DRAFT RED HERRING PROSPECTUS
August 6, 2015
Please refer section 32 of the Companies Act, 2013
This Draft Red Herring Prospectus will be updated upon filing with the RoC
Book Built Offer

ALKEM

ALKEM LABORATORIES LIMITED

Alkem Laboratories Limited ("**Company**") was incorporated as a private limited company 'Alkem Laboratories Private Limited' on August 8, 1973 at Patna under the Companies Act, 1956 and subsequently became a deemed public limited company under section 43A(2) of Companies Act, 1956 on October 26, 1988. Pursuant to our Company passing a resolution under section 21 of Companies Act, 1956 and upon issuance of a fresh certificate of incorporation consequent on change of name dated August 21, 2001, the name of our Company was changed to 'Alkem Laboratories Limited' with effect from October 26, 1988. Pursuant to an order passed by the Company Law Board, Kolkata, the registered office of our Company was shifted from state of Bihar to Maharashtra in the year 2007. For further details, please refer to the chapter "*History and Certain Corporate Matters*" on page 158.

Registered Office and Corporate Office: Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra, India. **Tel No:**+91 22 3982 9999; **Fax No:**+91 22 2492 7190
Contact Person: Mr. Manish Narang, *Senior Vice President, Legal, Company Secretary and Compliance Officer*; **Tel No:**+91 22 3982 9999; **Fax No:**+91 22 2492 7190
E-mail: investors@alkem.com; **Website**: www.alkemlabs.com; **Corporate Identity Number**: U00305MH1973PLC174201.

PROMOTERS OF OUR COMPANY: MR. SAMPRADA SINGH, MR. BASUDEO N. SINGH AND INDIVIDUALS IDENTIFIED AS PROMOTERS AND LISTED IN THE CHAPTER "*OUR PROMOTERS, PROMOTER GROUP AND GROUP COMPANIES*" ON PAGE 194.

INITIAL PUBLIC OFFERING OF UPTO 12,853,442 EQUITY SHARES OF FACE VALUE ₹2 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE THROUGH AN OFFER FOR SALE, BY THE SELLING SHAREHOLDERS (DEFINED SUBSEQUENTLY) AGGREGATING UP TO ₹[●] MILLION ("OFFER"). THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES, AGGREGATING UP TO ₹[●] MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED SUBSEQUENTLY) ON A COMPETITIVE BASIS ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE UP TO 10.75% AND [●] %, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 2 EACH. THE OFFER PRICE IS ₹ [●] PER EQUITY SHARE AND IS [●] TIMES OF THE FACE VALUE THE PRICE BAND, DISCOUNT, IF ANY, TO RETAIL INDIVIDUAL INVESTORS AND ELIGIBLE EMPLOYEES AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE GLOBAL CO-ORDINATORS AND BOOK RUNNING LEAD MANAGERS ("GCBRLMs") AND WILL BE ADVERTISED IN ONE ENGLISH, HINDI AND MARATHI NEWSPAPERS (MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA WHERE OUR REGISTERED OFFICE IS LOCATED), EACH WITH WIDE CIRCULATION, AT LEAST FIVE WORKING DAYS PRIOR TO THE BID/ OFFER OPENING DATE.

In case of revision in the Price Band, the Bid/ Offer Period shall be extended for at least three Working Days after such revision of the Price Band, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band, and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**"), by issuing a press release and also by indicating the change on the websites of the GCBRLMs and at the terminals of the Syndicate member(s).

Pursuant to Rule 19(2)(b)(iii) of the Securities Contracts (Regulation) Rules, 1957, as amended (the "**SCRR**"), the Offer is being made for at least 10% of the post-Offer paid-up Equity Share capital of our Company. The Offer is being made through the Book Building Process in compliance with regulation 26(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("**SEBI ICDR Regulations**"), wherein 50% of the Net Offer shall be allocated on a proportionate basis to qualified institutional buyers ("**QIBs**"). Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, allocate up to 60% of the QIB Portion to Anchor Investors ("**Anchor Investor Portion**") at the Anchor Investor Offer Price, on a discretionary basis, out of which at least one-third will be available for allocation to domestic Mutual Funds only. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Such number of Equity Shares representing 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remaining Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above Offer Price. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Investors in accordance with SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. Further, [●] Equity Shares shall be reserved for allocation on a proportionate basis to Eligible Employees, subject to valid Bids being received at or above the Offer Price. All QIBs (other than Anchor Investors) and Non-Institutional Investors must compulsorily and Retail Individual Investors and Eligible Employees may optionally participate in this Offer through the ASBA process by providing the details of their respective bank accounts in which the corresponding Bid Amounts will be blocked by the SCSBs. For further details please refer to the chapter "*Offer Procedure*" on page 476.

RISKS IN RELATION TO THE FIRST ISSUE

This being the first public offering of Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹2 and the Floor Price is [●] times of the face value and the Cap Price is [●] times of the face value. The Offer Price (as determined and justified by our Company and the Selling Shareholders in consultation with the GCBRLMs as stated in "*Basis for Offer Price*" on page 99) should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and / or sustained trading in the Equity Shares of our Company or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investment in equity and equity related securities involves a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer including the risks involved. The Equity Shares offered in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**") nor does SEBI guarantee the accuracy or adequacy of this Draft Red Herring Prospectus. Specific attention of the investors is invited to the chapter "*Risk Factors*"on page 18.

COMPANY'S AND THE SELLING SHAREHOLDERS' ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Offer, which is material in the context of this Offer; that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect; that the opinions and intentions expressed herein are honestly held; and that there are no other facts, the omission of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

Each Selling Shareholder accepts responsibility only for statements in this Draft Red Herring Prospectus in relation to itself and the Equity Shares being sold by them through the Offer for Sale. The Selling Shareholders do not assume any responsibility for any other statement in this Draft Red Herring Prospectus, including without limitation, any and all of the statements made by or relating to the Company or its business.

LISTING

The Equity Shares offered through this Draft Red Herring Prospectus are proposed to be listed on BSE and NSE. The in-principle approvals from each of BSE and NSE for listing the Equity Shares have been received pursuant to letter no. [●] dated [●] and letter no. [●] dated [●], respectively. For the purpose of this Offer, [●] shall be the Designated Stock Exchange. A copy of the Red Herring Prospectus and the Prospectus shall be delivered for registration to RoC in accordance with section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Offer Closing Date, please refer to the chapter "*Material Contracts and Documents for Inspection*" on page 549.

GLOBAL CO-ORDINATORS AND BOOK RUNNING LEAD MANAGERS				REGISTRAR TO THE OFFER
NOMURA	AXIS CAPITAL	J.P.Morgan	Edelweiss Ideas create, values protect	LINK INTIME INDIA PVT LTD
Nomura Financial Advisory and Securities (India) Private Limited Ceejay House, Level 11, Plot F, Shivsagar Estate, Worli, Mumbai – 400 018, Maharashtra, India. **Tel.:** +91 22 4037 4037 **Fax:** +91 22 4037 4111 **Email**: alkemipo@nomura.com **Website**: www.nomuraholdings.com/company/group/asia/india/index.html **Investor grievance email**: investorgrievances-in@nomura.com **Contact Person:** Mr. Shreyance Shah **SEBI Regn. No.:** INM000011419	**Axis Capital Limited** 1st Floor, Axis House, C-2 Wadia International Centre, P.B. Marg, Worli, Mumbai – 400 025, Maharashtra, India. **Tel.:** +91 22 4325 2183 **Fax:** +91 22 4325 3000 **Email:** alkem.ipo@axiscap.in **Website:**www.axiscapital.co.in **Investor grievance email**: complaints@axiscap.in **Contact Person:**Ms. Lakha Nair **SEBI Regn. No.:**INM000012029	**J.P. Morgan India Private Limited** J.P. Morgan Tower, Off. C.S.T. Road, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India. **Tel.:** +91 22 6157 3000 **Fax:** +91 22 6157 3911 **Email:** ALL_IPO@jpmorgan.com **Website:**www.jpmipl.com **Investor grievance email**: investorsmb.jpmipl@jpmorgan.com **Contact Person:** Ms. Prateeksha Runwal **SEBI Regn. No.:**INM000002970	**Edelweiss Financial Services Limited** 14th Floor, Edelweiss House, Off. C.S.T. Road, Kalina, Mumbai – 400 098, Maharashtra, India. **Tel**: +91 22 4086 3535 **Fax** +91 22 4086 3610 **Email:** al.ipo@edelweissfin.com **Website:**www.edelweissfin.com **Investor grievance email:** customerservice.mb@edelweissfin.com **Contact Person** : Mr. Anshul Bansal/ Mr. Siddharth Shah **SEBI Regn. No**.: INM0000010650	**Link Intime India Private Limited** C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai – 400 078, Maharashtra, India. **Tel**: +91 22 6171 5400 **Fax**: +91 22 2596 0329 **E-mail:** all.ipo@linkintime.co.in **Website**: www.linkintime.co.in **Investor Grievance E-mail**: all.ipo@linkintime.co.in **Contact Person**: Mr. Sachin Achar **SEBI Regn. No**.: INR000004058

BID/ OFFERPROGRAMME#

FOR ALL BIDDERS:	**OFFER OPENS ON: [●]**
FOR QIBs:	**OFFER CLOSES ON**: [●]**
FOR ALL BIDDERS, OTHER THAN QIBs:	**OFFER CLOSES ON: [●]**

#Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, may offer a discount of up to [●]% (equivalent of ₹[●]) on the Offer Price to Retail Individual Investors and Eligible Employees. Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, consider participation by Anchor Investors. The Anchor Investor shall bid in the Anchor Investor Bid/ Offer Period i.e. one Working Day prior to the Bid/ Offer Opening Date.

*** Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, consider closing the Bidding by QIB Bidders one Working Day prior to the Bid/ Offer Closing Date in accordance with the SEBI ICDR Regulations.*

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SECTION I: GENERAL

DEFINITIONS AND ABBREVIATIONS

This Draft Red Herring Prospectus uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, the following terms have the meanings given below. References to statutes, rules, regulations, guidelines and policies will be deemed to include all amendments and modifications notified thereto from time to time.

The words and expressions used but not defined herein shall have the same meaning as is assigned to such terms under the SEBI ICDR Regulations, the Companies Act, the SCRA, the Depositories Act and the rules and regulations made thereunder.

Notwithstanding the foregoing, including any terms and abbreviations used in the chapters "*Statement of Tax Benefits*", "*Financial Statements*", "*Outstanding Litigations and Material Developments*", "*Our Business"* and "*Main Provisions of the Articles of Association*" on pages 102, 213, 398, 129 and 526, respectively, shall have the meanings given to such terms in these respective chapters.

General Terms

Term	Description
Alkem/ our Company or the Company	Alkem Laboratories Limited, a company incorporated under the Companies Act, 1956, and having its registered office at Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra, India.
"We"/ "us"/ "Our"	Unless the context otherwise indicates or implies, refers to our Company together with our Subsidiaries, on a consolidated basis.

Company Related Terms

Term	Description
Articles/ Articles of Association/ AoA	The articles of association of our Company, as amended.
Auditor / Statutory Auditor	The statutory auditors of our Company, namely, B S R & Co. LLP, Chartered Accountants.
Board/ Board of Directors	The board of directors of our Company or a duly constituted committee thereof.
Ascend	Our Subsidiary, Ascend Laboratories LLC
Cachet	Our Subsidiary, Cachet Pharmaceuticals Private Limited
Corporate Office	The corporate office of our Company located at Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra, India.
CSR Committee	The corporate social responsibility committee of the Board of Directors.
Director(s)	The director(s) of our Company.
Enzene	Our Subsidiary Enzene Biosciences Limited
Equity Shares	The equity shares of our Company of ₹2 each, fully paid up, unless otherwise specified in the context thereof.
Group	Our Company along with our Subsidiaries
Group Companies	The companies, firms and ventures promoted by our Promoters and disclosed in the chapter "*Our Promoters, Promoter Group and Group Companies - Our Group Companies*" on page 194.
Independent Director(s)	Independent directors on the Board of Directors. For details of the Independent Directors, please refer to the chapter "*Our Management*" on page 174.
Indchemie	Our Subsidiary Indchemie Health Specialities Private Limited
Memorandum/ Memorandum of Association/ MoA	The memorandum of association of our Company, as amended.
OAIL	Olympic Agro Industries Limited
Pharmacor	Our Subsidiary, Pharmacor Pty Ltd, Australia
Promoters	The promoters of our Company namely, (i) Samprada Singh, (ii) Samprada Singh (HUF), (iii) Balmiki Prasad Singh, (iv) Manju Singh, (v) Sarandhar Singh, (vi) Srinivas Singh, (vii) Satish Kumar Singh, (viii) Premlata Singh, (ix) Sarvesh Singh,

Term	Description
	(x) Annapurna Singh, (xi) Sandeep Singh, (xii) Inderjit Arora; (xiii) Basudeo N. Singh, (xiv) Rekha Singh, (xv) Dhananjay Kumar Singh, (xvi) Madhurima Singh, (xvii) Divya Singh, (xviii) Aniruddha Singh, (xix) Mritunjay Kumar Singh, (xx) Seema Singh, (xxi) Meghna Singh, (xxii) Shrey Shreeanant Singh and (xxiii) Archana Singh.
Promoter Group	Includes such persons and entities constituting promoter group in terms of Regulation 2 (1)(zb) of the SEBI ICDR Regulations and mentioned in the chapter "*Promoter, Promoter Group and Group Companies*" on page 194.
Registered Office	The registered office of our Company located at Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra, India.
Registrar of Companies / RoC	The Registrar of Companies, Mumbai located at 100, Everest, Marine Drive Mumbai – 400 002, Maharashtra, India.
Shareholders	The shareholders of our Company.
Shareholders' Agreement	Shareholders' Agreement dated July 13, 2015 entered into between the Promoters and the Company. For further details, please refer please refer to, "*History and Certain Corporate Matters – Summary of Key Agreements – Shareholders Agreement*" on page 161.
Shareholder's Group 1	The shareholder's group 1 consists of certain of our Promoters, namely (i) Samprada Singh, (ii) Samprada Singh (HUF), (iii) Balmiki Prasad Singh, (iv) Manju Singh, (v) Sarandhar Singh, (vi) Srinivas Singh, (vii) Satish Kumar Singh, (viii) Premlata Singh, (ix) Sarvesh Singh, (x) Annapurna Singh, (xi) Sandeep Singh and (xii) Inderjit Arora.
Shareholder's Group 2	The shareholder's group 2 consists of certain of our Promoters, namely (i) Basudeo N. Singh, (ii) Rekha Singh, (iii) Dhananjay Kumar Singh, (iv) Madhurima Singh, (v) Divya Singh, (vi) Aniruddha Singh, (vii) Mritunjay Kumar Singh, (viii) Seema Singh, (ix) Meghna Singh, (x) Shrey Shreeanant Singh and (xi) Archana Singh.
Selling Shareholders	The selling shareholders to the Offer namely, (i) Nawal Kishore Singh, (ii) Jayanti Sinha, (iii) Rajesh Kumar, (iv) Rekha Singh, (v) Anju Singh, (vi) Anita Singh, (vii) Rajeev Ranjan, (viii) Prerana Kumar, (ix) Prabhat N Singh, (x) Deepak Kumar Singh, (xi) Kishore Kumar Singh, (xii) Lalan Kumar Singh, (xiii) Tushar Kumar, (xiv) Krishna Singh, (xv) Alok Kumar, (xvi) Ashok Kumar, (xvii) Madan Kumar Singh, and (xviii) Raj Kumar Singh.
Subsidiaries	The subsidiaries of our Company namely, (i) Cachet Pharmaceuticals Private Limited, (ii) Indchemie Health Specialities Private Limited, (iii) Enzene Biosciences Limited, (iv) Alkem Real Estate LLP, (v) Alkem Laboratories (Nigeria) Limited, (vi) Alkem Laboratories (Pty) Limited, (vii) Alkem Laboratories Corporation, (viii) Alkem Pharma GmbH, (ix) S&B Holdings BV, (x) Pharmacor Pty Ltd., (xi) ThePharmaNetwork LLC, (xii) Ascend Laboratories Sdn Bhd, (xiii) Ascend Laboratories SpA, (xiv) Pharmacor Limited, (xv) ThePharmaNetwork LLP, (xvi) Alkem Laboratories Korea, Inc., (xvii) S&B Pharma Inc. (xviii) Ascend Laboratories LLC and (ix) Ascend Laboratories (UK) Limited.

Offer Related Terms

Term	Description
Allot/ Allotment/ Allotted	Transfer of Equity Shares to successful Bidders pursuant to this Offer.
Allotment Advice	Note or advice or intimation of Allotment sent to the Bidders who have been or are to be Allotted Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange.
Allottee	A successful Bidder to whom the Allotment is made.
Anchor Investor	A QIB, applying under the Anchor Investor Portion and in accordance with the requirements specified in the SEBI ICDR Regulations.
Anchor Investor Allocation Price	The final price at which allocation is being done to Anchor Investors on the Anchor Investor Bid Period. The Anchor Investor Allocation Price will be decided by our Company and the Selling Shareholders in consultation with the GCBRLMs.
Anchor Investor Bid/ Offer Period	The final day, one Working Day prior to the Bid/ Offer Opening Date, on which Bids by Anchor Investors shall be submitted and Allocation to Anchor Investors shall be completed.
Anchor Investor Offer	The final price at which Equity Shares will be Allotted to the Anchor Investors in

Term	Description
Price	terms of the Red Herring Prospectus and Prospectus, which price will be equal to or higher than the Offer Price but not higher than the Cap Price.
Anchor Investor Portion	Up to 60% of the QIB Portion which may be allocated by our Company and the Selling Shareholders, in consultation with the GCBRLMs, to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price.
Application Supported by Blocked Amount/ ASBA	An application, whether physical or electronic, used by ASBA Bidder to make a Bid authorising a SCSB, to block the Bid Amount in their ASBA Account. Bids by QIBs (except Anchor Investors) and Non-Institutional Investors should be compulsorily made through ASBA. Anchor Investors are not permitted to participate through the ASBA process.
ASBA Account	Account maintained with a SCSB and specified in the Bid cum Application Form submitted by the ASBA Bidders for blocking the extent of the appropriate Bid Amount specified by an ASBA Bidder in the Bid cum Application Form.
ASBA Bidder(s)	Any Bidder, other than an Anchor Investor, who Bids in the Offer through the ASBA process.
Axis	Axis Capital Limited
Bankers to the Offer	The Escrow Collection Bank(s), Refund Bank(s) and Public Issue Bank(s).
Basis of Allotment	The basis on which Equity Shares will be Allotted to successful Bidders under the Offer and which is described in the chapter "*Offer Procedure*" on page 476.
Bid(s)	An indication to make an offer during the Bid/ Offer Period by a Bidder (other than Anchor Investors) or during the Anchor Investor Bid/ Offer Period by the Anchor Investors, to purchase the Equity Shares from Selling Shareholders at a price within the Price Band, including all revisions and modifications thereto.
Bid Amount	The highest value of optional Bids indicated in the Bid cum Application Form and payable by the Bidder/ blocked in the ASBA Account on submission of a Bid cum Application Form in the Offer, which shall be net of Employee Discount and Retail Discount for Eligible Employees and Retail Individual Investors, as applicable. However for Eligible Employees applying in the Employee Reservation Portion and the Retail Individual Investors applying at the Cut-Off Price, the Bid amount shall be Cap Price multiplied by the number of Equity Shares Bid for by such Eligible Employee/ Retail Individual Investors and mentioned in the Bid cum Application Form net of Employee/ Retail Discount as the case may be.
Bid cum Application Form	The form used by a Bidder, including ASBA Bidders, which is serially numbered comprising an eight digit application number, to make a Bid and which will be considered as the application for Allotment in terms of the Red Herring Prospectus and the Prospectus.
Bid/ Offer Closing Date	Except in relation to any Bids received from Anchor Investors, the date after which the Syndicate, the Designated Branches and the Non-Syndicate Registered Brokers will not accept any Bids, which shall be notified in two national daily newspapers, one each in English and Hindi, and in one Marathi daily newspaper, each with wide circulation and in case of any revision, the extended Bid/ Offer Closing Date also to be notified on the website and terminals of the Syndicate, the Non-Syndicate Registered Brokers and SCSBs, as required under the SEBI ICDR Regulations. Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, consider closing the Bid/ Offer Period for QIBs one Working Day prior to the Bid/ Offer Closing Date in accordance with the SEBI ICDR Regulations which shall be notified in two national daily newspapers, one each in English and Hindi, and in one Marathi daily newspaper, each with wide circulation.
Bid/ Offer Opening Date	Except in relation to Anchor Investor, the date on which the Syndicate, the SCSBs and the Non-Syndicate Registered Brokers shall start accepting Bids which shall be notified in two national daily newspapers, one each in English and Hindi, and in one Marathi daily newspaper, each with wide circulation.

Term	Description
Bid/ Offer Period	The period between the Bid/ Offer Opening Date and the Bid/ Offer Closing Date, inclusive of both days, during which prospective Bidders (except Anchor Investors) can submit their Bids, including any revisions thereof. The Bid/ Offer Period shall comprise of Working Days only. Our Company and the Selling Shareholders, in consultation with the GCBRLMs may consider closing the Bidding by QIB Bidders one Working Day prior to the Bid/ Offer Closing Date, which shall be notified in an advertisement in same newspapers in which the Bid/ Offer Opening advertisement was published and in such a case the Bid/ Offer Period for the QIBs shall be determined accordingly.
Bid Lot	[●] Equity Shares
Bidder	Any prospective investor who makes a Bid pursuant to the terms of the Red Herring Prospectus and the Bid cum Application Form, including an Anchor Investor unless stated or implied otherwise.
Book Building Process/ Method	The book building process as provided under Part A of Schedule XI of the SEBI ICDR Regulations, in terms of which this Offer is being made.
Broker Centre	Broker centres notified by the Stock Exchanges where Bidders can submit the Bid cum Application Forms to a Non-Syndicate Registered Broker. The details of such Broker Centres, along with the names and contact details of the Non-Syndicate Registered Broker are available on the websites of the respective Stock Exchanges.
CAN/ Confirmation of Allocation Note	The note or advice or intimation of allocation of Equity Shares sent to the successful Anchor Investors who have been allocated Equity Shares after discovery of the Anchor Investor Offer Price, including any revisions thereof.
Cap Price	The higher end of the Price Band above which the Offer Price will not be finalized and above which no Bids will be accepted.
Client ID	Client identification number maintained with one of the Depositories in relation to demat account.
Cut-off Price	The Offer Price, as finalised by our Company and the Selling Shareholders in consultation with the GCBRLMs. Only Retail Individual Investors and Eligible Employees bidding in the Employee Reservation Portion are entitled to Bid at the Cut-off Price, for a Bid Amount not exceeding ₹200,000 (which shall be net of Employee Discount/ Retail Discount, as applicable). No other category of Bidders are entitled to Bid at the Cut-off Price.
Demographic Details	The address, Bidders bank account details, MICR code, name, status and occupation of a Bidder
Depository	A depository registered with SEBI under the Depositories Act.
Designated Branch	Such branches of the SCSBs, which shall collect Bid cum Application Forms used by ASBA Bidders, a list of which is available on http://www.sebi.gov.in/ /cms/sebi_data/attachdocs/1365051213899.html or at such other websites as may be prescribed by SEBI from time to time.
Designated Date	The date on which funds are transferred from the Escrow Account to the Public Issue Account or the Refund Account, as appropriate, and instructions for transfer of the amount blocked by the SCSB from the bank account of the ASBA Bidder to the Public Issue Account are provided, after the Prospectus is filed with the RoC, following which the Selling Shareholders shall transfer the Equity Shares in the Offer for Sale.
Designated Stock Exchange/ DSE	[●]
Draft Red Herring Prospectus or DRHP	This draft red herring prospectus dated August 6, 2015 issued in accordance with the SEBI ICDR Regulations, filed with SEBI and which does not contain complete particulars of the price at which the Equity Shares would be Alloted and the size of the Offer.
Edelweiss	Edelweiss Financial Services Limited
Eligible Employees	All or any of the following: (a) a permanent and full time employee of our Company and Subsidiaries (excluding such employees who are not eligible to invest in the Offer under applicable laws,

Term	Description
	rules, regulations and guidelines including Promoters and employees who are part of the Promoter Group) as of the date of filing of the Red Herring Prospectus with the RoC and who continues to be an employee of our Company, until the submission of the Bid cum Application Form, in accordance with applicable law; and (b) a Director of our Company (excluding Promoters who are Directors11 of our Company) who is eligible to apply under the Employee Reservation Portion under applicable law. An employee of our Company, who is recruited against a regular vacancy but is on probation as on the date of submission of the Bid cum Application Form will also be deemed a 'permanent and a full time employee'. The maximum Bid Amount under the Employee Reservation Portion by an Eligible Employee shall not exceed ₹200,000 on a net basis. Eligible Employees may be given a discount, at the discretion of our Company and the Selling Shareholders, in consultation with the GCBRLMs in accordance with Regulation 29 of the SEBI ICDR Regulations.
Eligible FPIs	FPIs from such jurisdictions outside India where it is not unlawful to make an offer/ invitation under the Offer and in relation to whom the Red Herring Prospectus constitutes an invitation to purchase the Equity Shares offered thereby
Eligible NRIs	NRI(s) from jurisdictions outside India where it is not unlawful to make an offer or invitation under the Offer and in relation to whom the Bid cum Application Form and the Red Herring Prospectus will constitute an invitation to subscribe to or purchase the Equity Shares
Employee Discount	Our Company and the Selling Shareholders, in consultation with the GCBRLMs, may offer a discount of up to [●]% (equivalent of ₹[●]) to the Offer Price to Eligible Employees and which shall be announced at least five Working Days prior to the Bid/ Offer Opening Date.
Employee Reservation Portion	Reservation of up to [●] Equity Shares aggregating up to ₹[●] million, available for allocation to Eligible Employees on a proportionate basis.
Escrow Account	Account opened with the Escrow Collection Banks for the Offer and in whose favour the Bidder (except ASBA Bidders) will issue cheques or drafts in respect of the Bid Amount when submitting a Bid.
Escrow Agreement	Agreement to be entered into by our Company, the Selling Shareholders, the Registrar to the Offer, the GCBRLMs, the Syndicate member(s), the Escrow Collection Bank(s) and the Refund Bank(s) for collection of the Bid Amounts and where applicable, refunds of the amounts collected from the Bidders (excluding the ASBA Bidders), on the terms and conditions thereof.
Escrow Collection Banks	The banks which are clearing members and registered with SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994, with whom the Escrow Account(s) will be opened.
First / Sole Bidder	Bidder whose name shall be mentioned in the Bid cum Application Form or the Revision Form and in case of joint Bids, whose name shall also appear as the first holder of the beneficiary account held in joint names.
Floor Price	Lower end of the Price Band, subject to any revision thereto, at or above which the Offer Price and the Anchor Investor Offer Price will be finalised and below which no Bids will be accepted.
GCBRLMs/ Global Co-ordinators and Book Running Lead Managers	The global co-ordinators and book running lead managers to the Offer, in this case being Nomura Financial Advisory and Securities (India) Private Limited, Axis Capital Limited, J.P. Morgan India Private Limited and Edelweiss Financial Services Limited.
General Information Document/ GID	The General Information Document for investing in public issues prepared and issued in accordance with the circular (CIR/ CFD/ DIL/ 12/ 2013) dated October 23, 2013, notified by SEBI, suitably modified and included in "*Offer Procedure – General Information Document for Investing in Public Issues*" on page 488.

