



Vivimed

Date:07/01/2013

To

BSE Limited
Listing Department
P.J.Towers,Dalal Street,
Mumbai – 400001

BSE - Sripe Code : 532660

National Stock Exchange of India Ltd
Listing Department,
Exchange Plaza,Bandra Kurla Complex,
Bandra(E),Mumbai – 400051

NSE- Symbol: VIVIMEDLAB

Dear Sir/Madam

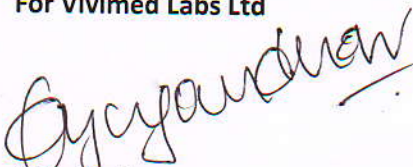
Sub: Notice of Extra-ordinary General Meeting - reg

With reference to the above subject, Please find the enclosed NOTICE of Extra-ordinary General Meeting of the members of the Company, to be held on January 31, 2013 for consent of members for appointment of Statutory Auditors as detailed in the Notice.

You are requested to take note of the above.

Yours faithfully

For Vivimed Labs Ltd


K.Yugandhar

Company Secretary





Vivimed

Vivimed Labs Limited

Registered Office: 78/A, Kolhar Industrial Area, Bidar – 585403, Karnataka

Corporate Office: 2nd Floor, Veeranag Towers, Habsiguda, Hyderabad – 500007 (A.P.)

NOTICE

NOTICE is hereby given that Extra ordinary General Meeting of the Members of VIVIMED LABS LIMITED having its Registered Office at: 78/A, Kolhar Industrial Area, Bidar – 585 403 Will be held on Thursday , the 31st day of January, 2013 at 11.30 A.M. at: its registered office to transact the following business:

SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modifications, the following resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to Provision of section 224(6)(a) and other applicable provisions of the Companies Act, 1956, M/s P. Murali & Co., Chartered Accountants, Hyderabad, be and are hereby appointed as Statutory Auditors of the Company to fill the vacancy caused by the resignation of M/s Walker, Chandiok & Co., Chartered Accountants, Hyderabad present Auditors of the company, to hold the office from the date of this meeting until the conclusion of the next Annual General Meeting of the Company”.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to fix the remuneration of the statutory Auditors and also shall determine the reimbursement of out of pocket expenses that may be incurred by them in performance of their duties as Auditors of the company”.

“RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby severally authorised to take all necessary steps for giving effect to the resolution, and to do all other acts, deeds and matters, as may be required, in this regard”.

By order of the Board
For Vivimed Labs Limited

Date: 07.01.2013
Place: Hyderabad

Sd/-
Santosh Varalwar
Managing Director & CEO



EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

For Item No. 1

Pursuant to the Provisions of Section 224(6)(a) of the Companies Act, 1956, where any vacancy in the office of the Statutory Auditor is caused by the resignation of the existing Auditor, such vacancy shall be filled only by the company in general meeting by way of Ordinary Resolution passed by the members of the company. Hence this resolution is recommended for approval by the shareholders of the company.

M/s Walker, Chandio & Co, have offered their resignation in view of time and volume of work constraints to complete their work during the current financial year, in view of the fact that Vivimed Labs Limited has multiple subsidiaries and associates in India and overseas. Vivimed Labs Limited presently has 3 subsidiaries in India and 9 subsidiaries overseas, entailing a significant volume of work in consolidating and integrating information of various entities at the parent company level. The Board of Directors is of the view that M/s P. Murali & Co., Chartered Accountants, Hyderabad, the auditor for the prior financial year, be appointed to provide continuity to audit and consolidation at the parent company level, and will in addition, consider inducting M/s Walker Chandio & Co (subject to their acceptance) during the next financial year, if approved by the shareholders.

It may be noted that during 2012, the company has, for its major overseas subsidiaries, already appointed (a) Grant Thornton International as Statutory Auditors for Vivimed Labs UK Ltd, and Vivimed Labs Europe Ltd and (b) Deloitte Touche as statutory auditors for Union Quimico Farmaceutica S.A.U., Uquifa Mexico S.A. de C.V., and Vivimed Labs Spain S.L., Vivimed Labs Mauritius Ltd, All other subsidiaries continue to retain competent existing auditors. It is recommended to appoint M/s P. Murali & Co., Chartered Accountants, Hyderabad as statutory Auditors of the company until the conclusion of the next Annual General Meeting.

The Board recommends the adoption of the Ordinary resolution as contained in the notice.
None of the Directors of the company are in any way concerned or interested in the above resolution.

By order of the Board
For Vivimed Labs Limited

Date: 07.01.2013
Place: Hyderabad

Sd/-
Santosh Varalwar
Managing Director & CEO



Vivimed

VIVIMED LABS LIMITED

Registered Office: 78/A, Kolhar Industrial Area, Bidar - 585403, Karnataka

PROXY FORM

I/We of being
a member(s) of VIVIMED LABS LIMITED hereby appoint of
..... as my/our Proxy to attend and vote for me /us and on my /our behalf at the
Extra ordinary General Meeting of the Company to be held on 31st Day of January 2013, at 11.30 A.M.
and at any adjournment thereof.



Signed this day of 2013

Note:

- (a) Proxy is not member of the company.
- (b) Proxy form duly filled in and signed by the member(s) across revenue stamp should reach company's registered office at least 48 hours before the time for the meeting.
- (c) Corporate members intending to send their authorised representative(s) to attend meeting are requested to send a certified copy of the board resolution authorising their representative(s) to attend and vote on their behalf at the meeting.



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VIVIMED LABS LIMITED

Registered Office : 78/A, Kolhar Industrial Area, Bidar - 585403, Karnataka

EXTRA-ORDINARY GENERAL MEETING ATTENDANCE SLIP

Dp. ID No. : Master Folio No.

Client ID. : No of Shares Held.....

Name and address of the Share Holder

I hereby record my presence at the Extraordinary General Meeting of VIVIMED LAB LIMITED
being held on 31st Day of January 2013, at 11.30 A.M. at 78/A, Kolhar Industrial Area, Bidar - 585403,
Karnataka .

Signature(s) of member(s) of Proxy Present.

Note : Member/Proxy who wish to attend the meeting must bring this attendance slip to the meeting
and hand over at the entrance duly filled in and signed.

PRINTED MATTER

BOOK - POST



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If undelivered please return to :

VIVIMED LABS LIMITED

**Corporate Office : 2nd Floor, Veerang Towers,
Habsiguda, Hyderabad - 500 007 (A.P.)**