

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, BENCH, AT HYDERABAD C.A. (CAA) NO.22/230/HDB/2017 IN THE MATTER OF COMPANIES ACT, 2013 (18 of 2013) IN THE MATTER OF SECTIONS 230 TO 232 READ WITH SECTION 66 OF THE COMPANIES ACT, 2013, AND IN THE MATTER OF SCHEME OF AMALGAMATION AND ARRANGEMENT AND IN THE MATTER OF NEULAND LABORATORIES LIMITED (TRANSFEREE COMPANY) AND NEULAND HEALTH SCIENCES PRIVATE LIMITED (FIRST TRANSFEROR COMPANY) AND NEULAND PHARMA RESEARCH PRIVATE LIMITED (SECOND TRANSFEROR COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

M/s. "Neuland Laboratories Limited", a Company incorporated under the provisions of the Companies Act, 1956, bearing CIN: L85195TG1984PLC004393 and having its registered office situated at Sanali Info Park, 'A' Block, Ground Floor, 8-2-120/113, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India, represented by its Company Secretary, Mrs. Sarada Bhamidipati, email: ir@neulandlabs.com, Ph: 040-30211600.

...Applicant / Transferee Company

NOTICE AND ADVERTISEMENT OF NOTICE OF THE MEETING OF SHAREHOLDERS OF NEULAND LABORATORIES LIMITED / TRANSFEREE COMPANY

Notice is hereby given that by an order dated the 07th day of April, 2017, the Hyderabad Bench of the Hon'ble National Company Law Tribunal, has directed a meeting to be held of equity shareholders of Neuland Laboratories Limited for the purpose of considering, and if thought fit, approving with or without modification, the Scheme of Amalgamation and Arrangement between Neuland Laboratories Limited (Transferee Company) and Neuland Health Sciences Private Limited (First Transferor Company) and Neuland Pharma Research Private Limited (Second Transferor Company) and their respective Shareholders and Creditors.

In pursuance of the said order and as directed therein further notice is hereby given that a meeting of the equity shareholders of Neuland Laboratories Limited will be held on 30th day of May, 2017, at 03:30 P.M. at Hotel Taj Krishna, situated at Road No. 1, Mada Manzil, Banjara Hills, Hyderabad - 500034, Telangana, India, at which time and place the equity shareholders of the Company are requested to attend and vote.

Copies of the said Scheme, and the statement under section 230 can be obtained free of charge at the registered office of the Company or at the office of its counsel, Shri Y. Suryanarayana, at Flat No. 106, First Floor, Nirmal Towers 200, Near Sai Baba Temple, Dwarakapuri Colony, Punjagutta, Hyderabad - 500082. Persons entitled to attend and vote at the meeting of the equity shareholders of Neuland Laboratories Limited, may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the company at Sanali Info Park, 'A' Block, Ground Floor, 8-2-120/113, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India, not later than 48 hours before the meeting.

Forms of proxy can be had at the registered office of the Company.

The Hon'ble National Company Law Tribunal, bench at Hyderabad has appointed Shri Veluru Govinda Rajulu, Advocate, as the Chairman of the said meeting. The above mentioned Scheme of Amalgamation and Arrangement, if approved by the meeting, will be subject to the subsequent approval of the Hon'ble National Company Law Tribunal.

Sd/-
Veluru Govinda Rajulu, Advocate,
Chairperson - Tribunal Convened
Meeting of Equity Shareholders of
Neuland Laboratories Limited

Place: Hyderabad
Date: April 28, 2017

Notice is further given that in compliance with provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Applicant Company is pleased to provide remote e-voting facility to its members to vote electronically through electronic voting services arranged by M/s. Karvy Computer share Private Limited.

Notice is further given that the notice of the Tribunal convened meeting inter-alia indicating the process and manner of e-voting along with statement under section 102 read with section 230 of the Companies Act, 2013, Scheme of Amalgamation and Arrangement, Valuation Report, Fairness Opinion, Complaints Report, the Observation Letters received from BSE Limited and National Stock Exchange of India Limited, a Report adopted by the Board of Directors of the Company, explaining the effect of Scheme on key managerial personnel, promoters and non-promoter Shareholders of the Company, Supplementary Unaudited Accounting Statements of the Transferee Company, First Transferor Company and the Second Transferor Company for the period ended on 31st December, 2016, a form of Proxy and attendance slip is available on the Company's website: www.neulandlabs.com, and on the website of M/s. Karvy Computer share Private Limited at evoting.karvy.com.

All the Shareholders are hereby informed that:

1. The special business as stated in the Notice of the Tribunal Convened Meeting may be transacted through voting by electronic means.
2. The remote e-voting shall commence on 27th day of May, 2017, at 09.00 A.M. and ends on 29th day of May, 2017, at 05.00 P.M.
3. The cut-off date for determining the shareholder's eligibility to vote by electronic means or by poll at the Tribunal Convened Meeting is Tuesday, the 23rd day of May, 2017.
4. Any person, who acquires shares and becomes a Shareholder after dispatch of the Notice of the Tribunal Convened Meeting and holding shares as on the cut-off date i.e. as on 23rd day of May, 2017, may obtain the login ID and password by sending a request to evoting.karvy.com.
5. Members may note that:-
 - a) The remote e-voting module shall be disabled by M/s. Karvy Computer share Private Limited after 29th day of May, 2017, 05.00 P.M. and the remote e-voting shall not be allowed beyond this time.
 - b) The facility of voting through ballot paper (poll) shall be made available at the Tribunal Convened Meeting for the members who have not cast their vote by remote e-voting.
 - c) The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the Tribunal Convened Meeting.
 - d) 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 i.e. as on 23rd day of May, 2017, only shall be entitled to avail the facility of remote e-voting or voting at the meeting through poll.

Any member having query in connection with e-voting may contact Mrs. Sarada Bhamidipati, Company Secretary of the Company, at the registered office of the Company or by mailing his/her query to ir@neulandlabs.com or call her on 040-30211600.

By Order of the Board
For Neuland Laboratories Limited
Sd/-
Sarada Bhamidipati
Company Secretary

Place: Hyderabad
Date: April 28, 2017