Term	Description
Insurance Companies	Any company registered with Insurance Regulatory and Development Authority as an insurance company.
JPM/ J.P. Morgan	J.P. Morgan India Private Limited.
Listing Agreement	The listing agreement to be entered into by our Company with the Stock Exchanges.
Mutual Funds	A mutual fund registered with SEBI under the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996.
Mutual Fund Portion	5% of the Net QIB Portion or [●] Equity Shares available for allocation to Mutual Funds, out of the Net QIB Portion.
Net Offer	The Offer minus the Employee Reservation Portion.
Net QIB Portion	The portion of the QIB Portion, less the number of the Equity Shares Allotted to the Anchor Investors.
Non-Institutional Investors	All Bidders, including Category III FPIs, that are not QIBs or Retail Individual Investors and who have Bid for Equity Shares for a cumulative amount more than ₹200,000 (but not including NRIs other than eligible NRIs).
Non-Institutional Portion	Portion of the Offer being not less than 15% of the Net Offer consisting of [●] Equity Shares which shall be available for allocation on a proportionate basis to Non-Institutional Investors, subject to valid Bids being received at or above the Offer Price.
Nomura	Nomura Financial Advisory and Securities (India) Private Limited.
Non-Resident	A person resident outside India, as defined under FEMA and includes an NRI, FII, FPIs and FVCI.
Non-Syndicate Broker Centre	A broker centre of the Stock Exchanges with broker terminals, where in a Non-Syndicate Registered Broker may accept Bid cum Application Forms, a list of which is available on the website of the Stock Exchanges, and at such other websites as may be prescribed by SEBI from time to time.
Non-Syndicate Registered Broker	A broker registered with SEBI under the Securities and Exchange Board of India (Stock Brokers and Sub Brokers) Regulations, 1992, having office in any of the Non-Syndicate Broker Centres, and eligible to procure Bids in terms of the circular No. CIR/ CFD/ 14/ 2012 dated October 4, 2012 issued by SEBI.
Offer/ Offer for Sale	Initial public offering of up to 12,853,442 Equity Shares of face value of ₹2 each for cash at a price of ₹[●] each by way of an Offer for Sale, aggregating up to ₹[●] million. The Offer comprises of Net Offer to the public aggregating up to ₹[●] million and Employee Reservation Portion.
Offer Agreement	The agreement dated August 6, 2015 entered into among our Company, the Selling Shareholders and the GCBRLMs, pursuant to which certain arrangements are agreed to in relation to the Offer.
Offer Price	Final price at which Equity Shares will be Allotted in terms of the Red Herring Prospectus. The Offer Price will be decided by our Company and the Selling Shareholders in consultation with the GCBRLMs on the Pricing Date. A discount of up to [●]% (equivalent of ₹[●]) per Equity Share on the Offer Price may be offered to Retail Individual Investors and Eligible Employees. The Rupee amount of the such discount, if any, will be decided by our Company and the Selling Shareholders, in consultation with the GCBRLMs, and advertised in [●] editions of [●], [●] editions of [●]and [●] editions of [●] (which are widely circulated English, Hindi and Marathi newspapers, Marathi being the regional language of Maharashtra where our Registered Office is located), at least five Working Days prior to the Bid/ Offer Opening Date, and shall be made available to the Stock Exchanges for the purpose of uploading on their website.
Offer Proceeds	The proceeds of the Offer. For further details, please refer to the chapter "*Objects of the Offer*" on page 98.
Price Band	Price band of a minimum price of ₹[●] per Equity Share (Floor Price) and the maximum price of ₹[●] per Equity Share (Cap Price) including any revisions thereof. Price Band and the minimum Bid Lot size for the Offer will be decided by our Company and the Selling Shareholders in consultation with the GCBRLMs and will be advertised, at least five Working Days prior to the Bid/ Offer Opening Date, in

Term	Description
	[●] edition of the English national newspaper [●], [●] edition of the Hindi national newspaper [●] and [●] edition of the Marathi newspaper [●], each with wide circulation.
Pricing Date	The date on which our Company and the Selling Shareholders in consultation with the GCBRLMs finalise the Offer Price.
Prospectus	The prospectus to be filed with the RoC in accordance with section 26 of the Companies Act, 2013 and the SEBI ICDR Regulations, containing, *inter alia*, the Offer Price that is determined at the end of the Book Building process, the size of the Offer and certain other information.
Public Issue Account	The bank accounts opened with the Public Issue Banks by the Selling Shareholders under section 40(3) of the Companies Act, 2013 to receive money from the Escrow Accounts on the Designated Date and where the funds shall be transferred by the SCSBs from the ASBA Accounts.
Public Issue Banks	The banks which are clearing members and registered with SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994 with whom the Public Issue Account(s) will be opened.
Qualified Institutional Buyers or QIBs	Qualified institutional buyers as defined under Regulation 2(1)(zd) of the SEBI ICDR Regulations.
QIB Portion	The portion of the Offer of [●] Equity Shares required to be allocated to QIBs.
Red Herring Prospectus/ RHP	Red herring prospectus to be issued in accordance with section 32 of the Companies Act, 2013 and the provisions of the SEBI ICDR Regulations, which will not have complete particulars of the price at which the Equity Shares will be offered and the size of the Offer. Red Herring Prospectus will be registered with the RoC at least three days before the Bid/ Offer Opening Date and will become the Prospectus upon filing with the RoC after the Pricing Date.
Refund Account	The account(s) opened with Refund Bank(s), from which refunds (excluding to the ASBA Bidders), if any, of the whole or part of the Bid Amount shall be made.
Refund Banks	The banks which are clearing members and registered with SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994 with whom the Refund Account will be opened.
Refunds through electronic transfer of funds	Refunds through electronic transfer of funds means refunds through NECS, Direct Credit, NEFT or RTGS, as applicable.
Registrar/ Registrar to the Offer	Registrar to this Offer, in this case being Link Intime India Private Limited.
Restated Consolidated Financial Information	Consolidated financial statement of assets and liabilities as at March 31, 2015, 2014, 2013, 2012 and 2011 and statement of profit and loss and statement of cash flows for each of the years ended March 31, 2015, 2014, 2013, 2012 and 2011 for our Company, its Subsidiaries read alongwith all the notes thereto, restated in accordance with the SEBI ICDR Regulations, which have been prepared and presented under the historical cost convention using the accrual system of accounting in accordance with the Indian GAAP and requirements of Companies Act, 1956 (up to March 31, 2014) and notified sections, schedules and rules of the Companies Act (w.e.f. April 1, 2014) including accounting standards as prescribed by the Companies (Accounting Standard) Rules, 2006 as per Section 211(3c) of the Companies Act, 1956 (which are deemed to be applicable as Section 133 of Companies Act read with Rule 7 of Companies (Accounts) Rules, 2014, to the extent applicable) and included in the section "*Financial Statements*" on page 213
Restated Standalone Financial Information	Standalone financial statement of assets and liabilities as at March 31, 2015, 2014, 2013, 2012 and 2011 and statement of profit and loss and statement of cash flows for each of the years ended March 31, 2015, 2014, 2013, 2012 and 2011 for our Company read alongwith all the notes thereto, restated in accordance with the SEBI ICDR Regulations, which have been prepared and presented under the historical cost convention using the accrual system of accounting in accordance with the Indian GAAP and requirements of Companies Act, 1956 (up to March 31, 2014) and notified sections, schedules and rules of the Companies Act (w.e.f. April 1, 2014) including accounting standards as prescribed by the Companies (Accounting

Term	Description
	Standard) Rules, 2006 as per Section 211(3c) of the Companies Act, 1956 (which are deemed to be applicable as Section 133 of Companies Act read with Rule 7 of Companies (Accounts) Rules, 2014, to the extent applicable) and included in the section "*Financial Statements*" on page 213
Retail Discount	Our Company and the Selling Shareholders, in consultation with the GCBRLMs, may decide to offer a discount of ₹[●] per Equity Share to the Offer Price to Retail Individual Investors and which shall be announced at least five Working Days prior to the Bid/ Offer Opening Date.
Retail Individual Bidders / Retail Individual Investors / RIIs	Individual Bidders, submitting Bids, who have Bid for Equity Shares for an amount not more than ₹200,000 in any of the bidding options in the Net Offer (including HUFs applying through their Karta and Eligible NRIs and does not include NRIs other than Eligible NRIs).
Retail Portion/ Retail Category	The portion of the Offer being not less than 35% of the Net Offer available for allocation to Retail Individual Investor(s) in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price.
Revision Form	Form used by Bidders, including ASBA Bidders, to modify the quantity of the Equity Shares or the Bid Amount in any of their Bid cum Application Forms or any previous Revision Form(s). QIB Bidders and Non-Institutional Investors are not allowed to lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage.
Self-Certified Syndicate Bank or SCSBs	The banks which are registered with SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994 and offer services in relation to ASBA, including blocking of an ASBA Account in accordance with the SEBI ICDR Regulations and a list of which is available on http:/ / www.sebi.gov.in/ sebiweb/ home/ list/ 5/ 33/ 0/ 0/ Recognised Intermediaries or at such other website as may be prescribed by SEBI from time to time.
Share Escrow Agreement	Agreement to be entered into between the Selling Shareholders, our Company and the Escrow Agent in connection with the transfer of Equity Shares under the Offer for Sale by the Selling Shareholders and credit of such Equity Shares to the demat account of the Allottees.
Specified Locations	Bidding centres where the Syndicate shall accept Bid cum Application Forms from ASBA Bidders, a list of which is available on the website of SEBI (http://www.sebi.gov.in) and updated from time to time
Sub Syndicate member(s)	A SEBI Registered member of BSE and/ or NSE appointed by the GCBRLMs and / or Syndicate member(s) to act as a Sub Syndicate member(s) in the Offer.
Syndicate	Includes the GCBRLMs and Syndicate member(s).
Syndicate Agreement	The agreement to be entered into between the GCBRLMs, the Selling Shareholders, the Syndicate member(s) and our Company in relation to the collection of Bids (excluding Bids by ASBA Bidders) in this Offer.
Syndicate ASBA Centres	Bidding Centres where an ASBA Bidder can submit his Bid cum Application Form to the Syndicate member(s) and prescribed by SEBI from time to time.
Syndicate member(s)	An intermediary registered with the SEBI to act as a syndicate member(s) and who is permitted to carry on the activity as an underwriter in this case being [●].
Transaction Registration Slip/ TRS	The slip or document issued by member of the Syndicate or the SCSB (only on demand), as the case may be, to the Bidder as proof of registration of the Bid.
U.S. QIB	Qualified institutional buyers, as defined in Rule 144A under Securities Act.
Underwriters	The GCBRLMs and the Syndicate member(s).
Underwriting Agreement	The agreement among the Underwriters, the Selling Shareholders and our Company to be entered into on or after the Pricing Date.
Working Day	Any day, other than Saturdays and Sundays, on which commercial banks in Mumbai are open for business, provided however, for the purpose of the time period between the Bid/ Offer Closing Date and listing of the Equity Shares on the Stock Exchanges, "Working Days" shall mean all days excluding Sundays and bank holidays in Mumbai in accordance with the SEBI Circular no. CIR/ CFD/ DIL/ 3/ 2010 dated April 22, 2010.

Technical/ Industry Related Terms / Abbreviations

Term	Description
Asst.	Assistant
ANDA	Abbreviated New Drug Application
APIs	Active pharmaceutical ingredients
C&F	Clearing and Forwarding
CDSCO	Central Drugs Standard Control Organization of India
CEO	Chief Executive Officer
CFO	Chief Financial Officer
cGMP	Current Good Manufacturing Practices
DESI	Drug Efficacy Study Implementation
DPCO 2013	Department of Pharmaceuticals released the revised Drugs (Price Control) Order, 2013
DCGI	Drug Controller General of India
DMF	Drug Master Files
EMA	European Medicine Agency
EPCG	Export Promotion Capital Goods
Fax	Facsimile
FDA	Food and drugs administration
FDC Drugs	Fixed dose combination drugs
FSSAI	Food Safety and Standards Authority of India
FTFs	First-to-files
GCP	Good clinical practices
GLP	Good laboratory practices
GMP	Good manufacturing processes
ICDS	Income Computation and Disclosure Standards
IMS Health	IMS Health Information and Consulting Services India Private Limited
NDA	New drug application
NHAM	National Health Assurance Mission
NLEM	National List of Essential Medicines
NPPA	National Pharmaceutical Pricing Authority
Sr.	Senior
Tel.	Telephone
TGA	Therapeutic Goods Administration, Australia
WHO	World Health Organisation
UCPMP	Uniform Code of Pharmaceutical Marketing Practices
UK-MHRA	The Medicines and Healthcare Products Regulatory Agency in the United Kingdom
USFDA	United States Food and Drug Administration
V.P.	Vice President

Conventional and General Terms/ Abbreviations

Term	Description
AGM	Annual general meeting
AIF(s)	Alternative investment funds, as defined in, and registered with SEBI under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012.
AS	Accounting standards issued by the Institute of Chartered Accountants of India
AY	Assessment year
BPLR	Bank prime lending rate
BG	Bank guarantee
BR	Base rate
BSE	BSE Limited
Bn/ bn	Billion
CAGR	Compounded annual growth rate
CC	Cash credit
CCI	Competition Commission of India
CDSL	Central Depository Services (India) Limited

Term	Description
CIN	Corporate identity number
CIT	Commissioner of Income Tax
CLB	Company Law Board
CSR	Corporate social responsibility
CST	Central Sales Tax
CST Act	The Central Sales Tax Act, 1956
CST Rules	The Central Sales Tax (Registration and Turnover) Rules, 1957
Category I Foreign Portfolio Investors	FPIs that are registered as “Category I foreign portfolio investors” under the SEBI FPI Regulations.
Category II Foreign Portfolio Investors	FPIs that are registered as “Category II foreign portfolio investors” under the SEBI FPI Regulations.
Category III Foreign Portfolio Investors	FPIs that are registered as “Category III foreign portfolio investors” under the SEBI FPI Regulations.
Consolidated FDI Policy	Consolidated FDI Policy (Circular 1 of 2015) dated May 12, 2015 issued by the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India, and any modifications thereto or substitutions thereof, issued from time to time.
Companies Act, 1956	The Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon notification of the sections of the Companies Act, 2013) along with the relevant rules made thereunder.
Companies Act/ Companies Act, 2013	The Companies Act, 2013, to the extent in force pursuant to the notification of sections of the Companies Act, 2013, along with the relevant rules made thereunder.
Competition Act	The Competition Act, 2002
DCA and Rules	Drugs and Cosmetics Act, 1940 and Drugs and Cosmetics Rules, 1945
DIN	Director identification number
DIPP	Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India
DP ID	Depository participant identification
Depositories	NSDL and CDSL
Depositories Act	The Depositories Act, 1996
EPS	Earnings per share
EOU	Export oriented unit
Europe MAA	Europe Marketing Authorisation Application
FCNR Account	Foreign currency non-resident account
FDI	Foreign direct investment
FEMA	The Foreign Exchange Management Act, 1999 read with rules and regulations thereunder and amendments thereto
FEMA Regulations	The Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations 2000 and amendments thereto.
FII(s)	Foreign Institutional Investors as defined under the SEBI FPI Regulations.
FPI(s)	Foreign Portfolio Investors as defined under the SEBI FPI Regulations.
fiscal year/ Fiscal/ FY	Period of 12 months ended March 31 of that particular year, unless otherwise stated.
FIPB	Foreign Investment Promotion Board
FLC	Foreign letter of credit
FVCI	Foreign Venture Capital Investor, as defined in and registered with SEBI under the SEBI FVCI Regulations
GAAR	General anti-avoidance rule
GDP	Gross domestic product
GoI/ Government	Government of India
GST	Goods and Services Tax
HNI	High net worth individual
HUF	Hindu undivided family
ICAI	Institute of Chartered Accountants of India
IFRS	International Financial Reporting Standards
IPO	Initial public offering
ILC	Inland letter of credit
IRDA	Insurance Regulatory and Development Authority
I.T. Act	The Income Tax Act, 1961

Term	Description
Indian GAAP	Generally Accepted Accounting Principles in India
Ind AS	Indian Accounting Standard
Insider Trading Regulations	The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
KMP/ Key Management Personnel/ Key Managerial Personnel	Key management personnel defined under section 2(1)(s) of the SEBI ICDR Regulations and includes the officers vested with executive powers and the officers at the level immediately below the Board and defined more particularly in "*Our Management – Key Management Personnel*" on page 190.
LER	Loan equivalent risk
Libor	London interbank offer rate
LOC	Letters of credit
LOU	Letter of undertaking
LLP Act	The Limited Liability Partnership Act, 2008
MAT	Minimum alternate tax
MCA	Ministry of Corporate Affairs, Government of India
MICR	Magnetic ink character recognition
Mn / mn	Million
MOU	Memorandum of understanding
Mutual Fund(s)	Mutual Fund(s) means mutual funds registered under the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996.
NA/ N.A.	Not Applicable
NAV/ Net Asset Value	Net Asset Value being paid up equity share capital plus free reserves (excluding reserves created out of revaluation) less deferred expenditure not written off (including miscellaneous expenses not written off) and debit balance of Profit and Loss account, divided by number of issued Equity Shares.
NCR	National capital region
NECS	National electronic clearing services
NEFT	National electronic fund transfer
Net Worth	Net worth means the aggregate of the paid up share capital, share premium account, and reserves and surplus (excluding revaluation reserve).
NOC	No objection certificate.
Notified Sections	The sections of the Companies Act, 2013 that have been notified by the MCA and are currently in effect.
NR	Non-resident
NRE Account	Non-resident external account
NRI	An individual resident outside India who is a citizen of India or is an 'Overseas Citizen of India' cardholder within the meaning of Section 7 (A) of the Citizenship Act, 1955.
NRO Account	Non-resident ordinary account
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
OCB/ Overseas Corporate Body	A company, firm, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under FEMA. OCBs are not allowed to invest in this Offer, except with the specific permission of the RBI.
p.a.	Per annum
P/ E Ratio	Price/ earnings ratio
PAN	Permanent account number allotted under the Income Tax Act, 1961.
PAT	Profit after tax
PBT	Profit before tax
PCFC	Packing Credit in Foreign Currency
PIO	Persons of Indian origin
PLR	Prime lending rate
RBI	The Reserve Bank of India
RBI Act	The Reserve Bank of India Act, 1934

Term	Description
RONW	Return on Net Worth
₹/ Rs./ Rupees/ INR	Indian Rupees
RTGS	Real time gross settlement
SAP	Systems, Applications and Products in Data Processing
SCRA	The Securities Contracts (Regulation) Act, 1956
SCRR	The Securities Contracts (Regulation) Rules, 1957
SCSB	Self-certified syndicate bank
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act.
SEBI Act	The Securities and Exchange Board of India Act, 1992
SEBI AIF Regulations	The Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012
SEBI FII Regulations	The Securities and Exchange Board of India (Foreign Institutional Investors) Regulations, 1995
SEBI FPI Regulations	The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014
SEBI FVCI Regulations	The Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000
SEBI ICDR Regulations	The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
SEBI Takeover Regulations	The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
SEBI VCF Regulations	The erstwhile Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996
Securities Act	U.S. Securities Act of 1933, as amended
SIA	Secretariat of Industrial Assistance, Department of Industrial Policy & Promotion, Ministry of Commerce and Industry, Government of India
SPV	Special Purpose Vehicle
Sr.	Senior
STT	Securities transaction tax
State Government	The government of a state of the Union of India
Stock Exchange(s)	BSE and/ or NSE, as the context may refer to
UK	The United Kingdom
US / U.S./ United States	The United States of America
US GAAP	Generally Accepted Accounting Principles in the United States of America
USD/ US$/ U.S.$	United States Dollars
VAT	Value added tax
VCFs	Venture Capital Funds as defined and registered with SEBI under the SEBI VCF Regulations

PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

Certain Conventions

All references to "India" in this Draft Red Herring Prospectus are to the Republic of India and all references to the "U.S.", "USA" or "United States" are to the United States of America. Further, all references to following countries are:

Sr. No.	Reference	Country
1.	Australia	The Commonwealth of Australia
2.	Chile	The Republic of Chile
3.	Germany	The Federal Republic of Germany
4.	Kenya	The Republic of Kenya
5.	Malaysia	The Federation of Malaysia
6.	Netherlands	The Kingdom of Netherlands
7.	Nigeria	The Federal Republic of Nigeria
8.	Philippines	The Republic of the Philippines
9.	South Africa	The Republic of South Africa
10.	South Korea	The Republic of Korea
11.	U.K., UK or United Kingdom	The United Kingdom of Great Britain and Northern Ireland

Financial Data

Unless stated otherwise, the financial information in this Draft Red Herring Prospectus is derived from our Restated Consolidated Financial Information and Restated Standalone Financial Information. The above stated financial information is restated in accordance with the SEBI ICDR Regulations, which have been prepared and presented under the historical cost convention using the accrual system of accounting in accordance with the Indian GAAP and requirements of Companies Act, 1956 (up to March 31, 2014) and notified sections, schedules and rules of the Companies Act (w.e.f. April 1, 2014) including accounting standards as prescribed by the Companies (Accounting Standard) Rules, 2006 as per Section 211(3c) of the Companies Act, 1956 (which are deemed to be applicable as Section 133 of Companies Act read with Rule 7 of Companies (Accounts) Rules, 2014, to the extent applicable).

In this Draft Red Herring Prospectus, all figures in decimals have been rounded off to the first decimal and all percentage figures have been rounded off to one decimal places and accordingly there may be consequential changes in this Draft Red Herring Prospectus.

Our Company's fiscal year commences on April 1 and ends on March 31 of the next year; accordingly, all references to a particular fiscal year, unless stated otherwise, are to the 12 month period ended on March 31 of that year.

There could be significant differences between Indian GAAP, US GAAP and IFRS. The reconciliation of the financial information to IFRS or US GAAP financial information has not been provided. Our Company has not attempted to explain those differences or quantify their impact on the financial data included in this Draft Red Herring Prospectus and we urge investors to consult your own advisors regarding such differences and their impact on our Company's financial data. For details in connection with risks involving differences between Indian GAAP and IFRS, please refer to "*Risk Factors – Significant differences could exist between Indian GAAP and other accounting principles, such as U.S. GAAP and IFRS, which may affect investors' assessments of our Company's IND IFRS financial condition*" on page 39. Accordingly, the degree to which the financial information included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting policies and practices, Indian GAAP, the Companies Act and the SEBI ICDR Regulations. Any reliance by persons not familiar with Indian accounting policies, Indian GAAP, the Companies Act, the SEBI ICDR Regulations and practices on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited.

Unless the context otherwise indicates, any percentage amounts, as set forth in "*Risk Factors*", "*Our Business*", "*Management's Discussion and Analysis of Financial Conditional and Results of Operations*" on pages 18, 129 and 358 respectively, and elsewhere in this Draft Red Herring Prospectus have been calculated on the basis of the Restated Consolidated Financial Information and Restated Standalone Financial Information of our Company.

Currency and Units of Presentation

All references to:

- "Rupees" or "₹" or "INR" or "Rs." are to Indian Rupee, the official currency of the Republic of India;
- "USD" or "US$" are to United States Dollar, the official currency of the United States of America;
- "Euro" or "EUR" are to Euro, the official currency of the European Union and consequently, the official currency of the Kingdom of Netherlands; and
- All references to the following currencies refer to the official currencies of countries mentioned below:

Sr. No.	Currency	Country
1.	Australian dollar or AUD or $	Australia
2.	Chilean peso or CLP or $	Chile
3.	Euro or EUR or €	Germany
4.	Kenyan shilling or KES or Sh	Kenya
5.	Malaysian ringgit or MYR or RM	Malaysia
6.	Euro or EUR or €	Netherlands
7.	Nigerian naira or NGN or ₦	Nigeria
8.	Philippine peso or PHP or ₱	Philippines
9.	South African rand or ZAR or R	South Africa
10.	South Korean won or KRW or ₩	South Korea
11.	British pound or GBP or £	U.K., UK or United Kingdom

Except otherwise specified, our Company has presented certain numerical information in this Draft Red Herring Prospectus in "million" units. One million represents 1,000,000 and one billion represents 1,000,000,000.

Exchange Rates

This Draft Red Herring Prospectus contains conversion of certain other currency amounts into Indian Rupees that have been presented solely to comply with the SEBI ICDR Regulations. These conversions should not be construed as a representation that these currency amounts could have been, or can be converted into Indian Rupees, at any particular rate or at all.

