

Lilly

Eli Lilly and Company (India) Pvt. Ltd.
Plot No. 92, Sector-32, Gurgaon - 122001 Haryana
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Fax:+91-124-4753012-13-14
CIN - U24239HR1993PTC034844
Website : www.lillyindia.co.in
PAN No: AAACE8901F

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26th Annual General Meeting of the Shareholders of Eli Lilly and Company (India) Private Limited will be held at shorter notice on Monday, September 30, 2019, at 1:30 P.M., at the Registered Office of the Company at Plot No. 92, Sector 32, Gurgaon, Haryana to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statement including Audited Balance Sheet of the Company as at March 31, 2019 and Statement of Profit and Loss Account for the year ended as on that date together with Cash Flow Statement, notes and annexures and the Reports of the Board of Directors and Auditors thereon.
2. To consider and if thought fit, to pass with or without modification(s), the following as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 139 of the Companies Act, 2013 (“the Act”) read with Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Act, consent of the members be and are hereby accorded, for ratification of appointment of M/s S.R Batliboi & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 301003E) as Auditors of the Company i.e. from the conclusion of 26th Annual General Meeting till their remaining terms of appointment i.e. till the conclusion of Annual General Meeting of the Company, scheduled to be held during the year 2022.

FOR ELI LILLY AND COMPANY (INDIA) PRIVATE LIMITED

Rohan Agarwal
Company Secretary
ACS-57869

Date: 27.09.2019
Place: Gurgaon

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. THE PROXIES IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
3. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. Pursuant to provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a single proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Corporate members intending to send their authorized representatives to attend the AGM are requested to send to the Company, a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting
5. Members/Proxies should bring the enclosed attendance slip duly filled in for attending the meeting.
6. Venue of the meeting is Plot No. 92, Sector 32, Gurgaon, Haryana. The route map showing directions to reach the venue of meeting is annexed and forms part of this notice.

**BY ORDER OF THE BOARD
ELI LILLY AND COMPANY (INDIA) PRIVATE LIMITED**

**Rohan Agarwal
Company Secretary
ACS-57869**