares held in the Company: 5,40,00,000 equity shares.

Relationship between Directors inter-se: Dr. Kiran S. Divi is related to Dr. Murali K. Divi, Managing Director and Ms. Nilima Prasad Divi, Whole time Director (Commercial) of the Company.

Number of Board meetings attended during the year: Dr. Kiran S. Divi attended all 4 Board meetings held during FY 2025-26.

Name of other Companies in which he holds Directorship: (i) Divi's Biotech Private Limited; (ii) Divi's Resorts and Agro Farms Private Limited; (iii) Divi's Properties Private Limited; (iv) Divi's Finvest Private Limited; (v) Divi's Laboratories Europe AG and (vi) Divis Laboratories (USA), Inc. Other than Divi's Laboratories Limited, Dr. Kiran S. Divi does not hold directorship in any other listed company.

Chairman/ Member of the Committee (s) of Board of Directors:

- Divi's Laboratories Limited: Chairperson of Risk Management and Sustainability Committee.
- Divi's Properties Private Limited: Member of Corporate Social Responsibility Committee.
- Divi's Finvest Private Limited: Member of Risk Management Committee.

Listed entities from which he has resigned in the past three years: Nil

By Order of the Board of Directors

M. Satish Choudhury
Company Secretary and Compliance Officer
Membership No. F12493

Date: May 23, 2026
Place: Hyderabad