The following table sets forth, for the periods indicated, information with respect to the exchange rate between the Rupee and other currencies:

(in ₹)

Currency	As on March 31,				
	2011	2012	2013	2014	2015
1 USD(1)	44.6	50.9	54.3	59.9	62.5
1 AUD(2)	46.1	52.9	56.6	55.3	47.5
1 Chilean peso(3)	0.1	0.1	0.1	0.1	0.1
1 €(4)	63.4	67.9	69.5	82.7	67.2
100 Kenyan shilling(5)	53.6	61.3	63.5	69.3	67.6
1 RM(6)	14.9	16.9	17.4	18.3	16.8
1 NGN(7)	0.3	0.3	0.3	0.4	0.3
1 Philippine peso(8)	1.0	1.2	1.3	1.3	1.4
1 Rand(9)	6.6	6.6	5.9	5.7	5.1
1 KRW(10)	0.0	0.0	0.0	0.1	0.1
1 £(11)	71.8	81.5	82.2	99.8	92.5

Source:

(1) *Foreign Exchange Dealer Association of India - Fedai.org.in*
(2) *Foreign Exchange Dealer Association of India - Fedai.org.in*
(3) *Oanda.com*
(4) *Foreign Exchange Dealer Association of India - Fedai.org.in*

[5] *Foreign Exchange Dealer Association of India - Fedai.org.in*
[6] *Oanda.com*
[7] *Oanda.com*
[8] *Oanda.com*
[9] *Foreign Exchange Dealer Association of India - Fedai.org.in*
[10] *Oanda.com*
[11] *Foreign Exchange Dealer Association of India - Fedai.org.in*

In case March 31 of any of the respective years is a public holiday, the previous calendar day not being a public holiday has been considered.

Industry and Market Data

Unless stated otherwise, industry and market data used in this Draft Red Herring Prospectus has been obtained or derived from publicly available information as well as various industry publications and sources.

Industry publications generally state that the information contained in such publications has been obtained from publicly available documents from various sources believed to be reliable but their accuracy and completeness are not guaranteed and their reliability cannot be assured. Accordingly, no investment decision should be based on such information. Although we believe the industry and market data used in this Draft Red Herring Prospectus is reliable, it has not been independently verified by us, the Selling Shareholders or the GCBRLMs or any of their affiliates or advisors. The data used in these sources may have been re-classified by us for the purposes of presentation. Data from these sources may also not be comparable.

The extent to which the market and industry data used in this Draft Red Herring Prospectus is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which business of our Company is conducted, and methodologies and assumptions may vary widely among different industry sources.

Such data involves risks, uncertainties and numerous assumptions and is subject to change based on various factors. Accordingly, investment decisions should not be based solely on such information.

This Draft Red Herring Prospectus includes industry related information from a report published by CRISIL Research, a division of CRISIL Limited. CRISIL Research ("CRISIL") has consented to the use of such information in the Draft Red Herring Prospectus subject to the following disclosure:

CRISIL Research, a division of CRISIL Limited ("CRISIL") has taken due care and caution in preparing this report ("Report") based on the Information obtained by CRISIL from sources which it considers reliable ("Data"). However, CRISIL does not guarantee the accuracy, adequacy or completeness of the Data / Report and is not responsible for any errors or omissions or for the results obtained from the use of Data / Report. This Report is not a recommendation to invest / disinvest in any company covered in the Report. CRISIL especially states that it has no liability whatsoever to the subscribers / users / transmitters/ distributors of this Report. CRISIL Research operates independently of, and does not have access to information obtained by CRISIL's Ratings Division / CRISIL Risk and Infrastructure Solutions Ltd ("CRIS"), which may, in their regular operations, obtain information of a confidential nature. The views expressed in this Report are that of CRISIL Research and not of CRISIL's Ratings Division / CRIS. No part of this Report may be published/reproduced in any form without CRISIL's prior written approval.

FORWARD LOOKING STATEMENTS

This Draft Red Herring Prospectus contains certain "forward-looking statements". These forward-looking statements can generally be identified by words or phrases such as "will", "aim", "will likely result", "believe", "expect", "will continue", "anticipate", "estimate", "intend", "plan", "contemplate", "seek to", "future", "objective", "goal", "project", "should", "will pursue" and similar expressions or variations of such expressions.

All statements contained in this Draft Red Herring Prospectus that are not statements of historical fact constitute "forward-looking statements". All statements regarding our expected financial condition and results of operations, business, plans, objectives, strategies, goals and prospects are forward-looking statements.

Forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. These statements are based on our management's beliefs and assumptions, which in turn are based on currently available information. Although our Company believes the assumptions upon which these forward-looking statements are based to be reasonable, any of these assumptions could prove to be inaccurate, and the forward-looking statements based on these assumptions could be incorrect.

Further, the actual results may differ materially from those suggested by the forward-looking statements due to risks or uncertainties associated with our expectations with respect to, but not limited to, regulatory changes pertaining to the pharmaceutical industry in India in which our Company operates and our ability to respond to them.

Important factors that could cause actual results to differ materially from our expectations include, but are not limited to, the following:

1. Price fluctuation due to Drug Prices Control Order and NLEM;
2. Our ability to successfully implement our strategy, growth and expansion plans;
3. Our ability to identify market trends and customer preferences early on and to leverage this information successfully;
4. The outcome of legal or regulatory proceedings that our Company is or might become involved in;
5. Contingent liabilities, environmental problems and uninsured losses;
6. Government approvals;
7. Changes in government policies and regulatory actions that apply to or affect our business;
8. Developments affecting the Indian economy; and
9. Uncertainty in global financial markets.

We cannot assure investors that the expectation reflected in these forward-looking statements will prove to be correct. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements and not to regard such statements as a guarantee of future performance.

By their nature, certain risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated. Our Company, the Directors, the GCBRLMs and their respective affiliates or associates do not have any obligation to, and do not intend to, update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the, underlying assumptions do not come to fruition. In accordance with the SEBI ICDR Regulations, our Company and the GCBRLMs will ensure that investors in India are informed of material developments until such time as the grant of listing and trading permissions by the Stock Exchanges for the Equity Shares allotted pursuant to the Offer. Each of the Selling Shareholders will ensure that investors are informed of material developments in relation to statements and undertakings made by such Selling Shareholder in the Red Herring Prospectus until the time of the grant of listing and trading permission by the Stock Exchanges.

All forward looking statements are subject to risks, uncertainties and assumptions about us that could cause our actual results to differ materially from those contemplated by the relevant forward looking statement. For further discussion of factors that could cause our actual results to differ from our expectations, please refer to the chapters "*Risk Factors*", "*Our Business"* and "*Management's Discussion and Analysis of Financial Condition and Results of Operation*" on pages 18, 129 and 358, respectively.

SECTION II: RISK FACTORS

An investment in the Equity Shares involves a high degree of risk. You should carefully consider all information in this Draft Red Herring Prospectus, including the risks and uncertainties described below, before making an investment in the Equity Shares. If any or some combination of the following risks actually occur, our business, prospects, results of operations and financial condition could suffer, the trading price of the Equity Shares could decline and you may lose all or part of your investment. In addition, the risks set out in this section may not be exhaustive and additional risks and uncertainties not presently known to us, or which we currently deem to be immaterial, may arise or may become material in the future. Unless specified in the relevant risk factor below, we are not in a position to quantify the financial implication of any of the risks mentioned below. Any potential investor in the Equity Shares should pay particular attention to the fact that we are subject to extensive regulatory environment that may differ significantly from one jurisdiction to other. In making an investment decision, prospective investors must rely on their own examination of us on a consolidated basis and the terms of the Offer including the merits and the risks involved. To obtain a complete understanding of our business, you should read the sections "Our Business" and "Management's Discussion and Analysis of Financial Condition and Result of Operations" on pages 129 and 358, respectively. If our business, result of operations or financial condition suffers, the price of the Equity Shares and the value of your investments in the Equity Shares could decline.

This Draft Red Herring Prospectus also contains forward looking statements, which refers to future events that produce known and unknown risks, uncertainties and other factors, many of which are beyond our control, which may cause the actual results to be materially different from those expressed or implied by the forward looking statements. Please refer to the chapter "Forward Looking Statements" on page 17.

In this section, unless the context otherwise requires, a reference to our "Company" refers to Alkem Laboratories on a stand-alone basis and "we", "us" and "our" refers to Alkem Laboratories Limited, and our Subsidiaries on a consolidated basis. Unless otherwise stated or the context otherwise requires, the financial information used in this section is derived from our Restated Consolidated Financial Information and Restated Standalone Financial Information, as applicable.

Risks relating to our Business

1. ***There are outstanding litigations involving our Company, our Promoters, our Directors and our Subsidiaries.***

   Our Company, our Promoters, our Directors and our Subsidiaries are involved in certain legal proceedings which are pending at different levels of adjudication before various courts, tribunals and appellate authorities. We cannot provide assurance that these legal proceedings will be decided in our favour. Decisions in such proceedings adverse to such person/ entity's interests may have a significant adverse effect on our business, results of operations, cash flows and financial condition.

   A summary of the pending civil and criminal proceedings involving our Company, our Promoters, our Directors and our Subsidiaries is provided below:

Litigations against our Company

Category	Company	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Complaints	20	2.4
Civil Proceedings	16	2.2
Tax Proceedings (Direct and Indirect)	73	1,324.7
Labour Matters	23	3.3

Litigations by our Company

Category	Company	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Proceedings	45	56.2
Civil Proceedings	11	28.9
Labour Matters	6	Nil

Litigations against Indchemie

Category	Subsidiaries	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Complaints	5	Nil
Civil Proceedings	Nil	Nil
Tax Proceedings (Direct and Indirect)	3	2.7
Labour Matters	Nil	Nil

Litigations by Indchemie

Category	Subsidiaries	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Complaints	25	2.4
Civil Proceedings	1	Nil
Labour Matters	Nil	Nil

Litigations against Cachet

Category	Subsidiaries	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Complaints	3	Nil
Civil Proceedings	Nil	Nil
Tax Proceedings (Direct and Indirect)	17	110.1
Labour Matters	1	0.4

Litigations by Cachet

Category	Subsidiaries	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Complaints	9	8.5
Civil Proceedings	Nil	Nil
Labour Matters	Nil	Nil

Litigations against our Promoters

Category	Promoters	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Complaints	18	2.1
Civil Proceedings	2	Nil
Tax Proceedings (Direct and Indirect)	Nil	Nil
Labour Matters	Nil	Nil

Litigations against our Directors

Category	Directors	
	No. of Proceedings	Amount, to the extent quantifiable (₹ million)
Criminal Complaints	18	2.1
Civil Proceedings	2	Nil
Tax Proceedings (Direct and Indirect)	Nil	Nil
Labour Matters	Nil	Nil

For further details of legal proceedings involving the Company, our Promoters, our Directors and our Subsidiaries, please refer to the chapter "*Outstanding Litigation and Material Developments*" on page 398. In addition to the aforementioned legal proceedings there are notices / summons issued against our Company from time to time. For further ddetails please refer to "*Outstanding Litigation and Material Developments - Notices against our Company*" on page 431. Furthermore, if significant claims are determined against us and we are required to pay all or a portion of the disputed amount, there could be a material adverse effect on our business, results of operations, financial conditions and prospects. We are currently, and may in the future be, implicated in lawsuits in the ordinary course of business, including lawsuits and arbitrations and counter claims. Litigations and arbitrations could result in substantial costs and a diversion of efforts and attention of our management and/or subject us to significant liabilities to third parties.

2. ***Our business is subject to extensive regulation. If we fail to comply with the applicable regulations prescribed by governments and regulatory agencies, our business, results of operations and financial condition could be adversely affected.***

We operate in a highly regulated industry and our operations are subject to extensive regulation in each market in which we do business. Regulatory authorities in each of these markets must approve our products before we or our distribution agents can market them. Applicable regulations have become increasingly stringent, a trend which may continue in the future. The penalties for non-compliance with these regulations can be severe, including the revocation or suspension of our business licence, imposition of fines and criminal sanctions in those jurisdictions.

We have ongoing obligations to regulatory authorities, such as the Central Drugs Standard Control Organization of India ("**CDSCO**") and the Food Safety and Standards Authority of India ("**FSSAI**"), in each case, in India, the United States Food and Drug Administration ("**USFDA**") in the United States, the Medicines and Healthcare Products Regulatory Agency in the United Kingdom ("**UK-MHRA**"), the European Medicine Agency ("**EMA**") in the EU and the Therapeutic Goods Administration ("**TGA**") in Australia, both before and after a product's commercial release. For example, our manufacturing facilities and products are subject to auditing processes by various regulatory agencies of the countries where we market and sell our products, including the USFDA. Regulatory agencies may at any time inspect our manufacturing facilities or the quality of our products based on newly developed scientific knowledge and/or tools. If any inspection or quality assessment results in observations/ alerts or sanctions, the relevant regulator may amend or withdraw our existing approvals to manufacture and market our products in such jurisdiction, which could adversely affect our business, financial condition and results of operations.

If we fail to comply with applicable statutory or regulatory requirements, there could be a delay in the submission or grant of approval for the manufacturing and marketing new products. Moreover, if we fail to comply with the various conditions attached to such approvals, licenses, registrations and permissions once received, the relevant regulatory body may suspend, curtail or revoke our ability to market such products or impose fines upon us. In the United States, India, and many of the international markets in which we sell our products, the approval process for a new product is complex, lengthy and expensive. The time taken to obtain approvals varies by country, but generally takes between six months and several years from the date of application. If we fail to obtain such approvals, licenses, registrations and permissions, in a timely manner or at all, our business, results of operations and financial condition could be adversely affected.

Our business is also subject to ongoing oversight by various regulatory authorities. In 2007, the DCGI issued directions to state drug controllers for withdrawal of 294 FDC Drugs which has been stayed by an order of the Madras High Court and the matter remains subjudice. Subsequently, the DCGI in its circular dated January 15, 2013 to state drug controllers instructed manufacturers to apply for an approval for FDC Drugs which are classified as "new drugs" and licensed by state licensing authorities prior to October 1, 2012 but not the DCGI. The manufacturers were required to prove the safety and efficacy of these FDC Drugs. Accordingly, we made applications for such FDC Drugs which were manufactured by us. The DCGI in its letter dated July 16, 2015 informed us that four of our FDC Drug formulations were found to be irrational and the Company should show cause in order for the authorities to not cancel its manufacturing licence for these drugs. We are in the process of preparing its response to the DCGI. Further, we had applied to the FSSAI for approval in relation to certain health and nutritional supplement products. The FSSAI rejected four such products and the other products submitted for approval are presently under review. We have modified the formulation with respect to two such products which were rejected by the FSSAI and have submitted these products for reconsideration. In case the DCGI or the FSSAI instructs pharmaceutical companies to withdraw the above mentioned products, our business, financial condition and results of operation may be adversely affected.

We are also subject to a broad range of safety, health, environmental, labour, workplace and related laws and regulations in the jurisdictions in which we operate, which impose controls on the disposal and storage of raw materials, noise emissions, air and water discharges, on the storage, handling, discharge and disposal of chemicals, employee exposure to hazardous substances and other aspects of our operations. For example, local laws in India limit the amount of hazardous and pollutant discharge that our manufacturing facilities may release into the air and water. The discharge of raw materials that are chemical in nature or of other hazardous substances into the air, soil or water beyond these limits may cause us to be liable to regulatory bodies or third parties. In addition, we may be required to incur costs to remedy the damage caused by such discharges, pay fines or other penalties for non-compliance. Complying with, and changes in, these laws and regulations may increase our compliance costs and adversely affect our business, prospects, results of operations and financial condition. Furthermore, non-compliance with the limits prescribed by the relevant laws and regulations may lead to the suspension of our manufacturing licences, which will halt production and adversely affect our business operations.

We are also subject to the laws and regulations governing relationships with employees in such areas as minimum wage and maximum working hours, overtime, working conditions, hiring and termination of employees, contract labour and work permits.

Our business is also subject to, among other things, the receipt of all required licenses, permits and authorizations including local land use permits, manufacturing permits, building and zoning permits, and environmental, health and safety permits. Changes or concessions required by regulatory authorities could also involve significant costs and delays which could adversely affect our financial condition and results of operation.

In countries where we have limited experience, we are subject to additional risks related to complying with a wide variety of local laws, including restrictions on the import and export of certain intermediates, drugs, technologies and multiple and possibly overlapping tax structures. Further, regulatory requirements are still evolving in many markets and are subject to change and as a result may, at times, be unclear or inconsistent. Consequently, there is increased risk that we may inadvertently fail to comply with such regulations, which could lead to enforced shutdowns and other sanctions imposed by the relevant authorities, as well as the withholding or delay in receipt of regulatory approvals for our new products.

For details of pending matters with regulatory authorities involving the Company or our products, and the likely impact wherever quantifiable, please refer to "*-There are outstanding litigations involving our Company, our Promoters, our Directors and our Subsidiaries.*" on page 18.

3. ***The regulatory uncertainty associated with pharmaceutical pricing, reimbursement and related matters could adversely affect the marketing, pricing and demand for our products.***

In many countries in which we currently operate, including India, pharmaceutical prices are subject to regulation. The existence of price controls can limit the revenues we earn from our products. India enacted the National Pharmaceuticals Pricing Policy in 2012. As a result, a number of drug formulations were identified as essential drugs and were added to India's National List of Essential Medicines and these drugs are subjected to price controls in India. On May 15, 2013, the Department of Pharmaceuticals released the revised DPCO 2013 (which replaced the earlier Drugs (Prices Control) Order, 1995). The DPCO 2013 governs the price control mechanism for 509 formulations listed in the National List of Essential Medicines. As per this order, the prices of each of the formulations are determined based on the average of all drugs having an Indian market share of more than 1% by value. The individual drug price notifications for a majority of the products have been released by the National Pharmaceutical Pricing Authority. The DPCO 2013 also regulates the margin that can be offered to the trade channels including the retailers. For details please refer to "*Management's Discussion and Analysis of Financial Condition and Results of Operatio*ns" beginning on page 358**.**

Under terms of the DPCO 2013 non-compliance with the notified ceiling price or breaching the ceiling price would be tantamount to overcharging the consumer under the order, and the amount charged over and above the ceiling price shall be recovered along with interest thereon from the date of overcharging. Further, non-compliance with the price notification issued by NPPA, could also attract prosecution of the officers of the company under the Essential Commodities Act, 1955 including imprisonment for a term up to seven years and shall also be liable for fine. Any action against us or our management for violation of the DPCO 2013 may divert management attention and could adversely affect our business, prospects, results of operations and financial condition.

4. ***Our top 20 brands account for a majority of our domestic sales. Additionally, certain therapeutic areas and certain states generate a significant portion of our total domestic revenue. Our business, prospects, results of operations and financial condition may be adversely affected if any of our top 20 brands or our other products in our key therapeutic or geographic areas do not perform as expected or if competing products become available and gain wider market acceptance.***

We are heavily dependent on our top 20 brands, which together generated 54.8% of our total domestic revenues for fiscal year 2015 (*Source: IMS*). In addition, we generate a significant portion of our total revenue in India from the sale of products in certain therapeutic areas, such as anti-infectives, gastro-intestinal, pain and analgesics and vitamins, minerals and nutrients. Anti-infectives, gastro-intestinal, pain and analgesics and vitamins, minerals and nutrients products contributed 43.8%, 17.2%, 11.5% and 8.3%, respectively for fiscal year 2015 (*Source: IMS*), towards our total sales of domestic pharmaceutical products. Our revenues from these therapeutic areas may decline as a result of increased competition, regulatory action, pricing pressures or fluctuations in the demand for or supply of our products. Similarly, in the event of any breakthroughs in the development of alternative drugs for these therapeutic areas, our products may become obsolete or be substituted by such alternatives. Our failure to effectively react to these situations or to successfully introduce new products in these therapeutic areas, could adversely affect our business, prospects, results of operations and financial condition. Further, we generate a significant portion of our revenue from the sales of our products in the states of West Bengal, Uttar Pradesh and Bihar in India. Our business, financial condition and results of operations could be adversely affected if our volumes of sales in these regions decline.

5. ***We are susceptible to product liability claims that may not be covered by insurance which may require substantial expenditure and may adversely affect our reputation and if successful, could require us to pay substantial sums.***

We face the risk of loss resulting from, and the adverse publicity associated with, product liability lawsuits especially in the United States, Australia and Europe, whether or not such claims are valid. With respect to the United States, we manufacture and sell products in this market which is noted for its litigious nature and high awards of damages.

We may also be subject to claims resulting from manufacturing defects or negligence in storage or handling which may lead to the deterioration of our products. For example, our distributors may continue to sell our products beyond their expiry date or product recall. Even unsuccessful product liability claims would likely require us to incur substantial amounts on litigation, divert management's time, adversely affect our goodwill and impair the marketability of our products. Moreover, a deterioration in our quality controls could also result in product liability claims against us. The risk of product liability suits is also likely to increase if, we develop our own new patented products in addition to making generic versions of drugs that have been in the market for some time.

We cannot be certain that our product liability insurance will, in fact, be sufficient to cover the foregoing claims or our policy limits will be sufficient to cover such claims or that we will be able to maintain adequate insurance coverage in the future at acceptable costs. Further, we may not have taken insurance or may not have vendor extension covers from our partners' insurance policies in the countries into which we export our products. A successful product liability claim that is excluded from coverage or exceeds our policy limits may require us to pay substantial sums and may adversely affect our financial position and results of operations. In addition, insurance coverage for product liability may become prohibitively expensive in the future. From time to time, the pharmaceutical industry has experienced difficulty in obtaining desired product liability insurance coverage. If any product liability claim is not covered by insurance or exceeding the policy limits were sustained against us, it could adversely affect our business, financial condition and results of operations.

6. ***If there is a change in policies related to tax, duties or other such levies applicable to us, it may affect our results of operations.***

We benefit from certain tax regulations and incentives that accord favourable treatment to certain of our manufacturing facilities as well as for our research and development activities. These tax benefits include income tax deductions, excise refunds and export incentives. For details regarding income tax deductions, please refer to the chapter "*Statement of Tax Benefits*" on page 102.

On March 31, 2015, the Ministry of Finance, Government of India has issued 10 Income Computation and Disclosure Standards ("**ICDS**"), a new framework for computation of taxable income by all assessees. All assessees would be required to adopt these standards for the purposes of computation of taxable income under the heads "Profit and Gains of Business or Profession" and "Income from Other Sources". These standards are applicable for the previous fiscal commencing April 1, 2015, i.e., assessment year 2016 – 17 onwards.

New or revised accounting policies or policies related to tax, duties or other such levies promulgated from time to time by the relevant authorities may significantly affect our results of operations. We cannot assure you that we would continue to be eligible for such lower tax rates or any other benefits. The reduction or termination of our tax incentives, or non-compliance with the conditions under which such tax incentives are made available, will increase our tax liability and adversely affect our business, prospects, results of operations and financial condition.

7. Any manufacturing or quality control problems may damage our reputation for high quality products and expose us to litigation or other liabilities, which could adversely affect our financial results.

Pharmaceutical manufacturers are subject to significant regulatory scrutiny. We own and operate 14 manufacturing facilities in India and two manufacturing facilities in the United States and must register, and manufacture products in these facilities in accordance with current good manufacturing practices ("**cGMP**") stipulated by the USFDA, UK-MHRA, EMA, TGA, WHO, state level food and drug administrations, the DCGI, CDSCO, FSSAI and other regulatory agencies. Furthermore, we are liable for the quality of our products for the entire duration of the shelf life of the product. After our products reach the market, certain developments could adversely affect demand for our products, including any contamination of our products by intermediaries, re-review of products that are already marketed, new scientific information, greater scrutiny in advertising and promotion, the discovery of previously unknown side effects or the recall or loss of approval of products that we manufacture, market or sell.

In May 2014, the FDA quarantined and eventually asked us to destroy our stock of products under the drug efficacy study implementation (DESI) program at our distribution centre in Ohio on the grounds that the products were unapproved. The total financial impact of the destruction of our stock was approximately U.S. $1.5 million. Additionally, in the past we have received some observations from the FDA, following their audit of our facilities, which we have complied with.

There can be no assurance that there will not be any similar regulatory actions, recalls of any of our products or investigations of our manufacturing facilities or our processes in the future.

Disputes over non-conformity of our products with such quality standards or specifications are generally referred to independent government approved testing laboratories. If any such independent laboratory confirms that our products do not conform to the prescribed or agreed standards and specifications, we would bear the expenses of replacing and testing such products, which could adversely affect our business, results of operations and financial condition.

We also face the risk of loss resulting from, and the adverse publicity associated with, manufacturing or quality problems. Such adverse publicity harms the brand image of our Company and products. We may be subject to claims resulting from manufacturing defects or negligence in storage and handling of our products. In certain jurisdictions in which we operate (such as the United States), the quantum of damages, especially punitive, awarded in cases of product liability can be extremely high. The existence, or even threat, of a major product liability claim could also damage our reputation and affect consumers' views of our other products, thereby adversely affecting our business, results of operations and financial condition. Any loss of our reputation or brand image, for whatsoever reason may lead to a loss of existing business contracts and adversely affect our ability to enter into additional business contracts in the future.

8. Any delay in production at, or shutdown of, any of our manufacturing facilities or at any of the third party manufacturing facilities we use, could adversely affect our business, results of operations and financial condition.

The success of our manufacturing activities depends on, among other things, the productivity of our workforce, compliance with regulatory requirements and the continued functioning of our manufacturing processes and machinery. Disruptions in our manufacturing activities could delay production or require us to shut down the affected manufacturing facility. Our manufacturing facility at Sikkim manufactures a majority of the products for domestic sales and, as such, any disruption in the production or a shutdown of the facility at Sikkim would have a material adverse effect on our business, financial condition and results of operations. Moreover, some of our products are permitted to be manufactured at only those facilities that have received specific approvals, and any shut down of such facilities will result in us being unable to manufacture such product for the duration of such shut down. Such an event will result in us being unable to meet with our contractual commitments, which will have an adverse effect on our business, results of operation and financial condition.

Further, any disagreements with trade unions with respect to third party manufacturers could disrupt our workforce and adversely affect our business, financial condition and results of operations. We may also be subject to manufacturing disruptions due to delays in receiving regulatory approvals, which may require our manufacturing facilities to cease or limit production until the required approvals are received, or disputes concerning these approvals are resolved. Moreover, as regulatory approvals for manufacturing drugs are site-specific, production cannot be transferred to another location which could adversely affect our business, results of operations and financial condition.

Any interruption at our manufacturing facilities, including natural or man-made disasters, workforce disruptions, regulatory approval delays, fire or the failure of machinery, could reduce our ability to meet the demand under our contracts for the affected period, which could affect our business, prospects, results of operations and financial condition. We use highly flammable materials such as acetone, ethanol, methanol and toluene in our manufacturing processes and are therefore subject to the risk of loss arising from fire or explosions. Although we have implemented industry acceptable risk management controls at our manufacturing locations and continuously seek to upgrade them, the risk of fire or explosion associated with these materials cannot be completely eliminated.

