

NOTICE

NOTICE is hereby given that the **Seventeenth Annual General Meeting** of Symed Labs Limited will be held on Wednesday, the 30th day of September 2015 at 9.00 A.M. at the Registered Office of the Company to transact the following business:

ORDINARY BUSINESS

- 1 To receive, consider and adopt the audited financial statements of the company for the financial year ended March 31, 2015, the report of the Board of Directors and Auditors thereon
- 2 To appoint a Director in place of Mr.Nandachary Mudumbi who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.
- 3 To confirm the interim dividend paid as final dividend.
- 4 To ratify the appointment of Statutory Auditors of the company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification (s) or re-enactment thereof for the time being in force) and pursuant to the resolution passed by the members at the Annual General meeting held on September 26, 2014, the appointment of M/s. M. V. Narayana Reddy & Co., Chartered Accountants as a Statutory Auditors of the Company to hold the office till the conclusion of the Annual General Meeting to be held in the year 2017, be and is hereby ratified and the Board of Directors of the company be and is hereby authorized to fix the remuneration payable to them for the financial year 2015-16."

SPECIAL BUSINESS

5 TO APPOINT MR.G.V.P.CHANDRAMOULI AS AN INDEPENDENT DIRECTOR 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 the sections 149, 152, schedule IV and other applicable provisions (including any statutory modification (s) or re-enactment thereof for the time being in force) if any, of the Companies Act, 2013 and the rules made thereunder, Mr.G.V.P.Chandramouli who was appointed as additional director of the company by the Board of Directors with effect from August 22, 2015 and whose term of office as an Additional Director pursuant to section 161 of the Companies Act, 2013, expires at the conclusion of this Annual General Meeting and in respect of whom the company has received notice under section 160 of the Companies Act, 2013, signifying his intention to propose Mr.G.V.P.Chandramouli as a candidate for the office of the Director of the company, be and is hereby appointed as Independent Director of the company for a period of 3 years i.e. upto August 21, 2018, not liable to retire by rotation."

6 TO APPOINT MRS.ANVIDA BANDI AS DIRECTOR 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 sections 149, 152 and other applicable provisions (including any statutory modification (s) or re-enactment thereof for the time being in force) if any, of the Companies Act, 2013 and the rules made thereunder, Mrs.Anvida Bandi who was appointed as Additional Director of the company by the Board of Directors with effect from August 22, 2015 and whose term of office as an Additional Director pursuant to section 161 of the Companies Act, 2013, expires at the conclusion of this Annual General Meeting and in respect of whom the company has received notice under section 160 of the Companies Act, 2013, signifying his intention to propose Mrs.Anvida Bandi as a candidate for the office of the Director of the company, be and is hereby appointed as Director of the company, liable to retire by rotation."

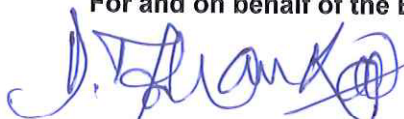
7 TO APPROVE THE REMUNERATION PAYABLE TO COST AUDITORS SRINIVAS & CO., COST ACCOUNTANTS, HYDERABAD

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 the Section 148 and other applicable provisions if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force), the Cost Auditors Srinivas & Co, Cost Accountants, Hyderabad appointed by the Board of Directors of the company to conduct the audit of cost records of the company for the financial year 2015-16, at remuneration of Rs.60,000 (Rupees Sixty Thousand only) per annum excluding service tax and out of pocket expenses, be and is hereby ratified. "

"RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution."

For and on behalf of the Board of Directors



Dr.D.Mohan Rao
Managing Director

Place: Hyderabad
Date: 01.09.2015

NOTE:

A) A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.

B) THE COMPANY MUST RECEIVE THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE MEETING

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

Item No.5

The Board of Directors at its meeting held on August 22, 2015 appointed Mr.G.V.P.Chandramouli as Additional Director of the company with effect from August 22, 2015, pursuant to the provisions of section 161 of the Companies Act, 2013.

Pursuant to the provisions of section 161 of the Companies Act, 2013, Mr.G.V.P.Chandramouli holds office up to the date of ensuing Annual General Meeting. The company has received notice in writing under the provisions of section 160 of the Companies Act, 2013 from a member, proposing the candidature of Mr.G.V.P.Chandramouli for the office of independent director, to be appointed as such under the provisions of the section 149 of the Companies Act, 2013.

The company has received from Mr.G.V.P.Chandramouli (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under section 164 (2) of the Companies Act, 2013 and (iii) declaration to the effect that he meets the criteria of independence as provided in section 149 (6) of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mr.G.V.P.Chandramouli as Independent Director of the company for a period of 3 years i.e. upto August 21, 2018.

MEMORANDUM OF INTEREST

Except Mr.G.V.P Chandramouli none of the Directors, Key Managerial Personnel or their relatives are deemed to be interested or concerned in the resolution.

The Board recommends the resolution set for the in the Item No.4 of the notice for the approval of members.

Item No.6

The Board of Directors at its meeting held on August 22, 2015 appointed Mrs.Anvida Bandi as Additional Director of the company with effect from August 22, 2015, pursuant to the provisions of section 161 of the Companies Act, 2013.

Pursuant to the provisions of section 161 of the Companies Act, 2013, Mrs.Anvida Bandi holds office up to the date of ensuing Annual General Meeting. The company has received notice in writing under the provisions of section 160 of the Companies Act, 2013 from a member, proposing the candidature of Mrs.Anvida Bandi for the office of independent director, to be appointed as such under the provisions of the section 149 of the Companies Act, 2013.

The company has received from Mrs.Anvida Bandi (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, and (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that she is not disqualified under section 164 (2) of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Mrs.Anvida Bandi as Director of the company liable to retire by rotation.

MEMORANDUM OF INTEREST

Except Mrs.Anvida Bandi none of the Directors, Key Managerial Personnel or their relatives are deemed to be interested or concerned in the resolution.

The Board recommends the resolution set for the in the Item No.5 of the notice for the approval of members.

Item No.7

The Board of Directors at their meeting held on June 22, 2015 have appointed Srinivas & Co., Cost Accountants, Hyderabad as cost auditors of the company at a remuneration of Rs.60,000 (Rupees SixtyThousand only) per annum excluding service tax and out of pocket expenses, to conduct the audit of the cost records of the company for the financial year 2015-16.

In accordance with the provisions of the Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditors shall be ratified by the shareholders of the company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item no.6 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2015-16.

MEMORANDUM OF INTEREST

None of the Directors are deemed to be concerned or interested in the resolution.

The Board recommends the resolution set forth in the item no.4 of the notice for the approval of the members.