Additionally, we rely on certain third party contract manufacturers for the supply of certain products. In the event that there are disruptions in the manufacturing facilities of such third party contract manufacturers, it will impact our ability to deliver such products and meet with our contractual commitments. Additionally, the use of third party contract manufacturers are subject to certain risks, such as our inability to monitor the quality, safety and manufacturing processes on a continual basis at such third party manufacturing facilities. As a result, there can be no assurance that we will be able to maintain high quality standards in respect of the products that such third party contractors provide us. If these third party manufacturing facilities cease to be available to us at costs acceptable to us or we experience problems with, or interruptions in, such services, and we are unable to find other facilities to provide similar manufacturing capacity on comparable terms and on a timely basis, our operations would be disrupted and our financial condition and results of operations could be adversely affected.

9. If we do not maintain the size of our field force and/or the number of our arrangements for the distribution of our products, our business, results of operations and financial condition could be adversely affected.

In most of the domestic and international markets in which we have a presence, we rely heavily on our field force of medical representatives to sell our products. In India, our field force comprised 5,856 medical representatives as of June 30, 2015. We generate demand for our products in India through our field force of medical representatives, who frequently visit prescribers to promote our product portfolio and also visit pharmacies and distributors to ensure that our brands are adequately stocked. If we are unable to maintain the size of our domestic field force, we will be unable to effectively market our products, which will adversely affect our business, financial condition and results of operations. Additionally, in the past, our sales operations in a certain state was disrupted by a local association. Any such disruptions by similar local associations can also adversely affect our ability to market our products.

We currently do not have a field force in every international market in which we do business. As we look to expand our international operations and enter into newer markets, we cannot assure you that our field force will succeed in these markets. Third party distributors may be better equipped to promote competitor products, due to market experience and long standing relationships, which could adversely affect our business, financial condition and results of operations. Further, any expansion of our field force in our domestic or international markets, including new markets, may impact our margins as there would be increased costs of an expanded field force which may not lead to increased revenues in the short term or at all.

In expanding internationally and where we do not have any subsidiaries, we typically appoint local third parties to help import, distribute and to register our products. We may not be able to find suitable partners or successfully enter into arrangements on commercially reasonable terms or at all. Additionally, our distribution partners may make important marketing and other commercial decisions concerning our products without our input. As a result of these arrangements, many of the variables that may affect our business, are not exclusively within our control.

Moreover, we retain some of our partners and distributors on a non-exclusive basis, which allows them to engage with our competitors. We also compete for partners with other leading pharmaceutical companies that may have more visibility, greater brand recognition and financial resources, and a broader product portfolio than we do. If our competitors provide greater incentives to our partners, our partners may choose to promote the products of our competitors instead of our products. Our dependence on distribution partnerships to market some of our products may subject us to a number of risks, including:

- not being able to control the amount and timing of resources that our partners may devote to the marketing of our products;
- our partner's marketing our products outside their designated territory, possibly in violation of the exclusive distribution rights, if any, of other distributors; and
- significant changes in a partner's business strategy that may adversely affect its willingness or ability to fulfil its obligations under any arrangement.

10. ***Any shortfall in the supply of our raw materials or an increase in raw material costs or other input costs may adversely impact the pricing and supply of our products and have an adverse effect on our business.***

Raw materials (including packaging materials) are subject to supply disruptions and price volatility caused by various factors, including commodity market fluctuations, the quality and availability of supply, currency fluctuations, consumer demand, changes in government programs and regulatory sanctions. Substantially all our raw materials are purchased from third parties. Our suppliers may be unable to provide us with a sufficient quantity of our raw materials at a suitable price for us to meet the demand for our products. The available amounts of raw materials may not adjust in response to increasing demand in certain circumstances, our suppliers may choose to supply the raw materials to our competitors instead of us. There is a risk that one or more of these existing suppliers could discontinue their operations, which could adversely impact our ability to source raw materials at a suitable price and meet our order requirements. Any increase in raw material prices will result in corresponding increases in our product costs.

We use third party transportation providers for the supply of most of our raw materials and delivery of our products to domestic and overseas customers. For fiscal year 2015, our main transportation vendor accounted for 65.2% of transportation activities in terms of freight costs. Due to our heavy reliance on a single vendor, factors such as increased transportation costs and transportation strikes at the vendor could adversely impact the supply of raw materials that we require and the delivery of our products. In addition, raw materials and products may be lost, delayed or damaged in transit for various reasons including accidents and natural disasters.

We also import our raw materials and some of the equipment used in our manufacturing facilities and are subject to risks related to currency fluctuation, global logistics disruptions and other factors. A failure to maintain our required supply of raw materials and equipment could adversely affect our ability to deliver our products to customers in an efficient, reliable and timely manner and adversely affect our business, prospects, financial condition and results of operations.

11. ***Certain approvals for marketing or manufacturing our products in certain jurisdictions have not been obtained in our name nor in the name of our Subsidiaries. If the parties that hold such approvals default in complying with the terms of such approvals and, as a result, we are unable to market our products in those countries, it would have an adverse effect on our business, financial condition and results of operations.***

The local laws in the countries in which we operate impose restrictions on the grant of product registrations and manufacturing licenses to foreign entities. We enter into agreements with local distributors or manufacturers in order to apply for and obtain these registrations and licenses for our products under our name or under a local party's name where required by applicable law. If the parties that hold such approvals default in complying with the terms of such approvals and, as a result, we are unable to market or manufacture our products in those countries, it would have an adverse effect on our business, financial condition and results of operations.

12. We intend to selectively pursue Paragraph IV filing opportunities in the United States, which may not be successful, may result in extensive and expensive litigation which we may not be successful in defending, and which may adversely affect our business, prospects, results of operations and financial condition.

A Paragraph IV filing in the United States is made when an ANDA applicant believes its product or the use of its product does not infringe on patents or where the applicant believes that such patents are not valid or enforceable. If successful, Paragraph IV filings enable the filer to launch the product in the United States prior to the expiry of the patent and could include the grant of an exclusivity period. These products are often difficult and expensive to manufacture. Innovators will often seek to restrict or will challenge the grant of a successful Paragraph IV filing which, if determined against the ANDA applicant, may result in expensive litigation.

We may elect to market a generic product before any court decision is rendered or while an appeal from a lower court decision is pending. If the final court decision is adverse to us, we could be required to cease sales of the infringing products and face substantial liability for patent infringement. These damages may be significant as they may be measured differently in various jurisdictions, including by royalties on our sales or by the profits lost by the patent owner. As of the date of this Draft Red Herring Prospectus, we have made 29 Paragraph IV filings, of which eight have resulted in litigation of which four are currently pending. For further details please refer to the chapter "*Outstanding Litigation and Material Developments*" on page 398.

We continue to evaluate product opportunities involving non-expired patents going forward and this could result in patent litigation, the outcome of which may adversely affect our business, prospects, results of operations and financial condition.

13. Decreased opportunities to obtain U.S. market exclusivity products may adversely affect our revenues and profits.

Our ability to achieve continued growth and profitability through sales of generic pharmaceuticals is dependent on our success in challenging patents, developing non-infringing products or developing products with increased complexity to provide opportunities with U.S. market exclusivity or limited competition. The failure to continue to develop such opportunities could adversely affect our sales and profitability.

To the extent that we succeed in being the first to market a generic version of a product, and particularly if we are the only company authorized to sell during the 180-day period of exclusivity in the U.S. market, as provided under the Hatch-Waxman Act, our sales, profits and profitability can be substantially increased in the period following the introduction of such product and prior to a competitor's introduction of an equivalent product. Even after the exclusivity period ends, there is often continuing benefit from being the first generic product in the market.

However, the number of significant new generic products for which Hatch-Waxman exclusivity is available, and the size of those product opportunities, has decreased in recent years. Additionally, increasingly we share the 180-day exclusivity period with other generic competitors, which diminishes the commercial value of the exclusivity.

The 180-day market exclusivity period is triggered by commercial marketing of the generic product or, in certain cases, can be triggered by a final court decision that is no longer subject to appeal holding the applicable patents to be invalid, unenforceable or not infringed. However, the exclusivity period can be forfeited by our failure to obtain tentative approval of our product within a specified statutory period or to launch a product following such a court decision. The Hatch-Waxman Act also contains other forfeiture provisions that may deprive the first "Paragraph IV' filer of exclusivity if certain conditions are met, some of which may be outside our control. Accordingly, we may face the risk that our exclusivity period is forfeited before we are able to commercialize a product and therefore may not be able to exploit a given exclusivity period for specific products.

14. Significant portion of our sales in the United States are from our top five customers and our top five products.

Sales to our top five customers accounted for a majority of our total sales in the United States for fiscal year

2015. If these customers stop or reduce purchases of products from us, it could adversely affect our business, financial condition and results of operations.

Additionally, sales from our top five products contributed a significant portion of our total sales from the United States. Any reduction in the sales of any of these products could have an adverse effect on our business, financial condition and results of operations.

15. ***We participate in a competitive tender process for supply to various government agencies, private entities and institutions. We may face an inability to successfully obtain tenders in the future, which would impact our revenues and profitability and the tenders we have successfully obtained may be withdrawn in the future.***

We participate in a competitive tender process for supply to various government agencies, private entities and institutions. If we are unable to successfully win tenders, our future revenues and profitability may suffer. Additionally, for any reason, if we are disqualified from the tender process by a government agency, we may automatically be disqualified by other central and state government agencies.

16. ***Difficulties in integration of any businesses in our recent or any future acquisitions could result in operating difficulties and adversely affect our business, results of operations and financial condition.***

As part of our growth strategy, we seek to rely on inorganic growth and intend to continue to evaluate potential acquisition opportunities. We have, in the past, evaluated and executed strategic acquisitions in India and abroad. For details, please refer to the chapter "*Our Business*". Some of the terms under which we make some of our acquisitions may contain onerous obligations, and there can be no assurance that we will be able to comply with such obligations.

There can be no assurance that we will be able to realize synergies and the benefits from our acquisitions.

Acquiring companies or assets based outside of India involves additional risks, including those related to integration of operations across different cultures and languages, currency risks and the particular economic, political and regulatory risks associated with specific countries. Additionally, the anticipated benefit of many of our future acquisitions may not materialize. If we are unsuccessful in smoothly integrating an acquired company or asset, our business, financial condition and results of operations may be adversely affected.

We may consider making additional acquisitions in the future to expand our business. Identifying suitable acquisition opportunities can be difficult, time consuming and costly. Our inability to identify suitable acquisition opportunities, reach agreements with such parties or obtain the financing necessary to make such acquisitions could adversely affect our future growth. The rapid pace of technological development in the pharmaceuticals industry and the specialized expertise required makes it difficult for any single company to develop a broad portfolio of products.

In addition, the process of integrating an acquired company, business or technology is risky and may create unforeseen operating difficulties and expenditures, including:

- unanticipated capital requirements;
- initial acquisition structure may not be tax efficient;
- the incurrence of debt, contingent liabilities or amortisation expenses or write-offs of goodwill;
- difficulties in integrating the operations, technologies, research and development activities, personnel and distribution, marketing and promotion activities of acquired businesses;
- ineffectiveness or incompatibility of acquired technologies and manufacturing practices;
- additional financing required to make contingent payments;
- unavailability of favourable financing for future acquisitions, due to factors such as a negative impact on credit rating;

- make certain earn-out payments;
- potential loss of key employees of acquired businesses and cultural challenges associated with integrating employees from the acquired company into our organization;
- inability to obtain the necessary regulatory approvals, including those of the competition authorities, in countries in which we seek to consummate acquisitions;
- inability to maintain the key business relationships and the reputations of acquired businesses;
- responsibility for liabilities of acquired businesses;
- diversion of management's attention from other business concerns;
- increased regulatory scrutiny; and
- inability to maintain our standards, controls, procedures and policies, which could affect our ability to assess the effectiveness of our internal control structure and procedures for financial reporting and increased fixed costs.

17. Our international operations expose us to complex management, legal, tax and economic risks, which could adversely affect our business, results of operations and financial condition.

For fiscal year 2015, 25.3% of net consolidated revenue from operations was derived from our international operations.

Additionally, the accounting standards, tax laws and other fiscal regulations in the jurisdictions we operate in are subject to differing interpretations. Differing interpretations of tax and other fiscal laws and regulations may exist within various governmental ministries, including tax administrations and appellate authorities, thus creating uncertainty and potential unexpected results. Due to our limited operating history in these international jurisdictions, the applicability of the different accounting and taxation standards are subject to complex interpretation and as a result we may be exposed to risks as a result of non-compliance with such standards. The degree of uncertainty in tax laws and regulations, combined with significant penalties for default and a risk of aggressive action by various government or tax authorities, may result in our tax risks being significantly higher than expected. Any of the above events may result in an adverse effect on the business, financial condition and results of operations.

In addition, we may face competition in other countries from companies that may have more experience with operations in such countries or with international operations generally. We may also face difficulties in integrating new facilities in different countries into our existing operations, as well as integrating employees that we hire in different countries into our existing corporate culture.

If we do not effectively manage our international operations and the operations of these Subsidiaries, it may affect our profitability from such countries, which may adversely affect our business, results of operations and financial condition.

18. Stricter marketing norms prescribed by a new code of conduct in India for companies doing business in the pharmaceuticals industry could affect our ability to effectively market our products which may affect our profitability.

In December 2014, the Department of Pharmaceuticals, Ministry of Chemicals and Fertilizers of the Government of India announced details of the Uniform Code of Pharmaceutical Marketing Practices ("UCPMP"), which became effective across India from January 1, 2015. This code of conduct for marketing practices for the Indian pharmaceutical industry is expected to be voluntarily adopted by pharmaceutical companies for a period of six months (extended by a further period of two months) after which it would be reviewed by the Government.

The UCPMP amongst other things provides detailed guidelines about promotional materials, conduct of medical representatives, physician samples, gifts and relationships with healthcare professionals. For example, under the UCPMP, pharmaceutical companies may not supply or offer any gifts, pecuniary advantages or benefits in kind to persons qualified to prescribe or supply drugs. Further, the managing director or the chief executive officer of the company is responsible for ensuring adherence to the UCPMP and a self-declaration is required to be submitted by the managing director or the chief executive officer within two months of the closure of every financial year to the industry association.

Although these guidelines are voluntary in nature, they may be codified in the future and we may have to spend a considerable amount of time and resources to conform to the requirements of the UCPMP.

19. ***This Draft Red Herring Prospectus includes some sales, market share and other financial information relating to our operations, products and therapeutic areas that is sourced from IMS Health, which may follow a different methodology for determining sales revenues from the manner in which sales revenues are recognised in our financial statements.***

In this Draft Red Herring Prospectus, we have included some sales, market share and other financial information relating to our operations, products and therapeutic areas that is sourced to IMS Health, a healthcare information and consulting service provider. For instance, please refer to the chapter "*Our Business*". IMS Health computes sales revenues for the sales of various pharmaceutical products based on their research on sales of products in certain pharmaceutical markets and in relation to specific geographic areas. The methodology for computation of sales revenues by IMS, including for our products, is different from the methodology we adopt for the recognition of revenue from the sales of our various products. Accordingly, the sales, market share and other financial data sourced to IMS may not accurately reflect our revenues, results of operations and financial results for the products/therapeutic areas covered.

20. ***We are yet to receive certain registrations in connection with the protection of our intellectual property rights, especially trademarks relating to our products. Such failure to protect our intellectual property rights could adversely affect our competitive position, business, financial condition and profitability.***

We have applied for certain registrations in connection with the protection of intellectual property rights, including patents and trademarks, which are currently pending. The registration of any intellectual property right is a time-consuming process, and there can be no assurance that any such registration will be granted. For details please refer to the chapter "*Licenses and Approvals*" on page 435. In the absence of such registration, competitors or other companies may challenge the validity or scope of our intellectual property. Unless our trademarks are registered, we may only get passing off relief for our Trademarks, if used by others, which could materially and adversely affect our brand image, goodwill and business. Similarly, in case our patents are rejected, our competitors may start marketing the products resulting in us losing out on market share and first mover protection, which could adversely affect our competitive position, business, financial condition and profitability.

Further, if any of our unregistered trademarks are registered in favour of a third party, we may not be able to claim registered ownership of such trademarks, and consequently, we may be unable to seek remedies for infringement of those trademarks by third parties other than relief against passing off by other entities. Our inability to obtain or maintain these registrations may adversely affect our competitive business position.

21. ***If we inadvertently infringe on the patents of others, our business may be adversely affected.***

We operate in an industry characterized by extensive patent litigation. Patent litigation can result in significant damages being awarded and injunctions that could prevent the manufacture and sale of certain products or require us to pay significant royalties in order to continue to manufacture or sell such products. While it is not possible to predict the outcome of patent litigation, we believe any adverse result of such litigation could include an injunction preventing us from selling our products or payment of significant damages or royalty, which would affect our ability to sell current or future products or prohibit us from enforcing our patent and proprietary rights against others. The occurrence of any of these risks could adversely affect our business, financial condition and results of operations. For further details please refer the chapter "*Outstanding Litigation and Material Developments*" on page 398.

22. ***Patent laws allowing innovator companies to extend their patents could delay the introduction of generic products and adversely affect our business.***

In many countries, patent holders have the option of extending the terms of their patents. The United States Patent and Trademark Office allows companies to extend the terms of their patents to make up for the time lost while awaiting USFDA approval. The USFDA also allows for exclusivity to be extended if special studies are done in identified populations, such as paediatric studies. Companies are also known to make additional patents publicly known close to patent expiry of a molecule, which effectively extends the patent life and delays competition. If a company introduced, authorized or assisted another company to bring an authorized generic to the market, then the appeal of a product for which we intend to file a patent challenge may be reduced. The extension of patent terms or the extension of exclusivity in the marketplace by these or other means may delay our introduction of generic products and may adversely affect our business.

23. ***If we cannot respond adequately to the increased competition we expect to face, we will lose market share and our profits will decline, which will adversely affect our business, results of operations and financial condition.***

Our products face intense competition from products commercialized or under development by competitors in all of our therapeutic areas. We compete with local companies in India, multi-national corporations and companies in the countries in which we operate.

If our competitors gain significant market share at our expense, particularly in the therapeutic areas in which we are focused such as anti-infectives, gastro-intestinal, pain and analgesics and vitamins, minerals and nutrients, our business, results of operations and financial condition could be adversely affected. Whilst we are a leading pharmaceutical company in India, we intend to expand internationally. Many of our competitors may have greater financial, manufacturing, research and development, marketing and other resources, more experience in obtaining regulatory approvals, greater geographic reach, broader product ranges and stronger sales forces. Our competitors may succeed in developing products that are more effective, more popular or cheaper than any we may develop, which may render our products obsolete or uncompetitive and adversely affect our business and financial results.

Our business faces competition from manufacturers of patented brand products who do not require any significant regulatory approvals or face barriers to enter into the generics market for the territories where the brand is already approved. These manufacturers sell generic versions of their products to the market directly or by acquiring or forming strategic alliances with our competitors or by granting them rights to sell. Any failure on our part to gain an advantage could adversely affect our profitability and results of operations.

We also operate in a rapidly consolidating industry. The strength of combined companies could affect our competitive position in all of our business areas. Furthermore, if one of our competitors or their customers acquires any of our customers or suppliers, we may lose business from the customer or lose a supplier of a critical raw material, which may adversely affect our business, results of operations and financial condition.

24. ***Changes in technology may render our current technologies obsolete or require us to make substantial capital investments.***

Our industry is continually changing due to technological advances and scientific discoveries. These changes result in the frequent introduction of new products and significant price competition. If our pharmaceutical technologies become obsolete our business and results of operations could be adversely affected. Although we strive to maintain and upgrade our technologies, facilities and machinery consistent with current national and international standards, the technologies, facilities and machinery we currently use may become obsolete. The cost of implementing new technologies and upgrading our manufacturing facilities could be significant, which could adversely affect our business, results of operations and financial condition.

25. ***The products that we commercialize may not perform as expected which could adversely affect our business, financial condition and results of operations.***

Our success depends significantly on our ability to commercialize new pharmaceutical products in India and across various markets around the world. Commercialization requires us to successfully develop, test, manufacture and obtain the required regulatory approvals for our products, while complying with applicable regulatory and safety standards. In order to develop a commercially viable product, we must demonstrate, through extensive developmental studies that the products are safe and effective for use on humans. Our products currently under development, if and when fully developed and tested, may not perform as we expect, necessary regulatory approvals may not be obtained in a timely manner, if at all, and we may not be able to successfully and profitably produce and market such products.

26. If our research and development efforts do not succeed, this may hinder the introduction of new products, which could adversely affect our business and results of operations.

In order to remain competitive, we must develop, test and manufacture new products, which must meet regulatory standards and receive requisite regulatory approvals. To accomplish this, we commit substantial effort, funds and other resources towards research and development. Our ongoing investments in new product launches and research and development for future products could result in higher costs without a proportionate increase in revenues. Delays in any part of the process, our inability to obtain necessary regulatory approvals for our products or failure of a product to be successful at any stage and therefore not reach the market could adversely affect our goodwill and affect our operating results. We may or may not be able to take our research and development innovations through the different testing stages without repeating our research and development efforts or incurring additional amounts towards such research. Additionally, our competitors may commercialize similar products before us.

27. Our success depends on our ability to retain and attract key qualified personnel and, if we are not able to retain them or recruit additional qualified personnel, we may be unable to successfully develop our business.

Our business and operations are led by a highly qualified, experienced and capable management team, comprising scientists, engineers and management school graduates, the loss of whose services might significantly delay or prevent the achievement of our business or scientific objectives. Competition among pharmaceutical companies for qualified employees is intense, and the ability to retain and attract qualified individuals is critical to our success.

Further, the members of our management team and other key personnel are employed pursuant to customary employment agreements, which may not provide adequate incentive for them to remain with us or adequately protect us in the event of their departure or otherwise. If we lose the services of any of the management team or key personnel, we may be unable to locate suitable or qualified replacements, and may incur additional expenses to recruit and train new personnel, which could adversely affect our business operations and affect our ability to continue to manage and expand our business. Furthermore, as we expect to continue to expand our operations and develop new products, we will need to continue to attract and retain experienced management and key research and development personnel.

28. We have entered into a number of related party transactions, which may be on less favourable terms for the Company.

We have entered into transactions with our key management personnel, relatives of key management personnel, Promoters and certain group entities. While we believe that all related party transactions that we have entered into are legitimate business transactions there can be no assurance that we could not have achieved more favorable terms if such transactions had not been entered into with related parties. Furthermore, it is likely that we will continue to enter into related party transactions in the future. There can be no assurance that these or any future related party transactions that we may enter into, individually or in the aggregate, will not have an adverse effect on our business, financial condition, results of operations and prospects. Further, the transactions we have entered into and any future transactions with our related parties have involved or could potentially involve conflicts of interest which may be detrimental to our Company. For further details regarding our related party transactions, please refer to "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on page 271.

29. Our performance may be adversely affected if we are not successful in assessing demand for our products and managing our inventory.

We evaluate our production requirements based on anticipated demand based on forecasted customer order activity for our products. Our inventory balances of materials is influenced by our production requirements, shelf life of the raw materials, expected sourcing levels and changes in our product sales mix.

It is important for us to anticipate demand for our products and any failure to anticipate, identify, interpret and react on the basis of anticipated/ desired demand or our failure to generate consumer acceptance or recognition of our new products, could lead to, among others, reduced demand for our products, which can adversely affect our results of operations.

Efficient inventory management is also a key component of the success of our business, results of operations and profitability. To be successful, we must maintain sufficient inventory levels to meet demand for our products, without allowing those levels to increase to such an extent that the costs associated with storing and holding the inventory adversely affects our results of operations. If our raw materials purchase decisions do not accurately predict sourcing levels or our expectations about demand for our products are inaccurate, we may either not be able to manufacture products to service the demands, resulting in us having to cede market share to competitors or would have to take unanticipated markdowns or impairment charges to dispose of the excess or obsolete inventory, which can adversely affect our results of operations.

30. If any third parties on whom we may rely for clinical trials do not perform their obligations as contractually required or as we expect, and do not comply with GCP and/or GLP we may not be able to obtain regulatory approval for or commercialize our products.

We depend on independent clinical investigators, contract research organizations and other third-party service providers to conduct clinical trials and pre-clinical investigations of our new products and expect to continue to do so. We rely on such parties for the successful execution of our clinical trials, but we do not control many aspects of their activities. Third parties may also not complete activities on schedule or may not conduct our studies in accordance with applicable trial, plans and protocols. Nonetheless, we would be responsible for confirming that each of our clinical trials is conducted in accordance with its general investigational plan and protocol. If third parties fail to carry out their obligations, product development, approval and commercialization could be delayed or prevented or an enforcement action could be brought against us.

Our reliance on these third parties does not relieve us of our responsibility to comply with the regulations and standards of in India and abroad related to good clinical practices. In particular, these third party manufacturers and service providers must comply with GCP and GLP and their failure to do so could result in warning or deficiency letters from regulatory authorities, which could interfere with or disrupt their ability to complete our studies on time, thereby affecting our product approval process or even forcing a withdrawal of our product which may adversely affect our business, financial condition and results of operations.

31. Timely and successful implementation of our contracts, including our business arrangements, depends on our performance and, for certain contracts, cooperation from our sub-contractors. Delay or failure in the implementation of our contracts, whether on our part or on the part of a sub-contractor, may adversely affect our business, financial condition and results of operations.

Our contracts with our partners require us to supply our products, or require our partners to supply us their products, in compliance with specific delivery schedules. Our, or their, failure to adhere to contractually agreed timelines may have the following consequences:

- delayed payment to us for our products;
- liquidated damages may become payable by us;
- performance guarantees may be invoked against us;
- claims may be brought against us for losses suffered as a result of our non-performance;
- our clients may terminate our contracts;
- disruption in manufacturing schedule;
- increase in cost; and
- damage to our reputation.

Our failure to deliver or receive our products on a timely basis or at all could adversely affect our business, financial condition and results of operations.

Our licensing and supply agreements with partners contain provisions that require us to provide such partners with certain quantities of our products. Any interruption in the supply by third party suppliers of raw materials, or any disruptions in production at our manufacturing facilities, could adversely affect our ability to supply certain quantities of our products and result in a breach of our contractual obligations with such partners.

Moreover, for certain contracts, we sub-contract part of the work to sub-contractors and distributors by using these sub-contractors to process packaging materials and complete contract manufacturing. For such contracts, the performance of the contract for our client or distributor depends partly on our performance and partly on that of our sub-contractors. Delay or failure on the part of a sub-contractor to complete its work, for any reason, could also result in one or a number of the above listed consequences. Additionally, our subcontractors may not have adequate financial resources to meet their indemnity obligations to us. The occurrence of any of these possibilities may adversely affect our business, financial condition and results of operations.

32. Our results of operations are subject to risks arising from exchange rate fluctuations.

Although our Company's reporting currency is Indian Rupees, we transact a significant portion of our business in several other currencies. Revenues attributable to sales outside of India were ₹9,569.6 million and represented 25.3% of our consolidated revenue from operations (net) for fiscal year 2015. Substantially all of our non-Indian revenue is denominated in foreign currencies, primarily United States Dollars. Additionally, we also procure a portion of our raw material requirements outside India and, as a result, incur such costs in currencies other than Indian Rupees. Further, we continue to incur non-Rupee indebtedness in the form of external commercial borrowings and other foreign currency denominated borrowings, which creates foreign currency exposure in respect of our cash flows and ability to service such debt. We are thus exposed to exchange rate fluctuations due to the revenue that we receive, raw materials that we purchase and our financing arrangements that are denominated in currencies other than the Indian Rupee.

33. We may require additional financing for our business operations, including for our Subsidiaries, and the failure to obtain additional financing on terms commercially acceptable to us may adversely affect our ability to grow and our future profitability. Further, fluctuations in interest rates could adversely affect our results of operations.

We may require additional capital for our business operations. The actual amount and timing of our future capital requirements may differ from estimates as a result of, among other things, unforeseen delays or cost overruns in developing our products, changes in business plans due to prevailing economic conditions, unanticipated expenses and regulatory changes. To the extent our planned expenditure requirements exceed our available resources, we will be required to seek additional debt or equity financing. Additional debt financing could increase our interest costs and require us to comply with additional restrictive covenants in our financing agreements. Additional equity financing could dilute our earnings per Equity Share and your interest in the Company, and could adversely impact our Equity Share price.

Our ability to obtain additional financing on favorable terms, if at all, will depend on a number of factors, including our future financial condition, results of operations and cash flows, the amount and terms of our existing indebtedness, security, general market conditions and market conditions for financing activities and the economic, political and other conditions in the markets where we operate.

We cannot assure you that we will be able to raise additional financing on acceptable terms in a timely manner or at all. Our failure to renew arrangements for existing funding or to obtain additional financing on acceptable terms and in a timely manner could adversely impact our capital expenditure, our business, results of operations and financial condition.

Further, an increase in the interest rates on our existing or future debt will increase the cost of servicing such debt. We have entered into certain interest rate hedging transactions in connection with such debt and we may continue to enter into interest hedging contracts or other financial arrangements in the future to minimize our exposure to interest rate fluctuations. We cannot assure you, however, that we will be able to do so on commercially reasonable terms or that any such agreements we enter into will protect us fully against our interest rate risk. Any increase in interest expense may have an adverse effect on our business prospects, financial condition and results of operations.

34. *Our lenders have imposed certain restrictive conditions on us under our financing arrangements, which may limit our ability to expand our business and our flexibility in planning for, or reacting to, changes in our business and industry.*

We have entered into agreements for short-term and long-term loans and other borrowings. Some of these agreements contain requirements to maintain certain security margins, financial ratios and *inter alia* contain restrictive covenants relating to issuance of new shares, changes in capital structure, making material changes to organizational documents, implementing any expansion scheme, incurring further indebtedness and making investments over certain thresholds. Furthermore, some of our financing arrangements specify that upon the occurrence of an event of default, the lender shall have the right to, *inter alia*, cancel the outstanding facilities available for drawdown, declare the loan to be immediately due and payable with accrued interest and enforce rights over the security created.

There can be no assurance that we will be able to comply with these financial or other covenants, or that we will be able to obtain the consents necessary to proceed with the actions which we believe are necessary to operate and grow our business, which may in turn have a material adverse effect on our business and operations. We cannot provide any assurance that our lenders will not enforce their rights relating to our breach of financial covenants, or grant us waivers with respect to any such breaches. In the event that any lender seeks the accelerated repayment of any such loan or seeks to enforce any other rights against us, it may have a material adverse effect on the business, cash flows and financial condition of the entity against which repayment is sought.

35. *We have contingent liabilities and our financial condition could be adversely affected if any of these contingent liabilities materializes.*

As at March 31, 2015, the contingent liabilities disclosed in our Restated Consolidated Financial Information represented an aggregate principal amount of ₹2,630.6 million as further detailed below:

Nature of Contingent Liability	***₹ million***
Letter of credit opened by the banks	225.8
Outstanding bank guarantees	52.8
Central excise demand disputed in appeal	56.8
Sales tax demand dispute in appeal	122.5
Service tax demand disputed in appeal	37.5
Income tax	426.0
Pending export obligation under advance license/EPCG scheme	10.0
Claims against us not acknowledged as debt	
a. in relation to purchase commitments*	968.0
b. supply of goods**	717.4
c. in relation to property	13.8
Total	**2,630.6**

** Claim from vendor in relation to compliance with contractual purchase commitment and alleged infringement of intellectual property*

*** Claim from customer in relation to product quality issues and packing norms in recipient country.*

Our management considers the service tax, excise duty, custom duty, sales tax and income tax demands received from authorities to be not tenable against the Company and therefore no provision for these tax contingencies has been made.

Claims against us which are not acknowledged as debt as mentioned in the table includes claims on account of an order in November 2013 by the Supreme Court of Justice, Peru in favour of Exmek Pharmaceuticals S.A.C. as well as a claim filed by Karib Kemi Pharm Limited in the United Kingdom which was assigned to Ria Generics Limited in 2010 ("**RGL**"). However, the notice of intention to proceed has not been served by RGL on the Company as on date.

If any of these contingent liabilities materialize, our financial condition and results of operation may be adversely affected.

36. ***We rely extensively on our standard operating procedures and information technology systems in areas such as financial reporting, compliance and products processing/ quality assurance and non-compliance with such procedures or systems or their failure could adversely affect our operations.***

We rely on standard operating procedures and information technology systems in certain key areas of our business, such as accounting or book keeping, financial reporting and compliance with laws. We rely extensively on the capacity and reliability of such standard operating procedures, information technology systems, processing and quality assurance systems supporting our operations. Additionally, the information technology systems of some of our subsidiaries are not fully integrated with ours. Any failures in these systems or in following/implementing standard operating procedures could have a material adverse effect on our business, financial reporting, financial condition and results of operations.

37. ***The availability of counterfeit drugs, such as drugs passed off by others as our products, could adversely affect our goodwill and results of operations.***

Entities in India and abroad could pass off their own products as ours, including counterfeit or pirated products. For example, certain entities could imitate our brand name, packaging materials or attempt to create look-alike products. As a result, our market share could be reduced due to replacement of demand for our products and adversely affect our goodwill. We have also invested in our products to prevent counterfeit versions of our products from being distributed in the markets. Such measures include, monitoring products in the market and initiating actions against counterfeiters, each of which entails incurring significant costs at our end. The proliferation of counterfeit and pirated products, and the time and attention lost to defending claims and complaints about counterfeit products could have an adverse effect on our goodwill and our business, prospects, results of operations and financial condition could suffer.

38. ***A member of our Promoter Group is involved in a competing business.***

A member of our Promoter Group, is also a significant shareholder in a company that manufactures pharmaceutical products competing with our pharmaceutical products in certain therapeutic areas. There can be no assurance that there will be no conflicts of interest between us and such company, going forward.

39. ***We have invested in a real estate fund, which may not yield any returns and which may result in losses.***

As of March 31, 2015, we held 22,214 units at a total value of ₹2,221.4 million in Avenue Venture Real Estate Fund. We cannot assure you that this investment will yield expected returns in the future, or that it will not result in losses. Additionally, we may not be able to liquidate our investment in this fund in a short term period. If we incur losses as a result of our investment in this fund, it would have an adverse effect on our financial results.

40. ***Some of our corporate records including corporate registers and forms filed with the Registrar of Companies are not traceable.***

We are unable to trace certain corporate and other documents in relation to our Company including corporate registers prior to the year 1994. Further, copies of certain prescribed forms filed with the RoC by our Company relating to allotment and transfer of Equity Shares and certain changes to the authorized share capital of our Company and filings related to amalgamation of certain companies into our Company are untraceable either in our Company's records or in the records of the RoC. We cannot assure you that the filings were made in a timely manner and that we shall not be subject to penalties on this account.

41. ***Our Promoters will be able to exercise significant influence and control over us after the Offer and may have interests that are different from those of our other shareholders.***

After completing the Offer, our Promoters, will hold a majority of the issued and outstanding Equity Shares of our Company i.e. 52.78% (assuming the Offer gets fully subscribed). By virtue of their shareholding, our Promoters will have the ability to exercise significant control and influence over our Company and our affairs and business, including the election of directors, the timing and payment of dividends, the adoption of and amendments to our Memorandum and Articles of Association, the approval of a merger or sale of substantially all of our assets and the approval of most other actions requiring the approval of our shareholders. Further, our Promoters have entered into a shareholders agreement dated July 13, 2015 which amongst other things permits our Promoters to nominate directors and provides for certain reserved matters.

For further details in relation to the shareholders agreement, please refer to the chapter "*History and Certain Corporate Matters*" on page 158.

The interests of our Promoters may be different from or conflict with the interests of our other shareholders and their influence may result in the delay or prevention of a change of management or control of our Company, even if such a transaction may be beneficial to our other shareholders.

42. Our business requires us to obtain and renew certain registrations, licenses and permits from government and regulatory authorities and the failure to obtain and renew them in a timely manner may adversely affect our business operations.

Our business operations require us to obtain and renew from time to time, certain approvals, licenses, registrations and permits, some of which have expired and we have either made or are in the process of making an application to obtain such approval or its renewal. We cannot assure that we will have obtained all approvals or be able to obtain approvals for which applications have been made including renewals in a timely manner or at all. For example our Company has not applied for registration under migrant labourers registration requirements that some states in which we have our facilities. If we fail to maintain such registrations and licenses or comply with applicable conditions, or a regulator claims that we have not complied, with such conditions, our certificate of registration for carrying on a particular activity may be suspended and/or cancelled and we will not then be able to carry on such activity, which would adversely impact our business and results of operations. For further details please refer to the chapter "*Licenses and Approvals*" on page 435.

43. OAIL, a Promoter Group company had been prohibited by SEBI through its order dated October 30, 2009 from dealing in the securities market for a period of six months.

Gurpreet Arora, a member of our promoter group, holds approximately 30% of OAIL. SEBI, through its order dated October 30, 2009, in the matter of Konkan Tyres Limited, had prohibited OAIL and certain of its erstwhile shareholders from buying, selling or otherwise dealing in the securities market for a period of six months effective from October 30, 2009. The shares of OAIL were acquired by Gurpreet Arora and certain other individuals (the "**Acquirers**") from the erstwhile shareholders of OAIL in December 2013. The Acquirers are not related to any of the erstwhile shareholders of OAIL and there are presently no orders from SEBI or any regulatory authority which prohibit OAIL from buying, selling or otherwise dealing in the securities market. Further, there are no transactions or cross-holdings between our Group and OAIL.

44. Some of our Group Companies have incurred losses in the last three financial years.

Some of our Group Companies have incurred losses in the last three financial years, details of which are as follows:

(Amount in ₹)

Sr. No.	Name of the entity	(Loss) for the Fiscal Year		
		2015	**2014**	**2013**
1.	Suman Agrovet Private Limited	(267)	-	-
2.	Sureet Propkem Private Limited	(161)	-	-
3.	B & S Family Ventures LLP	(750)	-	-

We cannot assure you that our Group Companies will not incur losses in the future. For further details of our Group Companies please refer to the chapter "*Our Promoters, Promoter Group and Group Companies*" on page 194.

45. Our Company have availed certain unsecured loans that are recallable by the lenders at any time.

Our Company have availed certain unsecured loans that are recallable on demand by the lenders. In such cases, the lender is empowered to require repayment of the facility at any point in time during the tenor. In case the loan is recalled on demand by the lender and our Company is unable to repay the outstanding amounts under the facility at that point, it would constitute an event of default under the respective loan agreements. Please refer to the chapter "*Financial Indebtedness*" on page 382.

46. The proceeds from this Offer will not be available to us.

As this Offer is an offer for sale of Equity Shares by the Selling Shareholders, the proceeds from this Offer will be remitted to the Selling Shareholders and our Company will not benefit from such proceeds.

External Risk Factors

47. We are subject to the U.S. Foreign Corrupt Practices Act and similar worldwide anti-bribery laws, which impose restrictions and may carry substantial penalties.

The U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act and similar anti-bribery laws in other jurisdictions generally prohibit companies and their intermediaries from making improper payments to officials for the purpose of obtaining or retaining business. These laws may require not only accurate books and records, but also sufficient controls, policies and processes to ensure business is conducted without the influence of bribery and corruption. Our policies mandate compliance with these anti-bribery laws, which often carry substantial penalties including fines, criminal prosecution and potential debarment from public procurement contracts. Failure to comply may also result in reputational damages.

We operate in certain jurisdictions that experience governmental corruption to some degree or are found to be low on the Transparency International Corruption Perceptions Index and, in some circumstances, anti-bribery laws may conflict with some local customs and practices. In addition, in many less-developed markets, we work with third-party distributors and other agents for the marketing and distribution of our products. Although our policies prohibit these third parties from making improper payments or otherwise violating these anti-bribery laws, any lapses in complying with such anti-bribery laws by these third parties may adversely impact us. Business activities in many of these markets have historically been more susceptible to corruption. If our efforts to screen third-party agents and detect cases of potential misconduct fail, we could be held responsible for the noncompliance of these third parties under applicable laws and regulations, including the U.S. Foreign Corrupt Practices Act.

Compliance with the U.S. Foreign Corrupt Practices Act and other anti-bribery laws has been subject to increasing focus and activity by regulatory authorities in recent years. Actions by our employees, or third-party intermediaries acting on our behalf, in violation of such laws, whether carried out in the United States or elsewhere, may expose us to liability for violations of such anti-bribery laws and accordingly may have a material adverse effect on our reputation and our business, financial condition or results of operations.

48. Our business is substantially affected by prevailing economic, political and others prevailing conditions in India.

Our Company is incorporated in India, and the majority of our assets and employees are located in India. As a result, we are highly dependent on prevailing economic conditions in India and our results of operations are significantly affected by factors influencing the Indian economy. Factors that may adversely affect the Indian economy, and hence our results of operations, may include:

- any increase in Indian interest rates or inflation;
- any exchange rate fluctuations;
- any scarcity of credit or other financing in India, resulting in an adverse impact on economic conditions in India and scarcity of financing of our developments and expansions;
- prevailing income conditions among Indian consumers and Indian corporations;
- volatility in, and actual or perceived trends in trading activity on, India’s principal stock exchanges;
- changes in India’s tax, trade, fiscal or monetary policies;
- political instability, terrorism or military conflict in India or in countries in the region or globally, including in India’s various neighbouring countries;
- occurrence of natural or man-made disasters;

- prevailing regional or global economic conditions, including in India's principal export markets; and
- other significant regulatory or economic developments in or affecting India or its pharmaceutical sector.

Any slowdown or perceived slowdown in the Indian economy, or in specific sectors of the Indian economy, could adversely impact our business, results of operations and financial condition and the price of the Equity Shares.

49. Changing laws, rules and regulations and legal uncertainties in India, including adverse application of tax laws and regulations, may adversely affect our business and financial performance.

Our business and financial performance could be adversely affected by changes in law or interpretations of existing, or the promulgation of new, laws, rules and regulations in India applicable to us and our business. For further details please refer to the chapter "*Licences and Approvals*" on page 435 for details of the laws currently applicable to us. There can be no assurance that the central or the state governments in India may not implement new regulations and policies which will require us to obtain approvals and licenses from the central or the state governments in India and other regulatory bodies or impose onerous requirements and conditions on our operations. Any such changes and the related uncertainties with respect to the implementation of the new regulations may have a material adverse effect on all our business, financial condition and results of operations. In addition, we may have to incur capital expenditures to comply with the requirements of any new regulations, which may also materially harm our results of operations. For instance, the Government has proposed a comprehensive national goods and services tax ("**GST**") regime that will combine taxes and levies by the Central and state Governments into a unified rate structure. Given the limited availability of information in the public domain concerning the GST, we are unable to provide any assurance as to the tax regime following implementation of the GST. The implementation of this new structure may be affected by any disagreement between certain state Governments, which could create uncertainty. Any such future amendments may affect our overall tax efficiency, and may result in significant additional taxes becoming payable.

The Government has proposed major reforms in Indian tax laws, namely the goods and services tax, and provisions relating to the general anti-avoidance rule ("**GAAR**"). As regards the implementation of the goods and service tax and the direct tax code, the Government has not specified any timeline for their implementation. The goods and services tax would replace the indirect taxes on goods and services such as central excise duty, service tax, customs duty, central sales tax, state VAT, surcharge and excise currently being collected by the central and state governments. As regards GAAR, the provisions have been introduced in the Finance Act, 2012 and will apply (as per the Finance Act, 2015) in respect of any assessment year beginning on or after April 1, 2018. The GAAR provisions intend to catch arrangements declared as "impermissible avoidance arrangements", which is any arrangement, the main purpose or one of the main purposes of which is to obtain a tax benefit and which satisfy at least one of the following tests (i) creates rights, or obligations, which are not ordinarily created between persons dealing at arm's length; (ii) results, directly or indirectly, in misuse, or abuse, of the provisions of the Income Tax Act, 1961; (iii) lacks commercial substance or is deemed to lack commercial substance, in whole or in part; or (iv) is entered into, or carried out, by means, or in a manner, which are not ordinarily employed for bona fide purposes. If GAAR provisions are invoked, then the Indian tax authorities have wide powers, including denial of tax benefit or a benefit under a tax treaty. As the taxation system is intended to undergo significant overhaul, its consequent effects on us cannot be determined at present and there can be no assurance that such effects would not adversely affect our business and future financial performance.

50. We may be affected by competition law in India and any adverse application or interpretation of the Competition Act could adversely affect our business.

The Competition Act was enacted for the purpose of preventing practices that have or are likely to have an adverse effect on competition in India and has mandated the CCI to separate such practices. Under the Competition Act, any arrangement, understanding or action, whether formal or informal, which causes or is likely to cause an appreciable adverse effect on competition is void and attracts substantial penalties.

Further, any agreement among competitors which directly or indirectly involves determination of purchase or sale prices, limits or controls production, distribution, shares the market by way of geographical area or number of subscribers in the relevant market is presumed to have an appreciable adverse effect in the relevant market in India and shall be void. The Competition Act also prohibits abuse of a dominant position by any enterprise. On March 4, 2011, the Government notified and brought into force the combination regulation (merger control) provisions under the Competition Act with effect from June 1, 2011. These provisions require acquisitions of shares, voting rights, assets or control or mergers or amalgamations that cross the prescribed asset and turnover based thresholds to be mandatorily notified to and pre-approved by the CCI. Additionally, on May 11, 2011, the CCI issued the Competition Commission of India (Procedure for Transaction of Business Relating to Combinations) Regulations, 2011 (as amended) which sets out the mechanism for implementation of the merger control regime in India.

The Competition Act aims to, among others, prohibit all agreements and transactions which may have an appreciable adverse effect in India. Consequently, all agreements entered into by us could be within the purview of the Competition Act. Further, the CCI has extra-territorial powers and can investigate any agreements, abusive conduct or combination occurring outside India if such agreement, conduct or combination has an appreciable adverse effect in India. However, the impact of the provisions of the Competition Act on the agreements entered into by us cannot be predicted with certainty at this stage. We are currently parties to two outstanding proceedings and have received notices in relation to non-compliance with the Competition Act or the agreements entered into by us. If our Company is prosecuted by CCI in the aforesaid matters or if any prohibition or substantial penalties are levied under the Competition Act, it would adversely affect our business, results of operations and prospects. Further, any adverse publicity that may be generated due to scrutiny or prosecution under Competition Act would adversely affect our business, results of operations and prospects.

51. Foreign investors are subject to foreign investment restrictions under Indian law that limits our ability to attract foreign investors, which may adversely impact the market price of the Equity Shares.

In terms of the Consolidated FDI Policy, foreign direct investment in Indian companies carrying on brownfield investments (investments in existing companies) in the pharmaceuticals sector is permitted up to 100% subsequent to the approval of the Government and the satisfaction of certain conditions. Currently, foreign investment in our Company under the foreign portfolio investment and portfolio investment scheme, as the case may be, cannot exceed 24%. Our Company will make an application to the FIPB after filing of the Draft Red Herring Prospectus for participation of the non-residents in the Offer pursuant to the Consolidated FDI Policy dated May 12, 2015 and the Master Circular on Foreign Investment in India dated July 1, 2015 notified by the RBI, as updated from time to time.

Also, under the foreign exchange regulations currently in force in India, transfers of shares between non-residents and residents are permitted (subject to certain exceptions) if they comply with, among other things, the pricing guidelines and reporting requirements specified by the RBI. If the transfer of shares does not comply with such pricing guidelines or reporting requirements, or falls under any of the exceptions referred to above, then prior approval of the RBI will be required.

Additionally, shareholders who seek to convert the Rupee proceeds from a sale of shares in India into foreign currency and repatriate any such foreign currency from India will require a no objection or a tax clearance certificate from the Indian income tax authority. We cannot assure you that any required approval from the RBI or any other Government agency can be obtained on any particular terms or at all.

52. Public companies in India, including our Company, shall be required to prepare financial statements under Indian Accounting Standards.

India has decided to adopt the "Convergence of its existing standards with IFRS" and not the "International Financial Reporting Standards" ("**IFRS**"). These "IFRS based/synchronised Accounting Standards" are referred to in India as Ind AS. The Ministry of Corporate Affairs, Government of India, has through a notification dated February 16, 2015, set out the Ind AS and the timeliness for their implementation. Accordingly our Company is required to prepare their financial statements in accordance with Ind AS from April 1, 2016. Given that Ind AS is different in many respects from Indian GAAP under which our financial statements are currently prepared, our financial statements for the period commencing from April 1, 2016 may not be comparable to our historical financial statements. Further, we have made no attempt to quantify or identify the impact of the differences between Ind AS and Indian GAAP as applied to our financial statements and there can be no assurance that the adoption of Ind AS will not affect our reported results of operations or financial condition. In addition, our management may also have to divert its time and other resources for the successful and timely implementation of Ind AS. Any failure to successfully adopt Ind AS may have an adverse effect on the trading price of the Equity Shares and/or may lead to regulatory action and other legal consequences. Moreover, our transition to Ind AS reporting may be hampered by increasing competition and increased costs for the relatively small number of Ind AS-experienced accounting personnel available as more Indian companies begin to prepare Ind AS financial statements. Any of these factors relating to the use of Ind AS may adversely affect our financial condition and results of operations.

53. Significant differences could exist between Indian GAAP and other accounting principles, such as U.S. GAAP and IFRS, which may affect investors' assessments of our Company's IND IFRS financial condition.

We have not attempted to explain in a qualitative manner the impact of the IFRS or U.S. GAAP on the financial information included in this Draft Red Herring Prospectus, nor do we provide a reconciliation of our financial information to those of U.S. GAAP or IFRS. U.S. GAAP and IFRS differ in significant respects from Indian GAAP. Indian GAAP differs from accounting principles with which prospective investors may be familiar in other countries. Accordingly, the degree to which the financial information included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices, Indian GAAP, the Companies Act and the SEBI ICDR Regulations. Any reliance by persons not familiar with Indian accounting practices, Indian GAAP, the Companies Act and the SEBI ICDR Regulations, on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited.

54. After this Offer, the Equity Shares may experience price and volume fluctuations or an active trading market for the Equity Shares may not develop.

The price of the Equity Shares may fluctuate after this Offer as a result of various factors, including volatility in the Indian and global securities markets, the results of our operations, the performance of our competitors, significant developments in India's economic fiscal, liberalization and deregulation policies, adverse media reports and changes in developments in, perceptions in the market about investments in or estimates by financial analysts of us and the Indian pharmaceutical industry.

There has been no public market for the Equity Shares prior to this Offer and an active trading market for the Equity Shares may not develop or be sustained after this Offer. Further, the price at which the Equity Shares are initially traded may not correspond to the prices at which the Equity Shares will trade in the market subsequent to this Offer.

55. Any future issuance of the Equity Shares may dilute your shareholding and sales of the Equity Shares by our Promoter or other major shareholders may adversely affect the trading price of the Equity Shares.

Any future equity issuances by us, including a primary offering, may lead to the dilution of investors' shareholdings in our Company. Any future equity issuances by us or sales of the Equity Shares by our Promoter or other major shareholders may adversely affect the trading price of the Equity Shares, which may lead to other adverse consequences for us including difficulty in raising capital through offering of the Equity Shares or incurring additional debt. In addition, any perception by investors that such issuances or sales might occur may also affect the market price of the Equity Shares.

56. You will not be able to sell immediately on an Indian stock exchange any of the Equity Shares you purchase in the Offer.

Our Equity Shares will be listed on the Stock Exchanges. Pursuant to Indian regulations, certain actions must be completed before the Equity Shares can be listed and trading may commence. Investor' book entry, or demat accounts, with depository participants in India are expected to be credited within two working days of the date on which Allotment is approved by the Board. Thereafter, upon receipt of final listing and trading approval from the Stock Exchanges, trading in the Equity Shares is expected to commence within approximately seven working days and no later than 12 working days.

We cannot assure you that the Equity Shares will be credited to investors' demat accounts, or that trading in the Equity Shares will commence, within the time periods specified above.

57. You may be subject to Indian taxes arising out of capital gains on sale of the Equity Shares.

Under current Indian tax laws and regulations, capital gains arising from the sale of the Equity Shares in an Indian company are generally taxable in India. Any gain realized on the sale of listed the Equity Shares on a stock exchange held for more than 12 months will not be subject to capital gains tax in India if securities transaction tax (**"STT"**) has been paid on the transaction. STT will be levied on and collected by a domestic stock exchange on which the Equity Shares are sold. Any gain realised on the sale of the Equity Shares held for more than 12 months to an Indian resident, which are sold other than on a recognised stock exchange and on which no STT has been paid, will be subject to long term capital gains tax in India. Further, any gain realised on the sale of listed the Equity Shares held for a period of 12 months or less which are sold other than on a recognised stock exchange and on which no STT has been paid, will be subject to short term capital gains tax at a relatively higher rate as compared to the transaction where STT has been paid in India.

Prominent Notes:

1. Offer of up to 12,853,442 Equity Shares for cash at a price of ₹ [●] per Equity Share by way of an Offer for Sale by the Selling Shareholders, aggregating up to ₹[●] million. The Offer shall constitute up to 10.75% of the fully diluted post-Offer paid-up equity share capital of our Company. The Offer includes a reservation of up to [●]% Equity Shares in the Employee Reservation Portion. The Offer and the Net Offer will constitute up to 10.75% and up to [●] %, respectively, of the post- Offer paid-up Equity Share capital of our Company.

2. Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, offer a discount up to [●]% (equivalent of ₹[●]) per Equity Share and up to [●]% (equivalent of ₹[●]) per Equity Share to the Offer Price to Eligible Employees and Retail Individual Investors, respectively.

3. The Net Worth of our Company was ₹29,990.6 million on a restated consolidated basis as of March 31, 2015. Further, the Net Worth of our Company was ₹31,010.2 million on a restated stand-alone basis as of March 31, 2015.

4. The Net Asset Value per Equity Share was ₹250.8 on a restated consolidated basis as of March 31, 2015. Further, the Net Asset Value per Equity Share was ₹259.4 on a restated stand-alone basis as of March 31, 2015. For further details, please refer to the chapter "*Financial Statements*" on page 213.

5. The average cost of acquisition per Equity Share by our Promoters is as follows:

Sr. No.	Name of our Promoters	No. of Equity Shares held	Average price per Equity Share (in ₹)
1.	Samprada Singh	4,992,520	0.45
2.	Samprada Singh (HUF)	150,800	30.10
3.	Basudeo Narain Singh	8,332,950	0.78
4.	Rekha Singh	4,654,800	1.32
5.	Balmiki Prasad Singh	6,215,760	0.03
6.	Manju Singh	1,324,600	0.04
7.	Satish Kumar Singh	3,382,760	0.11
8.	Premlata Singh	1,012,200	0.24
9.	Dhananjay Kumar Singh	5,698,260	0.62
10.	Madhurima Singh	2,904,240	0.90
11.	Mritunjay Kumar Singh	5,698,260	0.63
12.	Seema Singh	2,904,240	0.91
13.	Archana Singh	2,394,050	0.43
14.	Sarandhar Singh	1,744,000	1.22
15.	Srinivas Singh	1,744,000	1.22
16.	Sarvesh Singh	1,591,600	3.15
17.	Annapurna Singh	1,591,600	-
18.	Sandeep Singh	1,591,600	3.15
19.	Inderjit Arora	1,591,600	-
20.	Divya Singh	1,195,650	-
21.	Aniruddha Singh	1,195,650	-
22.	Meghna Singh	1,195,650	-

Sr. No.	Name of our Promoters	No. of Equity Shares held	Average price per Equity Share (in ₹)
23.	Shrey Shreeanant Singh	1,195,650	-

For further details, please refer to the chapter "*Capital Structure - Build-up of Promoters' Shareholding, Promoters' contribution and Lock-in*" on page 74. The average cost of acquisition per Equity Share by our Promoters has been calculated by taking the average of the amounts paid by each of our Promoters to acquire Equity Shares.

6. During the period commencing from six months immediately preceding the date of filing of this Draft Red Herring Prospectus, no financing arrangements existed pursuant to which our Promoters, Promoter Group, Directors or their relatives have financed the purchase of Equity Shares by any other person.

7. There have been no changes to our name or main objects in the three years prior to the filing of this Draft Red Herring Prospectus. Our Company was incorporated as 'Alkem Laboratories Private Limited' on August 8, 1973 at Patna under the Companies Act, 1956. Pursuant to conversion of the status of our Company to a public limited company and upon issuance of a fresh certificate of incorporation consequent to change of name dated August 21, 2001 the name of our Company was changed to 'Alkem Laboratories Limited' with effect from October 26, 1988. Further, our Company has amended the MOA by way of shareholders' resolution dated December 28, 1998 for inclusion of new sub-clause 4A to the objects incidental or ancillary to the main objects. For information on changes in our Registered Office, please refer to the chapter "*History and Certain Other Corporate Matters - Changes in the Registered Office*" on page 158.

8. For details of related party transactions entered into by our Company with the Group Companies and Subsidiaries during the last Fiscal Year, the nature of transactions and the cumulative value of transactions, please refer to "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on page 271.

9. Except as stated in the chapters "*Our Promoters, Promoter Group and Group Companies*" and "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on pages 194 and 271, respectively, our Group Companies do not have any business or other interest in our Company.

10. Any clarification or information relating to the Offer shall be made available by the GCBRLMs and our Company to the investors at large and no selective or additional information would be available for a section of investors in any manner whatsoever. Investors may contact any of the GCBRLMs who have submitted the due diligence certificate to SEBI for any complaints pertaining to the Offer.

11. All grievances pertaining to the Offer and all future communications in connection with queries related to Allotment, credit of Equity Shares, refunds, non-receipt of Allotment Advice and other post- Offer matters should be addressed to the Registrar to the Offer. All grievances relating to ASBA process may be addressed either to (i) the concerned member of the Syndicate and the relevant SCSB, in the event of a Bid submitted by an ASBA Bidder at any of the Syndicate ASBA Centres, or (ii) the Designated Branch of the SCSB where the Bid cum Application Form was submitted by the ASBA Bidder, giving full details such as name, address of the Bidder, number of Equity Shares applied for, amount paid on application, in the event of a Bid submitted directly with a Designated Branch by an ASBA Bidder, in both cases with a copy to the Registrar to the Offer and (iii) the Non-Syndicate Registered Broker, in case of applications submitted by ASBA Bidders at the Non-Syndicate Broker Centres

SECTION III: INTRODUCTION

SUMMARY OF INDUSTRY

The Global Pharmaceuticals Industry

The pharmaceuticals industry is one of the largest industries in the world and comprises companies that are involved in the development, production and marketing of pharmaceutical products.

Its continued growth has been driven by factors such as an increase in elderly populations and a growing middle class in emerging economies that have boosted the demand for pharmaceuticals. The increased focus by governments to improve healthcare infrastructure that provide people with greater access to treatment and medication has also contributed to the growth in the global pharmaceuticals industry.

According to IMS Health, the size of the global pharmaceuticals market is expected to grow at a CAGR of approximately 4.1% between 2014 and 2019, to reach sales of approximately US$1,294.6 billion by 2019, compared with US$1,057.1 billion in 2014. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

Importance of the United States as a Generics Market

The US is the largest pharmaceuticals market in the world, both for brand-name drugs and generic drugs. The US is a prime destination for most India-based pharmaceutical companies to expand and increase their potential. Further, continued government initiatives to cut increasing healthcare spending and a high rate of generics substitution has also made the US market increasingly attractive for key generic manufacturers. Most leading Indian generic manufacturers now generate well over half of their sales overseas. Their international revenues have been boosted by a succession of major patent expires in recent years leading to penetration of the US markets with the export of generics. (Source: *CRISIL Research*)

The generics industry in the US has grown to an estimated US$67.6 billion for fiscal year 2014 to 2015. According to IMS, between 2014 and 2019, pharmaceutical sales in the US are expected to grow at a CAGR of 4.2%.

Consequently, the US generics industry has grown significantly over the past two decades. Currently, about 80% of all prescriptions are filled with generic medicines in the US. Mandatory automatic substitution, which requires pharmacists to dispense the lowest-cost pharmaceutical and therapeutically-equivalent drug unless otherwise prohibited by a physician, has also been responsible for the upsurge in generics use in the US. (Source: *CRISIL Research*)

From 2015 to 2017, drugs with an estimated total sales of US$43.8 billion are expected go off-patent, providing sizeable opportunity to generic pharma companies. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

The prices of brand-name products are expected to decrease significantly once formulations become generic upon the expiry of the exclusivity period applicable to such formulations, which will lead to increased spending in the generics market. (Source: *CRISIL Research*)

The Indian Pharmaceuticals Industry

According to CRISIL Research, the Indian pharmaceuticals market is estimated to be worth US$36.8 billion in revenues for the fiscal year 2015. The Indian pharmaceuticals market can be broadly classified into the domestic and export segments in terms of the target geographical sales markets. (Source: *CRISIL Research*)

Key Segments (Domestic versus Exports Market)

Domestic Market Overview

The domestic formulations industry is currently the largest component of the Indian pharmaceuticals market. The market is dominated by local companies characterized by strong formulation development capabilities. (Source: *CRISIL Research*)

The domestic formulations industry was valued at ₹745.8 billion in fiscal year 2015 and recorded a CAGR of 12.3% from 2009 to 2015. The size of the domestic formulation industry in India is expected to increase at a CAGR of 13% to 15% to between ₹1,359.0 billion and ₹1,484.0 billion by fiscal year 2020. This growth will be primarily driven by enhanced medical infrastructure; expansion of medical facilities; a rise in the prevalence of chronic illnesses such as cancers, diabetes, respiratory and cardiovascular disease; rising income; and greater health insurance coverage. (Source: *CRISIL Research*)

Domestic Market Segmentation by Therapeutic Segments

The Indian domestic formulation market can further be divided into the acute and chronic segments.

The chronic drugs segment, which includes therapy areas such as anti-diabetics, respiratory, cardiac and central nervous system ("**CNS**") therapy has grown significantly. The anti-diabetic, respiratory, cardiac therapy and CNS areas have grown at a CAGR of 21.1%, 11.4%, 13.3% and 12.8% respectively between fiscal year 2011 and fiscal year 2015. The share of chronic therapies in the overall spend on pharmaceutical products in India has increased from 27.6% in 2010 to 30.5% in 2014, according to IMS. (Source: *IMS SSA MAT March 2015*)

Whilst therapy areas in the chronic drugs segment continue to grow rapidly, acute therapies still comprise a healthy share of the domestic market, as there remains high demand in the anti-infectives therapy area, which is expected to grow at a CAGR of 8.9% between 2014 and 2019. (Source: *Market Prognosis 2015–2019 Asia/Australia – India dated March 2015, published by IMS Health*)

Exports Market Overview

In terms of exports, Indian pharmaceuticals manufacturing can be divided into two sub-segments; formulations and bulk drugs. These segments recorded a combined near 16.3% CAGR over the past five years to reach an approximate value of US$24.6 billion. India's key strengths of low cost manufacturing, high process chemistry skills, approved manufacturing facilities and increasing numbers of drug master filings, are seen as core drivers of future growth. (Source: *CRISIL Research*)

Formulations Exports

The growth of the global generics market in the past decade has resulted in a significant growth opportunity for exports of formulations manufactured in India. Accordingly, formulations exports have been a key growth driver for the Indian pharmaceuticals industry. Formulations exports grew at a CAGR of approximately 18% in the period from 2009 to 2014. In 2013 to 2014, formulations exports to semi-regulated markets grew at nearly 12%, compared to the regulated markets, which recorded 10% growth. This muted growth was a result of import alerts on Indian companies, the economic slowdown in Europe and increased competition. (Source: *CRISIL Research*)

Indian formulations exports are expected to grow at a CAGR between 11% and 13% between financial years 2015 and 2020, to nearly US$20.0 billion in revenues. Exports to regulated markets are expected to increase at a CAGR between 12% and 14% for the same period, driven by the expanding penetration of India generic products along with the improving pace of product approvals. Exports to semi-regulated markets are expected to grow at a CAGR between 10% and 12%. India's low cost base, well-developed API industry and similarity in disease profiles will be key growth drivers of exports to the semi-regulated markets. (Source: *CRISIL Research*)

Bulk Drug Exports

India's bulk drug exports are estimated to have grown to nearly US$12.9 billion in revenues in fiscal year 2014-15 and are expected to increase at a CAGR of between 10% and 12% from fiscal year 2014-15 to fiscal year 2019-20, exceeding US$20.0 billion in revenues, according to CRISIL Research. This growth will be driven by the recovery of the slowdown in bulk drug exports that occurred in 2013 to 2014, leading to increased demand for both on-patent and off-patent drugs. (Source: *CRISIL Research)*

Bulk drug exports to generic, off-patent regulated markets are seen as a key growth driver. Significant patent expiries, together with the "pro-generic" environment in the US and Europe, are expected to drive demand for Indian generic drug formulations. (Source: *CRISIL Research)*

SUMMARY OF OUR BUSINESS

Investors should note that this is only a summary of our business and does not contain all information that should be considered before investing in the Equity Shares. For further details please refer to the chapter "Our Business" on page 129. Before deciding to invest in the Equity Shares, prospective investors should read this entire Draft Red Herring Prospectus, including the information in the chapters "Risk Factors" and "Financial Statements" on pages 18 and 213, respectively.

Overview

We are a leading Indian pharmaceutical company with global operations, engaged in the development, manufacture and sale of pharmaceutical and neutraceutical products. For fiscal year 2015, we were the fifth largest pharmaceutical company in India in terms of domestic sales (*Source: IMS SSA MAT March 2015*). Further, we had the largest number of brands (five) in the top 50 brands of the Indian pharmaceutical industry for fiscal year 2015 in terms of domestic sales (along with another leading pharmaceutical company) (*Source: IMS SSA MAT March 2015*).

Established in 1973, we produce branded generics, generic drugs, active pharmaceutical ingredients ("**APIs**") and neutraceuticals, which we market in India and 55 countries internationally, primarily the United States. We have seen strong growth under the vision, leadership and guidance of our founders, Mr. Samprada Singh and Mr. Basudeo N. Singh, who have both been associated with the pharmaceutical business for over four decades.

Our pharmaceutical business is organized into domestic (i.e. Indian) and international operations, according to the geographies in which we operate. For fiscal year 2015, our domestic and international operations accounted for 74.7% and 25.3%, respectively, of our net revenues from operations. Our consolidated net revenues from operations grew at a compounded annual growth rates ("**CAGR**") of 22.3% in the period from fiscal year 2011 to fiscal year 2015.

Our domestic operations are further divided according to the various therapeutic areas in which we operate. In the last fiscal year, we had a portfolio of 736 brands in India (*Source: IMS SSA MAT March 2015*). We have been among the top ten pharmaceutical companies in India in terms of domestic sales for the past 12 years (*Source: IMS Health*). Our domestic business has grown at a CAGR of 17.6% in the period from fiscal year 2011 to fiscal year 2015. According to IMS Health, we were the third-fastest growing company in terms of sales in this period among the ten largest pharmaceutical companies in the Indian domestic formulations market.

Net revenues from operations from our international operations have grown from 12.6% of our net revenue from operations in fiscal year 2011 to 25.3% of our net revenue from operations in fiscal year 2015. As part of our international operations, we focus on the United States, through our marketing subsidiary, Ascend Laboratories LLC ("**Ascend**").

Our most significant therapeutic areas in domestic market are anti-infectives, gastro-intestinal, pain and analgesics, and vitamins, minerals and nutrients. These therapeutic areas accounted for 80.7% of our total sales in the domestic market for fiscal year 2015 (*Source: IMS SSA MAT March 2015*). We have established products in various therapeutic areas in India, including:

- Anti-infectives is the largest segment in the pharmaceutical industry in India. We have consistently been ranked number one in terms of revenue in this therapeutic area for the past ten years. For fiscal year 2015, we had the largest market share of 11.2% out of a total market size of ₹106,551.1 million. Our key anti-infective brands are Clavam (for fiscal year 2015, we had the second largest market share in its molecule category, which had a market size of ₹13,891 million), Taxim-O (for fiscal year 2015, we had the second largest market share in its molecule category, which had a market size of ₹7,685.5 million) and Taxim (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹1,974.8 million) (*Source: IMS SSA MAT March 2015*);

- Gastro-intestinal (in which we had the third-largest market share of 5.6% out of a total market size of ₹84,091.1 million for fiscal year 2015). Our key gastro-intestinal brands are Pan (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹5,027.4 million) and Pan-D (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹4,944.8 million) (*Source: IMS SSA MAT March 2015*);

- Pain/ analgesics (in which we had the third-largest market share of 5.0% out of a total market size of ₹62,688.5 million for fiscal year 2015) (*Source: IMS SSA MAT March 2015*);

- Vitamins/ minerals/ nutrients (in which we had the sixth-largest market share of 3.7% out of a total market size of ₹60,179.1 million for fiscal year 2015) (*Source: IMS SSA MAT March 2015*); and

- In addition to the above categories, we have a fast-growing portfolio in other therapeutic areas such as neuro-psychiatry, cardiology, dermatology, diabetology and oncology. In these therapeutic areas, we have built brands which include Olkem for hypertension, Donep for Alzheimer's disease, Glucoryl-M for diabetes, Kojiglo for hyper-pigmentation and Melbild for hypo-pigmentation.

Having established ourselves in the Indian pharmaceuticals market, we have expanded internationally through both organic growth and certain strategic acquisitions in the United States, which is our key focus market. Our products are sold in 56 countries, either directly through our Subsidiaries or indirectly, through supply, distribution and other arrangements with various global companies and local distributors.

In July 2010, we acquired ThePharmanetwork LLC in the United States, the holding company of Ascend, which provided us with the commercial platform through which we were able to market and sell our portfolio of products in the United States. Ascend was established in 2003 and had its own portfolio of generic products in the market prior to its acquisition. Ascend has relationships with major chains, wholesalers, managed care companies, distributors, food and grocery stores and pharmaceutical retailers in the United States. Further, in December 2012, we acquired manufacturing assets from NORAC, Inc. in the United States, focused primarily on manufacturing specialty APIs and providing contract research and manufacturing services. Recently, in June 2015, we acquired a formulation manufacturing facility from Long Pharmaceuticals LLC in the United States that has semi-solids, liquid and nasal formulation manufacturing capabilities.

In the United States, we have filed 66 abbreviated new drug applications ("**ANDAs**") (of which 18 have received final approval and two have received tentative approval), of which 29 were Para IV filings including first-to-files ("**FTFs**") and one new drug application ("**NDA**") (that has received final approval). Please refer to "*– Our International Operations – Our United States Operations*" for details. We sell a range of high-quality, cost-effective generic drugs to major drug chains, pharmaceutical retailers, wholesalers, food and grocery stores, distributors and managed care companies in the United States.

In addition to the United States, Australia is also an important focus market for us. In June 2009, we acquired a majority stake in an Australia company, Pharmacor Pty Ltd ("**Pharmacor**") to enable us to enter the Australian market. Pharmacor targets individual pharmacies, pharmacy groups, pharmacy co-ops, aged care and hospitals to offer prescription drugs and over-the-counter generic medicines. We have also built our presence in other developed and emerging markets in Europe, South-East Asia, Latin America, Africa and the CIS through our Subsidiaries in these countries as well as through building relationships with international companies and local distributors. Please refer to "*- Our International Operations*" for details.

We have a total of 16 manufacturing facilities: 14 manufacturing facilities at five locations in India and two in the United States. Five of our facilities are USFDA, TGA and UK-MHRA approved. Of the Indian manufacturing facilities, 12 are for manufacturing formulations and two for manufacturing APIs. Please refer "*- Our Manufacturing Facilities*" for details.

We have strong research and development capabilities which enhance our portfolio of products. We have four research and development facilities, two in India and two in the United States. As of June 30, 2015, we employed 483 scientists in research and development functions. Please refer "*- Research and Development*" for details. For fiscal year 2015, our expenditure on research and development amounted to 4.5% of our net revenues from operations.

We generate demand for our products in India through our field force of medical representatives, who frequently visit prescribers across specialties to market our product portfolio and also visit pharmacies and distributors to ensure that our brands are adequately stocked. As of June 30, 2015, we had a field force of 5,856 medical representatives spread across all the states in India.

Our consolidated net revenues from operations for the years ended March 31, 2015, 2014 and 2013 were ₹37,831.7 million, ₹31,260.0 million and ₹24,952.3 million respectively. The following table sets forth certain information regarding our net revenue from operations for our geographic segments on a consolidated basis:

(in ₹ million)

	For the year ended March 31,		
	2015	**2014**	**2013**
Geographic segments			
Domestic	28,262.1	23,607.2	20,475.1
International	9,569.6	7,652.8	4,477.2
Total	**37,831.7**	**31,260.0**	**24,952.3**

Our United States subsidiary, ThePharmaNetwork LLC had consolidated net revenues of ₹6,459.7 million for fiscal year 2015.

Our competitive strengths

Market leadership in various therapeutic areas and ability to build market leading brands in the domestic market

We are one of India's leading pharmaceutical companies and were ranked fifth in the Indian pharmaceutical market in terms of domestic sales for fiscal year 2015 (*Source: IMS SSA MAT March 2015*). For fiscal year 2015, we were the leader in the largest therapeutic area (anti-infective) with a 11.2% market share and were ranked third in terms of market share for both the gastro-intestinal (with a market share of 5.6%) and pain/analgesics therapeutic areas (with a market share of 5.0%), in each case, in India (*Source: IMS SSA MAT March 2015*). Our revenues from the anti-infectives, gastro-intestinal and pain/analgesics therapeutic areas in India grew at a CAGR of 10.1%, 17.5% and 12.0% in the period from fiscal year 2011 to fiscal year 2015 (*Source: IMS SSA MAT March 2015*). In the same period, these therapeutic areas in India as a whole grew at a lower CAGR of 6.8%, 12.8% and 10.9%, respectively (*Source: IMS SSA MAT March 2015*). We are also among the top ten companies in the vitamins, minerals, nutrients and gynaecology therapeutic areas in terms of Indian market share for March 2015 (*Source: IMS SSA MAT March 2015*). According to IMS Health, we were the third-fastest growing company in terms of sales in this period among the ten largest pharmaceutical companies in the Indian domestic formulations market.

Net revenues from our domestic operations grew at a CAGR of 17.6% in the period from March 31, 2011 to March 31, 2015.

Our established record of strong performance and reputation for quality products in various therapeutic areas has helped us build reputable brands in the pharmaceutical market in India. For instance, our anti-infective brand Taxim was the first anti-infective brand in India to cross ₹1,000 million in sales in a fiscal year (fiscal year 2006) (*Source: IMS Health*). Further, we had the highest number of brands (five) among the top 50 brands (along with another leading pharmaceutical company) in the Indian pharmaceutical industry for fiscal year 2015 and also had 13 brands among the top 300 brands in the Indian pharmaceutical industry for fiscal year 2015 (*Source: IMS SSA MAT March 2015*). The table below shows our key brands in various sales ranges for the fiscal year 2015:

(in ₹ million)

Names of Brands	Number of Brands	Sales Range
Clavam, Taxim-O, Taxim	3	Above 1,500
Pan, Pan D	2	1,000 – 1,499
Gemcal, A to Z NS, Sumo, Ondem, Xone	5	500 – 999
Swich, Zocef, Xone-XP, Pipzo, Hemfer, Uprise-D3, Traxol, Cheri, Enzoflam, Taximax, Indclav, Traxol-S	12	250 – 499

(*Source: IMS SSA MAT March 2015*)

Extensive sales, marketing and distribution network in India

We have strong sales, marketing and distribution capabilities in India. Our marketing and distribution network in India comprises a field force of 5,856 medical representatives. As a result of our strong sales, marketing and distribution capabilities, our products were prescribed by an estimated 210,885 prescribers (constituting 70.7% of total prescribers, as defined by IMS) across various specialties in fiscal year 2015 (*Source: IMS Health*). Our medical representatives cover all states in India, including rural areas. As of June 30, 2015, our domestic distribution network includes 39 sales depots, 55 clearing and forwarding ("**C&F**") agents, 15 consignees and eight central warehouses covering 6,576 stockists. We also market our products to various hospitals, government institutions and medical institutions.

Our domestic business is divided into 21 divisions, which formulate marketing and promotional strategies for their portfolio of products targeted towards specific therapeutic areas. Please refer "*– Our Domestic Operations – Sales, Marketing and Distribution*" for further details. We believe that our marketing strategies, trained medical representatives and distribution network enable us to increase our market share across key therapeutic areas and build and develop our brands.

Further, the integration of our information technology systems with our sales and distribution infrastructure enables us to standardize our processes, reduce cost, enhance productivity, improve workflow and communications and improve our risk control mechanisms. We have implemented SAP, which handles all our sales and distribution transactions, demand planning and sales forecasting process. Further, we have implemented barcode technology at our warehouses and depots to maximize accuracy and efficiency in stock handling. We also use sales force automation tools to make our sales staff more productive.

As a result of our extensive marketing network, streamlined information technology infrastructure and long-standing relationships with prescribers, we have developed strong prescription base for our products and are ranked among the top five companies in terms of prescription generation in fiscal year 2015 (*Source: IMS Health*). According to IMS Health, we had a 6.8% share of overall prescriptions in India in fiscal year 2015.

Strong research and development capabilities which enhance our portfolio

As of June 30, 2015, we employed 483 scientists working on various drug products and substances in India and the United States. Our research and development department carries out process development, formulation development and analytical research for our domestic and international markets. In addition, we also have a regulatory affairs team, which is responsible for various filings and approvals related to our products in India and internationally. We also have a dedicated in-house team of intellectual property experts, who work towards understanding and filing with respect to intellectual property rights of our products and processes in various geographical markets.

As of June 30, 2015, we had filed 66 ANDAs in the United States of which 18 have been approved and two have received tentative approvals. Out the 66 ANDAs, 29 were Para IV filings including FTFs. We had also filed one NDA (that has received final approval). The remaining ANDAs are at various stages of the approval process. We have successfully litigated four Paragraph IV challenges in the past and are currently active in four litigations. In the United States we have filed 13 drug master files ("**DMFs**") in key molecules in support of our ANDA development work. In addition to the US, we have also filed 20 dossiers in Australia, 15 in Europe and 1,194 dossiers in other markets for approval to sell generic drugs in various other countries over the years. Please refer "*- Intellectual Property*".

We also have a 60-bed clinical research organization facility where we conduct bioequivalence and bioavailability studies on healthy volunteers to prove the effectiveness of developed formulations relative to reference products in accordance with the regulatory guidelines of various regulatory agencies. This facility has been audited by the USFDA, UK-MHRA and other regulatory agencies.

We believe that our continuing research and development initiatives have strengthened our product offering in India, the United States and other international markets. We have a strong pipeline of products under development for our focus markets.

Fast growing and established international operations

Having established ourselves in the Indian pharmaceuticals market, we have expanded internationally through both organic growth and certain strategic acquisitions. The United States is the key focus market for our international operations. We market and sell our products in the United States under our brand "Ascend" to major pharmacy chains' stores, wholesalers, managed care companies, distributors, food and grocery stores and pharmaceutical retailers. Ascend currently sells 17 products in the market, out of which 12 are our products and five are in-licensed from third parties. For fiscal year 2015, ThePharmaNetwork LLC's consolidated net revenues (through Ascend) were ₹6,459.7 million. Further, we own two manufacturing and two R&D facilities in the United States, that we believe provides us with the infrastructure required to support the growth in our operations in the United States.

In addition to the United States, our products are sold in 54 countries, including Australia, Chile, Philippines and Kazakhstan. Revenues from our international operations have grown at a CAGR of 45.7% between fiscal year

2011 and fiscal year 2015. The contribution of our net revenues from our international operations has grown from 12.6% of our net revenues from operations in fiscal year 2011 to 25.3% of our net revenues from operations in fiscal year 2015.

Geographically diversified manufacturing facilities accredited by international regulatory agencies

We operate 14 manufacturing facilities in India, three of which are USFDA approved and also have other key approvals from international regulatory agencies such as TGA Australia and UK-MHRA among others for certain of our facilities. Some of our manufacturing plants enjoy excise and income tax benefits that are available for different periods. We also have two manufacturing facilities in the United States. Our facilities implement current good manufacturing practices ("**cGMP**").

We manufacture a wide range of dosage forms including tablets, semi-solids, liquids, capsules, dry syrups, injectables, nasal preparations and APIs. Please refer to "*- Our Manufacturing Facilities*".

Experienced founders and professional management team

We have seen strong growth under the vision, leadership and guidance of our founders, Mr. Samprada Singh and Mr. Basudeo N. Singh, who have both been associated with the pharmaceutical business for over four decades. Our founders have played a key role in developing our business and we benefit from their industry expertise, vision and leadership. We also have a qualified senior management team with experience in the domestic and international pharmaceutical industries (including those integrated from our acquisitions) across functions. We believe that the healthcare domain knowledge and experience of our founders and our management team provides us with a significant competitive advantage for the growth of our business.

Our Strategy

Consolidate and further grow our domestic sales

We intend to continue to consolidate our market leadership positions in therapeutic areas such as anti-infective, pain and gastroenterology and aim for growth in these areas through the following initiatives:

- focus on brand building and driving the growth of focused set of our brands with high growth potential;
- identification of gaps in our product portfolio for the introduction of new products;
- growth in prescriptions and prescriber base in key specialty areas;
- invest in the training and effectiveness of our field force; and
- increasing our market shares in those geographies where our market shares are lower than the national average.

In addition, we intend to build our market shares in fast-growing therapeutic areas such as cardiology, diabetology, neuro-psychiatry, dermatology and oncology. We have built a specialized and dedicated field force and have launched various brands catering to the needs of these therapeutic areas and built brand equity with the prescriber base which we would leverage going forward to realize our growth potential.

We also intend to selectively pursue areas with growth opportunities such as development of biosimilar products especially monoclonal anti-bodies and therapeutic proteins in various therapeutic areas such as oncology, osteoporosis, psoriasis and rheumatoid arthritis as well as entering therapeutic areas that are complementary to or synergistic with our existing portfolio.

Continue to grow our business in our international focus markets

As part of our growth strategy for the United States, we intend to enhance our product portfolio by accelerating ANDA filings. We intend to further grow our United States operations through our Subsidiary Ascend, by leveraging its established relationships with key retail and national accounts. In addition to products manufactured by us, Ascend will also continue to expand its product portfolio by in-licensing products from third parties. Further, we intend to market and sell drugs/products that we develop for the United States in other developed and emerging markets.

We will continue to focus our efforts in select geographies such as Australia, Europe, Chile, Kazakhstan and Philippines, and consolidate our presence there. Our growth strategy in these markets will be to create strong local presence and expertise with required infrastructure and develop capabilities to exploit growth potential offered by these markets. Our strong focus will remain on acquiring new customers, retaining existing customers and providing strong customer service and support.

Focus on research and development to enhance our product portfolio

Research and development

We intend to increase our initiatives in research and development in order to enhance our differentiated product portfolio in both the domestic market and international markets and to enhance ANDA filings in the United States. As part of our strategy, we will continue to focus on formulation development and API research. Further, we have identified biosimilars as a long-term growth opportunity and have made, and expect to continue to make investments in development of products with a focus on high-growth therapeutic areas such as oncology, autoimmune disorders and osteoporosis.

Developing differentiated product portfolio

We are also working towards developing our capabilities and expertise in niche areas with high entry barriers such as modified release products, transdermal products and osmotic controlled release oral delivery systems. Our in-house R&D capabilities are integral to the success of our business and provide us with the capacity to develop a wide range of dosage forms and APIs.

Clinical Research Unit

Further, we have an integrated clinical research organization facility where bioequivalence/bioavailability studies for generic drugs are carried out in relation to our filing in various countries. This unit is audited by various regulatory agencies such as DCGI, USFDA, UK-MHRA and other international regulatory agencies. Additionally, as mandated by various regulatory agencies, we also operate a pharmacovigilance system (which relates to the reporting, assessment and monitoring of adverse effects associated with pharmaceutical products).

Use of strategic international and domestic acquisitions and partnership arrangements to enhance growth

In the past, we have used a combination of organic initiatives and acquisitions to drive growth, and we intend to continue to use this strategy in the future. We have undertaken acquisitions as part of our entry strategy into new geographies or new market segments. For instance, in July 2010, we acquired ThePharmanetwork LLC in the United States, the holding company of Ascend Laboratories LLC. ThePharmanetwork LLC provided us with the commercial platform through which we were able to market and sell our portfolio of products in the United States. We have also recently acquired a manufacturing facility with capabilities of manufacturing semi-solids, liquid and nasals in the United States. We intend to continue to actively seek and evaluate potential acquisitions of brands, companies or assets that will enhance our capabilities. As regards our international business, we plan to continue to acquire targets to enhance our capabilities, enter new market segments and expand our presence in our focus markets.

In addition to using strategic acquisitions to drive growth, we also intend to enter into partnership agreements for out-licensing and in-licensing pharmaceutical products. We have relationships with various pharmaceutical companies in various countries. In particular, we have been increasing our operations in Germany, central and Eastern Europe, Vietnam, Colombia and South Africa through our relationships with established pharmaceutical companies in these countries. In these markets, we typically register a product under our name and thereafter out-license to one or more of the established companies to leverage their marketing infrastructure and capabilities in these markets. We continue to own the registration and associated intellectual property with the product. We will continue to leverage our international product portfolio and our relationships with the companies in these countries to grow our international operations.

As regards our strategy on in-licensing, we collaborate with innovator companies to launch differentiated products in the domestic market, which forms an important part of the new products launch strategy. We have strategically identified segments such as anti-infectives, cardiology, diabetology, neuropsychiatry and dermatology for potential collaborations. We have collaborated with innovator companies for launching new products in anti-diabetic, osteoarthritis, dermatology and anti-infective space. We intend to identify the right international companies to in-license products for the domestic market.

SUMMARY FINANCIAL INFORMATION

The following tables set forth the summary financial information derived from:

The Restated Standalone Financial Information and Restated Consolidated Financial Information (i) as of and for the fiscal years ended March 31, 2014, 2013, 2012 and 2011 prepared in accordance with Indian GAAP and the Companies Act, 1956, read with General Circular 8/2014 dated April 4, 2014 issued by the Ministry of Corporate Affairs and other applicable statutory and / or regulatory requirements and (ii) as of and for the fiscal year ended March 31, 2015 prepared in accordance with Indian GAAP and the Companies Act, 2013. The above stated financial information is restated in accordance with the SEBI ICDR Regulations

The financial statements referred to above are presented in the chapter "Financial Statements" on page 213.

The summary financial information presented below should be read in conjunction with these financial statements, the notes thereto and the chapters "Financial Statements" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 213 and 358, respectively.

Restated Standalone Summary Statement of Assets and Liabilities

(₹in Million)

	Particulars	***As at March 31***				
		2015	**2014**	**2013**	**2012**	**2011**
Equity and Liabilities						
(1)	**Shareholder's funds**					
	(a) Share Capital	239.1	119.6	119.6	119.6	119.6
	(b) Reserves and Surplus	30,771.1	27,086.4	22,964.2	18,574.3	14,534.1
	Deferred Government Grant	35.8	-	-	-	-
(2)	**Non-current liabilities**					
	(a) Long-term borrowing	281.3	539.2	922.8	1,271.9	668.9
	(b) Deferred Tax Liabilities (Net)	685.1	465.8	505.5	360.7	253.3
	(c) Long term provisions	565.1	421.9	442.5	454.4	446.7
(3)	**Current liabilities**					
	(a) Short-term borrowing	10,462.8	8,452.2	10,904.6	6,689.0	6,611.3
	(b) Trade payables	3,425.2	2,760.5	2,543.4	2,590.2	1,632.4
	(c) Other current liabilities	1,476.0	1,668.4	1,247.1	974.4	806.1
	(d) Short-term provisions	666.5	501.6	462.5	627.3	636.6
	Total	**48,608.0**	**42,015.6**	**40,112.2**	**31,661.8**	**25,709.0**
	Assets					
(4)	**Non-Current assets**					
	(a) Fixed assets	9,663.5	9,093.9	8,320.6	6,649.2	4,843.1
	(b) Non-current investments	10,106.5	6,910.4	5,132.2	3,483.6	165.4
	(c) Long-term loans and advances	6,463.9	4,989.0	3,805.3	2,668.4	1,270.2
	(d) Other non-current assets	4,601.2	7,826.8	2,927.2	6,765.3	4,604.1
(5)	**Current assets**					
	(a) Current investments	599.1	2,489.5	661.9	238.1	366.3
	(b) Inventories	5,482.4	5,045.6	4,528.0	3,092.2	2,279.2
	(c) Trade receivables	3,750.1	2,903.2	2,918.1	2,517.1	1,621.5
	(d) Cash and bank balances	6,333.2	1,227.6	9,651.8	4,932.5	9,801.7
	(e) Short-term loans and advances	1,194.7	1,202.1	1,291.8	864.1	396.8
	(f) Other current assets	413.4	327.5	875.3	451.3	360.7
	Total	**48,608.0**	**42,015.6**	**40,112.2**	**31,661.8**	**25,709.0**

Restated Standalone Summary Statement of Profit and Loss

(₹in Million)

	Particulars	***For the years ended March 31***				
		2015	**2014**	**2013**	**2012**	**2011**
A	**Income**					
	Revenue from operations					
	Sale of Products	32,141.2	26,886.4	23,055.1	19,473.6	16,474.0
	Other operating revenue	797.8	894.8	755.6	370.8	232.4

	Particulars	*For the years ended March 31*				
		2015	**2014**	**2013**	**2012**	**2011**
		32,939.0	**27,781.2**	**23,810.7**	**19,844.4**	**16,706.4**
	Less: Excise Duty	1,165.1	1,052.2	801.6	554.4	366.5
	Revenue from operations (Net)	**31,773.9**	**26,729.0**	**23,009.1**	**19,290.0**	**16,339.9**
	Other income	1,821.3	1,666.8	1,681.0	1,350.1	1,110.3
	Total	**33,595.2**	**28,395.8**	**24,690.1**	**20,640.1**	**17,450.2**
B	**Expenses**					
	Cost of Material Consumed	8,541.1	7,514.0	6,483.4	5,863.3	5,150.0
	Purchase of Stock in Trade	5,563.5	4,358.4	3,753.1	2,587.9	1,939.9
	Changes in inventories of finished goods, work-in-progress and Stock- in-Trade	(116.2)	(426.9)	(1,211.9)	(707.9)	34.2
	Employee benefits	5,491.7	4,535.6	3,684.1	2,758.4	2,516.6
	Finance costs	726.3	842.7	792.2	534.7	373.9
	Depreciation & Amortisation	596.8	427.3	360.2	279.4	270.5
	Other expenses	8,201.7	6,782.6	6,009.2	4,727.3	3,591.6
	Total	**29,004.9**	**24,033.7**	**19,870.3**	**16,043.1**	**13,876.7**
C	**Restated profit before tax (A - B)**	**4,590.3**	**4,362.1**	**4,819.8**	**4,597.0**	**3,573.5**
D	**Tax expense**					
	Current tax (net of Mat Credit Entitlement “MAT”)	-	-	7.1	171.6	327.5
	Deferred tax charge/(credit)	219.4	(39.9)	144.9	107.3	26.5
	Total tax expense	**219.4**	**(39.9)**	**152.0**	**278.9**	**354.0**
E	**Restated profit for the years (C - D)**	**4,370.9**	**4,402.0**	**4,667.8**	**4,318.1**	**3,219.5**

Restated Standalone Summary Statement of Cash Flows

(₹ in Million)

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
A. Cash flows from operating activities					
Profit before taxation (as restated)	4,590.3	4,362.1	4,819.8	4,597.0	3,573.5
Non cash adjustments to reconcile profit before tax to net cash flows					
Depreciation and amortisation	596.8	427.3	360.2	279.4	270.5
Provision for Employee Benefits	248.8	9.6	15.8	32.8	130.5
Provision for anticipated sales return	59.2	47.7	46.7	45.9	33.5
Provision for diminution in value of Investments	(16.4)	(0.5)	8.9	8.5	8.4
(Profit)/Loss on sale of Investments (net)	(152.2)	(6.1)	(26.7)	(112.3)	(115.3)
(Profit)/Loss on sale of Fixed Assets (net)	49.3	24.2	24.5	6.6	4.1
Dividend Received	(3.1)	(5.6)	(4.6)	(2.6)	(1.6)
Income from investment in funds	(283.2)	(51.0)	-	-	-
Interest received	(1,332.2)	(1,499.6)	(1,607.9)	(1,203.4)	(959.1)
Unrealised foreign currency gain/loss on revaluation (net)	(0.2)	(1.1)	(0.1)	(0.6)	0.1
Interest expenses	726.3	842.7	792.2	534.7	373.9
Government Grant Received	35.8	-	-	-	-
Rent and Compensation Received	(34.4)	(104.2)	(33.2)	(30.3)	(6.2)
Subtotal of Adjustments	(105.5)	(316.6)	(424.2)	(441.3)	(261.2)
Operating profit before working capital changes	4,484.8	4,045.6	4,395.6	4,155.7	3,312.3
Changes in working capital: Adjustments for (increase)/ decrease in:					
Trade and other Receivables	(846.8)	14.9	(401.2)	(895.7)	(458.5)
Loans and Advances and Other Current Assets	(401.7)	(407.7)	(568.2)	(835.0)	(606.3)
Inventories	(436.8)	(517.5)	(1,435.9)	(813.0)	(525.0)
Trade Payable and Other Liabilities	672.4	592.7	46.0	869.0	919.3

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
Subtotal of Adjustments	(1,012.9)	(317.6)	(2,359.3)	(1,674.7)	(670.5)
Cash Generated From Operations	3,471.9	3,728.0	2,036.3	2,481.0	2,641.8
Less: Direct Taxes Paid (net of refunds)	1,056.4	1,085.1	1,067.0	966.0	665.9
Cash Flow before extraordinary items					
Net Cash generated from operating activities	**2,415.5**	**2,642.8**	**969.3**	**1,515.0**	**1,975.9**
B. Cash Flow from Investing Activities:					
Purchases of Fixed Assets	(1,330.3)	(965.2)	(2,028.8)	(2,444.9)	(1,171.6)
Sale of Fixed Assets	28.0	32.5	13.3	13.1	-
(Purchase)/Sale of Investments (Net)	1,017.8	98.7	(270.0)	(2,700.3)	(228.5)
(Investments)/Redemption in Real Estate Fund	227.4	(1,198.7)	(1,250.0)	-	-
Investments in Subsidiaries	(2,382.5)	(2,499.3)	(534.2)	(385.4)	-
(Investments)/ Redemption of Bank Deposits having maturity of more than 3 months	(1,405.8)	3,544.1	(1,045.9)	1,849.7	(6,801.3)
Dividend Received	3.1	5.6	4.6	2.6	1.6
Interest Received	926.4	2,019.3	1,585.1	847.4	959.1
Rent Received	34.1	104.0	33.0	30.0	6.0
Income from Investment in funds	283.2	51.0	-	-	-
Net Cash from (used in)/generated from investing Activities	**(2,598.6)**	**1,192.0**	**(3,492.9)**	**(2,787.8)**	**(7,234.7)**
C. Cash Flow from Financing Activities:					
Proceeds/(Repayment) of Long Term Borrowings (Net)	(456.1)	(338.6)	(169.1)	857.3	64.6
Proceeds/(Repayment) Short Term Borrowings (Net)	2,010.5	(2,452.4)	4,215.7	77.7	6,557.1
Dividends and Corporate Dividend Tax paid	(566.7)	(318.6)	(517.0)	(209.2)	-
Interest Paid	(728.2)	(842.0)	(792.4)	(532.0)	(373.9)
Net Cash generated from/ (used in) Financing Activities	**259.5**	**(3,951.6)**	**2,737.2**	**193.8**	**6,247.8**
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	76.4	(116.7)	213.6	(1,079.0)	989.0
Opening Cash and Cash Equivalents	172.9	288.7	75.1	1,153.4	164.5
Foreign exchange difference on cash and cash equivalents	0.2	0.9	-	0.7	(0.1)
Closing Cash and Cash Equivalents	**249.5**	**172.9**	**288.7**	**75.1**	**1,153.4**

Restated Consolidated Summary Statement of Assets and Liabilities

(₹ in Million)

	Particulars	*As at 31 March*				
		2015	**2014**	**2013**	**2012**	**2011**
	Equity & Liabilities					
(1)	**Shareholder's funds**					
	Share capital	239.1	119.6	119.6	119.6	119.6
	Reserves and surplus	29,751.5	25,730.1	21,653.5	18,080.9	14,217.3
	Deferred Government grant	35.8	-	-	-	-
(2)	**Minority Interest**	856.5	-	-	1.9	18.2
(3)	**Non-current liabilities**					
	Long-term borrowing	334.3	2,322.5	2,555.9	3,089.7	2,462.6
	Deferred tax liabilities (net)	963.5	467.1	506.4	361.8	253.3
	Other Long term liabilities	51.4	77.8	123.3	1.9	6.7
	Long-term provisions	665.8	422.9	443.0	1,799.9	1,621.4
(4)	**Current liabilities**					
	Short-term borrowing	11,285.7	8,452.2	12,101.7	6,703.1	6,631.0
	Trade payables	4,619.2	3,057.3	2,875.9	2,760.3	1,676.9
	Other current liabilities	3,310.7	2,012.8	1,877.4	1,114.7	873.9
	Short-term provisions	844.2	503.5	463.0	627.8	636.8
	Total	**52,957.6**	**43,165.8**	**42,719.7**	**34,661.6**	**28,517.7**
	Assets					
(4)	**Non Current assets**					
	Fixed assets	11,429.3	9,796.7	8,963.6	6,741.1	4,885.0
	Goodwill on consolidation	3,421.0	1,903.4	1,757.6	2,450.6	2,042.3
	Non-current investments	4,197.3	3,382.4	4,103.3	2,989.1	61.0
	Deferred tax assets (net)	44.8	51.1	11.9	4.4	-
	Long-term loans and advances	5,421.7	4,184.0	3,393.9	2,588.2	1,539.8
	Other non-current assets	5,063.0	7,826.8	2,927.2	6,765.3	4,604.1
(5)	**Current assets**					
	Current investments	610.5	2,497.7	673.1	237.8	477.0
	Inventories	7,842.3	6,203.3	5,539.6	3,849.2	2,508.7
	Trade receivables	5,270.8	3,669.3	3,182.1	2,466.1	1,710.2
	Cash and bank balances	7,907.6	2,062.9	9,954.5	5,138.1	9,898.2
	Short-term loans and advances	1,296.3	1,259.7	1,330.7	973.5	430.1
	Other current assets	453.0	328.5	882.2	458.2	361.3
	Total	**52,957.6**	**43,165.8**	**42,719.7**	**34,661.6**	**28,517.7**

Restated Consolidated Summary Statement of Profit and Loss

(₹ in Million)

	Particulars	*For the years ended March 31*				
		2015	**2014**	**2013**	**2012**	**2011**
A	**Income**					
	Revenue from operations					
	Sale of Products	38,179.2	31,383.5	24,974.9	20,284.9	17,019.9
	Other operating revenue	817.6	928.5	779.0	425.9	254.5
		38,996.8	32,312.0	25,753.9	20,710.8	17,274.4
	Less: Excise Duty	1,165.1	1,052.0	801.6	554.4	366.5
	Revenue from operations (Net)	**37,831.7**	**31,260.0**	**24,952.3**	**20,156.4**	**16,907.9**
	Other income	1,810.3	1,652.7	1,671.7	1,452.8	1,134.2
	Total	**39,642.0**	**32,912.7**	**26,624.0**	**21,609.2**	**18,042.1**

	Particulars	*For the years ended March 31*				
		2015	**2014**	**2013**	**2012**	**2011**
B	**Expenses**					
	Cost of Material Consumed	8,620.3	7,728.3	7,118.5	6,257.2	5,219.5
	Purchase of Stock in Trade	8,622.3	6,630.7	4,855.3	3,231.8	2,386.4
	Changes in inventories of finished goods, work-in-progress and Stock-in- Trade	(336.8)	(502.1)	(1,413.8)	(1,144.3)	(84.9)
	Employee benefits	6,344.6	5,315.6	4,122.9	3,034.5	2,670.9
	Finance costs	811.1	930.8	882.3	581.0	412.3
	Depreciation & Amortisation	703.0	522.6	397.9	290.3	274.3
	Other expenses	9,735.9	7,987.2	6,644.9	5,025.1	3,850.1
	Total	**34,500.4**	**28,613.1**	**22,608.0**	**17,275.6**	**14,728.6**
C	**Restated profit before tax (A - B)**	**5,141.6**	**4,299.6**	**4,016.0**	**4,333.6**	**3,313.5**
D	**Tax expense**					
	Current tax (net of Mat Credit Entitlement “MAT”)	84.5	25.1	42.4	171.6	327.5
	Deferred tax charge/(credit)	449.6	(78.7)	137.3	103.6	28.2
	Total tax expense	**534.1**	**(53.6)**	**179.7**	**275.2**	**355.7**
E	**Restated profit/ (loss) before minority interest (C - D)**	**4,607.5**	**4,353.2**	**3,836.3**	**4,058.4**	**2,957.8**
F	**Profit attributable to minority shareholders**	**-**	**-**	**(1.9)**	**(7.0)**	**1.9**
G	**Restated profit/ (loss) for the years (E - F)**	**4,607.5**	**4,353.2**	**3,838.2**	**4,065.4**	**2,955.9**

Restated Consolidated Summary Statement of Cash Flows

(₹ in Million)

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
A. Cash flows from operating activities					
Profit before taxation (as restated)	5,141.6	4,299.6	4,016.0	4,333.6	3,313.5
Non cash adjustments to reconcile profit before tax to net cash flows					
Depreciation and amortisation	703.0	522.6	397.9	290.3	274.3
Provision for Employee Benefits	249.5	10.0	16.0	33.0	130.5
Provision for anticipated sales return	59.2	47.7	46.7	45.9	33.5
Provision for diminution in value of Investments	(16.4)	(0.7)	9.2	8.5	10.6
(Profit)/Loss on sale of Investments (net)	(156.1)	72.5	(26.7)	(99.4)	(115.3)
(Profit)/Loss on sale of Fixed Assets (net)	49.3	30.2	24.5	9.2	4.1
(Profit)/Loss on liquidation of subsidiary	-	3.7	-	-	-
Unrealised foreign currency gain/loss on revaluation (net)	51.1	104.4	(6.1)	45.3	60.7
Dividend Received	(3.1)	(5.6)	(4.6)	(2.6)	(1.6)
Income from investment in funds	(283.2)	(51.0)	-	-	-
Interest Received	(1,292.5)	(1,458.3)	(1,515.4)	(1,164.1)	(963.1)
Interest Expenses	796.7	903.5	785.1	534.9	396.4
Government Grant received	35.8	-	-	-	-
Rent and Compensation Received	(34.4)	(104.2)	(33.0)	(30.3)	(6.2)
Subtotal of Adjustments	158.9	74.8	(306.4)	(329.3)	(176.1)
Operating profit before working capital changes	5,300.5	4,374.3	3,709.6	4,004.3	3,137.4
Changes in working capital: Adjustments for (increase)/decrease in:					

Particulars	For the years ended March 31				
	2015	2014	2013	2012	2011
Trade and other Receivables	(423.1)	(434.5)	(543.0)	(711.7)	(424.3)
Loans and Advances and Other Current Assets	(175.6)	291.6	(132.0)	(463.4)	(854.5)
Inventories	(909.5)	(575.4)	(1,544.6)	(1,264.5)	(555.7)
Trade Payable and Other Liabilities	545.5	354.6	392.8	991.8	842.3
Subtotal of Adjustments	(962.7)	(363.7)	(1,826.8)	(1,447.8)	(992.2)
Cash Generated from Operations	4,337.8	4,010.7	1,882.8	2,556.5	2,145.2
Less: Direct Taxes Paid (net of refunds)	(1,056.4)	(1,110.6)	(1,102.3)	(966.0)	(665.9)
Cash Flow before extraordinary items					
Net Cash generated Operating Activities	**3,281.4**	**2,900.1**	**780.5**	**1,590.5**	**1,479.3**
B. Cash Flow from Investing Activities:					
Purchases of Fixed Assets	(1,381.5)	(1,036.0)	(2,348.2)	(2,493.7)	(1,203.2)
Sale of Fixed Assets	28.0	32.5	13.3	13.1	-
(Purchase)/Sale of Investments (Net)	1,028.3	24.8	(281.0)	(2,612.2)	(322.5)
Payment on acquisition of Subsidiaries (net of cash acquired)	(2,074.0)	(49.3)	(735.3)	(108.0)	(887.0)
(Investments)/Redemption in Real Estate Fund	227.4	(1,198.7)	(1,250.0)	-	-
(Investments)/Redemption of Bank Deposits having maturity of more than 3 months	(1,405.8)	3,565.3	(1,046.8)	1,844.2	(6,801.9)
Dividend Received	3.1	5.6	4.6	2.6	1.6
Interest Received	887.2	2,005.2	1,575.2	849.0	978.9
Rent Received	34.1	104.0	33.0	30.0	6.2
Income from Investment in funds	283.2	51.0	-	-	-
Net Cash from (used in)/generated from investing Activities	**(2,370.0)**	**3,504.4**	**(4,035.2)**	**(2,475.0)**	**(8,227.9)**
C. Cash Flow from Financing Activities:					
Proceeds/(Repayment) of Long Term Borrowings (Net)	(1,082.2)	(845.4)	(396.2)	338.0	1,637.5
Proceeds/(Repayment) of Short Term Borrowings (Net)	1,953.6	(3,886.2)	5,266.4	307.9	6,563.5
Dividends and Corporate Dividend Tax paid	(566.7)	(318.6)	(517.1)	(209.1)	-
Increase/(decrease) in capital leases	(29.3)	(35.2)	0.2	(0.1)	(0.1)
Interest Paid	(793.2)	(914.1)	(796.9)	(547.0)	(412.2)
Net Cash (used in)/generated from Financing Activities	**(517.8)**	**(5,999.5)**	**3,556.4**	**(110.7)**	**7,788.7**
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	393.6	405.0	301.7	(995.2)	1,040.1
Opening Cash and Cash Equivalents	1,008.2	573.1	263.5	1,239.6	199.8
Foreign exchange difference on cash & cash equivalent	(5.7)	30.0	7.9	19.1	(0.3)
Closing Cash and Cash Equivalents	**1,396.0**	**1,008.2**	**573.1**	**263.5**	**1,239.6**

Reservations, qualifications and adverse remarks in the last five fiscal years

Nil

Change in accounting policies in the last five years

a) Restated standalone financial Statements

Product development charges and cost of exhibit batches expensed off

During the year ended March 31, 2013, the Company had capitalised research related expenditure incurred as intangible asset under development. The Company had subsequently charged off these expenses to the Statement of profit and loss. For the purpose of this statement, these expenses have been charged off to the statement of profit and loss in the year in which they were incurred.

b) Restated consolidated financial statements

1) Product development charges and cost of exhibit batches expensed off

During the year ended March 31, 2013, the Company had capitalised research related expenditure incurred as intangible asset under development. The Company had subsequently charged off these expenses to the Statement of profit and loss. For the purpose of this statement, these expenses have been charged off to the statement of profit and loss in the year in which they were incurred.

2) Change in method of depreciation

During the year ended March 31, 2013, Enzene Biosciences Limited had changed the method of depreciation from Written down value method (WDV) to Straight line method (SLM). The depreciation figures appearing in the audited consolidated financial statements for the years ended March 31, 2013, March 31, 2012 and March 31, 2011 has been restated to reflect consistent accounting policy across all years presented. The net block of fixed assets has been accordingly changed in each of the financial years ending March 31, 2013, March 31, 2012 and March 31, 2011.

THE OFFER

The following table summarises the Offer details

Initial public offering of Equity Shares by way of an offer for sale	Up to 12,853,442 Equity Shares* aggregating to ₹[●] million
The Offer consists of	
Employee Reservation Portion[##]	Up to [●] Equity Shares
Net Offer	[●] Equity Shares
of which:	
1. QIB Portion**	Up to [●] Equity Shares
Of which	
Anchor Investor Portion[#]	Up to [●] Equity Shares
Net QIB Portion of which:	[●] Equity Shares
Available for allocation to Mutual Funds only (5% of the QIB Portion (excluding the Anchor Investor Portion))	[●] Equity Shares
Balance for all QIBs (including Mutual Funds)	[●] Equity Shares
2. Non-Institutional Portion**	Not less than [●] Equity Shares
3. Retail Portion[##]**	Not less than [●] Equity Shares
Pre and post Offer Equity Shares	
Equity Shares outstanding prior to the Offer	119,565,000 Equity Shares
Equity Shares outstanding after the Offer	119,565,000 Equity Shares
Utilisation of net proceeds	Our Company will not receive any proceeds from the Offer.

Allocation to investors in all categories, except the Retail Portion and the Anchor Investor Portion, if any, shall be made on a proportionate basis.

* *The Offer has been authorized by a resolution of the Board of Directors dated June 29, 2015. The Selling Shareholders are offering up to 12,853,442 Equity Shares, comprising of the following, pursuant to their letters mentioned below:*

Sr. No.	Name of the Selling Shareholder	Number of Equity Shares Offered	Date of the consent letter and offer letter
1.	Nawal Kishore Singh	2,391,300	July 27, 2015
2.	Jayanti Sinha	1,434,780	July 27, 2015
3.	Rajesh Kumar	1,196,865	July 27, 2015
4.	Anju Singh	1,195,650	July 27, 2015
5.	Rekha Singh	1,195,650	July 27, 2015
6.	Anita Singh	1,184,400	July 27, 2015
7.	Rajeev Ranjan	997,658	July 27, 2015
8.	Prerana Kumar	985,199	July 27, 2015
9.	Prabhat Narain Singh	414,440	July 27, 2015
10.	Deepak Kumar Singh	303,845	July 27, 2015
11.	Kishore Kumar Singh	303,285	July 27, 2015
12.	Lalan Kumar Singh	301,282	July 27, 2015
13.	Tushar Kumar	247,520	July 27, 2015
14.	Krishna Singh	175,080	July 27, 2015
15.	Alok Kumar	156,550	July 27, 2015
16.	Ashok Kumar	155,990	July 27, 2015
17.	Madan Kumar Singh	154,166	July 27, 2015
18.	Raj Kumar Singh	59,782	July 27, 2015
	Total	**12,853,442**	

Note: The Equity shares offered by the Selling Shareholders are eligible for offer for sale in accordance with Regulation 26(6) of the SEBI ICDR Regulations. In terms of Rule 19(2)(b)(iii) of the SCRR and Regulation 41 of the SEBI ICDR Regulations, the Net Offer is being made for at least 10% of the post-Offer paid-up Equity Share capital of our Company.

***Undersubscription, if any, in any category, except in the QIP portion, would be allowed to be met with spill over from any other category or combination of categories at the discretion of our Company and the Selling Shareholders in consultation with the GCBRLMs.*

Our Company and the Selling Shareholders in consultation with the GCBRLMs may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis, in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds subject to valid Bids being received at or above the Anchor Investor Offer Price. For further details, please refer to the chapter "Offer Procedure" on page 476. In the event of under-subscription in the Anchor Investor Portion, the balance Equity Shares in the Anchor Investor Portion shall be added to the Net QIB Portion.

Any unsubscribed portion in the Employee reservation portion shall be added to the Net Offer. Our Company and the Selling Shareholders in consultation with the GCBRLMs may decide to offer an Employee Discount and Retail Discount of up to [●]% (equivalent of ₹[●]) per Equity Share and up to [●]% (equivalent of ₹[●]) per Equity Share, respectively, which shall be announced at least five Working Days prior to the Bid/ Offer Opening Date.

Allocation to all categories, except Anchor Investors, if any, and Retail Individual Investors, shall be made on a proportionate basis subject to valid Bids received at or above the Offer Price. Further, [●] Equity Shares shall be reserved for allocation on a proportionate basis to Eligible Employees, subject to valid Bids being received from them at or above the Offer Price. The allocation to each Retail Individual Bidder shall not be less than the minimum Bid Lot, subject to availability of equity shares in Retail Individual Bidder category, and the remaining available Equity Shares, if any, shall be Allocated on a proportionate basis.

For details of the Offer procedure, including the grounds for rejection of Bids, please refer to the chapter "*Offer Procedure*" on page 476. For details of the terms of the Offer, please refer to the chapter "*Terms of the Offer*" on page 473.

GENERAL INFORMATION

Our Company was incorporated as a private limited company 'Alkem Laboratories Private Limited' on August 8, 1973 at Patna under the Companies Act, 1956 and subsequently became a deemed public limited company under section 43A(2) of Companies Act, 1956 on October 26, 1988. Pursuant to our Company passing a resolution under section 21 of Companies Act, 1956 and upon issuance of a fresh certificate of incorporation consequent on change of name dated August 21, 2001, the name of our Company was changed to 'Alkem Laboratories Limited' with effect from October 26, 1988. For further details relating to incorporation, corporate structure, change in registered office of our Company, please refer to the chapter "*History and Certain Other Corporate Matters*" on page 158.

We are a leading Indian pharmaceutical company with global operations, engaged in the development, manufacture and sale of pharmaceutical and neutraceutical products. We produce branded generics, generic drugs, APIs and nutraceuticals, which we market in India and 55 countries internationally, primarily the United States. For further details refer to the chapter "*Our Business"* on page 129.

Registered Office and Corporate Office

Alkem House,
Senapati Bapat Marg,
Lower Parel,
Mumbai - 400 013,
Maharashtra, India.

Tel No: +91 22 3982 9999
Fax No: +91 22 2492 7190

Website: www.alkemlabs.com
Registration Number: 174201
Corporate Identity Number: U00305MH1973PLC174201

For details in changes in our registered office, please refer to chapter "*History and Certain Other Corporate Matters*" on page 158.

Address of the RoC

The RoC is located at the following address:

RoC, Maharashtra, Mumbai

100, Everest, Marine Drive,
Mumbai – 400 002,
Maharashtra, India.

Board of Directors

Our Board of Directors comprises of:

Name	Designation	DIN	Address
Samprada Singh	Chairman Emeritus	00760279	Budha Colony, Boring Road, Patna – 800 001, Bihar, India.
Basudeo N. Singh	Executive Chairman	00760310	31A, Suraiya Apartment, Sir Pochkhanawala Road, Worli Seaface, Worli, Mumbai – 400 030, Maharashtra, India.
Dhananjay Kumar Singh	Joint Managing Director	00739153	16, Vasudha Apartment, SH Tandel Marg, Prabhadevi, Mumbai – 400 025, Maharashtra, India.
Sandeep Singh	Joint Managing Director	01277984	403/ 404, Richoux Society, Junction of St. Joseph's road and Kantwadi road, Bandra (West), Mumbai – 400 050, Maharashtra, India.

Name	Designation	DIN	Address
Balmiki Prasad Singh	Executive Director	00739856	First Floor, Room No. 101, West More II, Plot 72A, Pochkhawala Road, Worli, Mumbai – 400 018, Maharashtra, India.
Mritunjay Kumar Singh	Executive Director	00881412	Flat – 41/42, Lords Apartments, 4th Floor, 6th Road, Almeida Park, Bandra West, Mumbai – 400 050.
Mangaldas Chhaganlal Shah	Independent Director	01353574	D-34/ 310, MIG, Gandhinagar, Bandra (East), Mumbai – 400 051, Maharashtra, India.
Arun Kumar Purwar	Independent Director	00026383	C-2303/ 4, Floor-23, Ashok Tower, 63/ 7-4, Dr. S S Rao Road, Parel, Mumbai - 400 012, Maharashtra, India.
Akhouri Maheshwar Prasad	Independent Director	07066439	158, First Floor, Pataliputra Colony, Patna – 800 013, Bihar, India.
Ranjal Laxmana Shenoy	Independent Director	00074761	A/ 2 Kamdar Park CHSL, Agar Bazar Off Gokhale Road, Dadar, Mumbai – 400 028, Maharashtra, India.
Sangeeta Kapiljit Singh	Independent Director	06920906	9-A, Harbour Heights, A Building, N.A. Sawant Marg, Colaba, Mumbai – 400 005, Maharashtra, India.
Sudha Ravi	Independent Director	06764496	704/A, 7th Floor, Joanna CHS. Manuel Gonsalves Road, Bandra (West), Mumbai – 400 050, Maharashtra, India.

For further details of our Board of Directors, please refer to the chapter "*Our Management – Board of Directors*" on page 174.

Chief Financial Officer

Mr. Rajesh Dubey is our Chief Financial Officer. His contact details are as follows:

Mr. Rajesh Dubey

Alkem House,
Senapati Bapat Marg,
Lower Parel,
Mumbai - 400 013,
Maharashtra, India.

Tel No: +91 22 3982 9773
Fax No: +91 22 2492 7190
Email: cfo@alkem.com

Senior Vice President Legal, Company Secretary and Compliance Officer

Mr. Manish Narang, the Senior Vice President, Legal, Company Secretary and Compliance Officer is the Compliance Officer for the Offer. His contact details are as follows:

Mr. Manish Narang

Alkem House,
Senapati Bapat Marg,
Lower Parel,
Mumbai - 400 013,
Maharashtra, India.

Tel No: +91 22 3982 9999
Fax No: +91 22 2492 7190
E-mail: investors@alkem.com

Bidders can contact the Compliance Officer, the Registrar to the Offer or the GCBRLMs, in case of any pre-Offer or post-Offer related problems, such as non-receipt of Allotment Advice, credit of allotted shares in the respective beneficiary account or refund orders, etc.

All grievances relating to the Offer may be addressed to the Registrar to the Offer giving full details such as name, address of the applicant, number of Equity Shares applied for, amount paid on application, application no and the Bank branch or collection centre where the application was submitted. All grievances relating to the ASBA process may be addressed either to (i) the concerned member of the Syndicate and the relevant SCSB, in the event of a Bid submitted by an ASBA Bidder at any of the Syndicate ASBA Centres, or (ii) the concerned Non-Syndicate Registered Broker and the relevant SCSB, in the event of a Bid submitted by an ASBA Bidder at any of the Non-Syndicate Broker Centres, or (iii) the Designated Branch of the SCSB where the Bid cum Application Form was submitted by the ASBA Bidder, giving full details such as name, address of the applicant, application number, number of Equity Shares applied for, amount paid on application, in the event of a Bid submitted directly with a Designated Branch by an ASBA Bidder; in both cases with a copy to the Registrar to the Offer. All grievances relating to Bids submitted through the Non-Syndicate Registered Broker may be addressed to the Stock Exchanges with a copy to the Registrar.

Global Co-ordinators and Book Running Lead Managers

Nomura Financial Advisory and Securities (India) Private Limited

Ceejay House, Level 11, Plot F,
Shivsagar Estate, Worli,
Mumbai – 400 018,
Maharashtra, India.

Tel.: +91 22 4037 4037;
Fax: +91 22 4037 4111;
Email: alkemipo@nomura.com
Website: www.nomuraholdings.com/company/group/asia/india/index.html;
Investor grievance email: investorgrievances-in@nomura.com;
Contact Person: Mr. Shreyance Shah
SEBI Regn. No.: INM000011419

Axis Capital Limited

1st Floor, Axis House,
C-2 Wadia International Centre,
P.B. Marg, Worli,
Mumbai – 400 025,
Maharashtra, India.

Tel.: +91 22 4325 2183
Fax: +91 22 4325 3000
Email : alkem.ipo@axiscap.in
Website: www.axiscapital.co.in
Investor grievance email: complaints@axiscap.in
Contact Person: Ms. Lakha Nair
SEBI Regn. No.: INM000012029

J.P. Morgan India Private Limited

J.P. Morgan Tower,
Off. C.S.T. Road, Kalina,
Santacruz (East),
Mumbai – 400 098,
Maharashtra, India.

Tel.: +91 22 6157 3000
Fax: +91 22 6157 3911
Email: ALL_IPO@jpmorgan.com
Website: www.jpmipl.com
Investor grievance email: investorsmb.jpmipl@jpmorgan.com
Contact Person: Ms. Prateeksha Runwal
SEBI Regn. No.: INM000002970

Edelweiss Financial Services Limited

14th Floor, Edelweiss House,
Off. C.S.T. Road,
Kalina,
Mumbai – 400 098,
Maharashtra, India.

Tel: +91 22 4086 3535
Fax +91 22 4086 3610
Email: al.ipo@edelweissfin.com
Website: www.edelweissfin.com
Investor grievance email: customerservice.mb@edelweissfin.com
Contact Person: Mr. Anshul Bansal/ Mr. Siddharth Shah
SEBI Regn. No.: INM0000010650

Syndicate Member(s)

[•]

Registrar to the Offer

Link Intime India Private Limited

C- 13, Pannalal Silk Mills Compound,

LBS Marg, Bhandup (West),
Mumbai – 400 078,
Maharashtra, India.
Tel: +91 22 6171 5400
Fax: +91 22 2596 0329
E-mail: all.ipo@linkintime.co.in
Website: www.linkintime.co.in
Investor Grievance E-mail:
all.ipo@linkintime.co.in
Contact Person: Mr. Sachin Achar
SEBI Regn. No.: INR000004058

Domestic Legal Counsel to the Company

Khaitan & Co

One Indiabulls Centre,
Tower 1, 13th Floor,
841, Senapati Bapat Marg,
Mumbai – 400 013,
Maharashtra, India.

Tel: +91 22 6636 5000
Fax: +91 22 6636 5050

Indian Legal Counsel to the GCBRLMs

Cyril Amarchand Mangaldas

5th Floor, Peninsula Chambers,
Peninsula Corporate Park,
Ganpatrao Kadam Marg,
Lower Parel, Mumbai – 400 013,
Maharashtra, India.

Tel: +9122 2496 4455
Fax: +9122 2496 3666

International Legal Counsel to the GCBRLMs

Clifford Chance Pte. Ltd.

12 Marina Boulevard, 25th Floor,
Marina Bay Financial Centre Tower 3,
Singapore – 018 982.

Tel: +65 6410 2200
Fax: +65 6410 2288

Statutory Auditor

B S R & Co. LLP,
Chartered Accountants

1st Floor, Lodha Excelus,
Apollo Mills Compound,
N M Joshi Marg, Mahalaxmi,
Mumbai - 400 011,
Maharashtra, India.

Tel: +91 22 3989 6000

Fax: +91 22 3090 2511
Email: ssshetty@bsraffiliates.com
Firm Registration No.: 101248W/ W-100022

Bankers to the Offer

[●]

Escrow Collection Bank

[●]

Refund Bank

[●]

Self-Certified Syndicate Banks

The list of banks that have been notified by SEBI to act as the SCSBs for the ASBA process is provided on the website of SEBI at http://www.sebi.gov.in. For details of the Designated Branches which shall collect Bid cum Application Forms from the ASBA Bidders, please refer to the above-mentioned link. Further, the branches of the SCSBs where the Syndicate at the Specified Locations could submit the Bid cum Application Form is provided on the website of SEBI at http://www.sebi.gov.in.

Non-Syndicate Registered Brokers

In accordance with SEBI Circular No. CIR/ CFD/ 14/ 2012 dated October 4, 2012, the investors can submit Bid cum Application Forms using the stock broker network of the stock exchanges i.e., through Non-Syndicate Registered Brokers at the Broker Centres. The Bid cum Application Forms will be made available by the Stock Exchanges on their websites/ broker terminals for download/ print in more than 1,000 centres which are part of the nationwide broker network of stock exchanges and where there is a presence of the brokers' terminals. The details of Non-Syndicate Registered Brokers and Broker Centres are available on the websites of BSE and NSE at http:/ / www.bseindia.com/ and http:/ / www.nseindia.com/, respectively.

Bankers to our Company/ Lenders

BNP Paribas

BNP Paribas House,
Bandra Kurla Complex, Bandra East,
Mumbai – 400 051,
Maharashtra, India.

Tel.: +91 22 6196 4000
Fax: +91 22 6196 5057
Email: Sunil.lobo@asia.bnpparibas.com
Website: www.bnpparibas.co.in
Contact Person: Mr. Sunil Lobo

Citibank N. A.

FIFC, C-54 & 55, G Block,
Bandra Kurla Complex, Bandra East,
Mumbai – 400 051,
Maharashtra, India.

Tel.: +91 22 6175 6132
Fax: +91 22 2653 2108
Email: Chirag.sheth@citi.com
Website: www.citibank.co.in
Contact Person: Mr. Chirag Sheth

Dena Bank

467 A Vora Bhavan,
Matunga,
Mumbai – 400 019,
Maharashtra, India.

Tel.: +91 22 2402 3892
Fax: +91 22 2409 5618
Email: mahesh@denabank.co.in
Website: www.denabank.com
Contact Person: Mr. Kanagasabapathy V

Housing Development Finance Corporation Limited

Ramon House, Ground Floor,
H T Parekh Marg, 169, Backbay Reclamation,
Churchgate, Mumbai – 400 200,
Maharashtra, India.

Tel.: +91 22 6176 6237
Fax: +91 22 2281 1205
Email: Iravatib@hdfc.com
Website: www.hdfc.com
Contact Person: Mr. Iravati N Narvekar

HDFC Bank Limited

Unit No. 401 & 402,
4th Floor, Tower – B, Peninsula Business Park,
Lower Parel (W),
Mumbai – 400 013,
Maharashtra, India.

Tel.: +91 22 3395 8109
Fax: +91 22 3078 8579
Email: sravan.bhandekar@hdfcbank.com
Website: www.hdfcbank.com
Contact Person: Mr. Sravan Bhandekar

HSBC Bank Limited

52/60, M G Road,
Fort,
Mumbai – 400 001,
Maharashtra, India.

Tel.: +91 22 6628 3742
Fax: +91 22 6653 6015
Email: anuragtripathi@hsbc.co.in
Website: www.hsbc.co.in
Contact Person: Mr. Anurag Tripathi

Kotak Mahindra Bank Limited

27 BKC, 2nd Floor,
Plot No. C – 27, G Block,
Bandra Kurla Complex, Bandra East,
Mumbai – 400 051,
Maharashtra, India.

Tel.: +91 22 6605 6588
Fax: +91 22 6713 2416
Email: cmsipo@kotak.com
Website: www.kotak.com
Contact Person: Mr. Prashant Sawant

The Saraswat Co-op Bank Limited

Kanchwala Building,
Dr. Annie Besant Road,
Opposite Old Passport Office, Worli,
Mumbai – 400 030,
Maharashtra, India.

Tel.: +91 22 2467 1261/ 1262
Fax: +91 22 2433 3546
Email: gd_sawant@saraswatbank.com
Website: www.saraswatbank.com
Contact Person: Ms. Gauri Dilip Sawant

State Bank of India

Industrial Finance Branch,
Shivsagar Estate,
1st Floor, Worli,
Mumbai – 400 018,
Maharashtra, India.

Tel.: +91 22 2494 2702/ 2493 8000/ 2497 2744
Fax: +91 22 2495 1131
Email: sbi.04779@sbi.co.in
Website: ww.sbi.co.in
Contact Person: Mr. Prasad G Deodhar

The Bank of Nova Scotia

Mittal Tower, B – Wing,
Ground Floor,
Nariman Point,
Mumbai – 400 021,
Maharashtra, India.

Tel.: +91 22 6636 4200
Fax: +91 22 2287 3125
Email: bns.mumbai@scotibank.com
Website: www.scotiabank.com
Contact Person: Mr. Manish Sehgal

Union Bank of India

Shop No. 5-6,
Fauzi Complex,
Sai Road Baddi,
Solan – 173 205,
Himachal Pradesh, India.

Tel.: + 91 1795 650617/ 245141
Fax: +91 1795 245141
Email: cbsbaddi@unionbankofindia.com
Website: www.unionbankofindia.com
Contact Person: Mr. Virender Paul

YES Bank Limited

Indiabulls Finance Centre,
Tower 2, 26th Floor,
Senapati Bapat Marg, Elphinstone (W),
Mumbai – 400 013,
Maharashtra, India.

Tel.: +91 22 3347 9342
Fax: +91 22 2497 4884
Email: ankurkumar.mody@yesbank.in
Website: www.yesbank.in
Contact Person: Mr. Ankur Kumar Mody

Inter se allocation of responsibilities

The following table sets forth the inter se allocation of responsibilities for various activities among the GCBRLMs for the Offer:

Sr. No.	Activity	Responsibility	Co-ordination
1.	Capital structuring with relative components and formalities such as type of instruments, etc.	Nomura, Axis, Edelweiss and JPM	Nomura
2.	Pre Offer – Due Diligence on the Company, DRHP Drafting, compliance and completion of prescribed formalities with the Stock Exchanges, RoC and SEBI including finalization of RHP, Prospectus and SEBI, RoC filing and co-ordination of all agreements namely Offer agreement, Registrar agreement, Syndicate agreement, Escrow agreement and Underwriting agreement	Nomura, Axis, Edelweiss and JPM	Nomura
3.	Drafting and approval of all publicity material including statutory advertisement, corporate advertisement, brochure, etc.	Nomura, Axis, Edelweiss and JPM	Edelweiss
4.	Appointment of other intermediaries including Bankers to the Offer, Printers and PR Agency; Registrar, Grading and Monitoring Agency, as applicable	Nomura, Axis, Edelweiss and JPM	Edelweiss
5.	Non-Institutional and Retail Marketing of the Offer, which will cover, *inter alia*, • Formulating marketing strategies, preparation of publicity budget; • Finalizing Media and PR strategy • Finalizing centres for holding conferences for brokers etc. • Follow-up on distribution of publicity and Offer material including form, prospectus and deciding on the quantum of the Offer material; and finalizing collection centres	Nomura, Axis, Edelweiss and JPM	Axis
6.	International Institutional Marketing of the Offering, which will cover, *inter alia*, • Finalizing the list and division of investors for one to one meetings; and • Finalizing road show schedule and investor meeting schedules	Nomura, Axis, Edelweiss and JPM	Nomura
7.	Domestic Institutional Marketing of the Offering, which will cover, *inter alia*, • Finalizing the list and division of investors for one to one meetings; and • Finalizing road show schedule and investor meeting schedules	Nomura, Axis, Edelweiss and JPM	JPM
8.	Preparation of roadshow presentation	Nomura, Axis, Edelweiss and JPM	JPM
9.	Preparation of the FAQs	Nomura, Axis, Edelweiss and JPM	Edelweiss
10.	Finalization of pricing in consultation with the Company and Managing the book	Nomura, Axis, Edelweiss and JPM	JPM
11.	Co-ordination with the Stock Exchanges for book building software, bidding terminals and mock trading	Nomura, Axis, Edelweiss and JPM	Edelweiss
12.	Post-Bidding activities – co-ordination on Anchor, management of escrow accounts, co-ordination of non-institutional and institutional allocation, intimation of allocation and dispatch of refunds to Bidders, etc. The Post Offer activities for the Offer will involve essential follow up steps, which include the finalisation of basis of allotment, dispatch of refunds, demat and delivery of shares, finalisation of listing and trading of instruments with the various agencies connected with the work such as the Registrar(s) to the Offer and Escrow Collection and Refund Banks. The GCBRLMs shall be responsible for ensuring that these agencies fulfill their functions and enable it to discharge this responsibility through suitable agreements with our Company	Nomura, Axis, Edelweiss and JPM	Axis
13.	Payment of the applicable Securities Transaction Tax on sale of unlisted equity shares by the Selling Shareholders under the offer for sale included in the Offer to the Government and filing of the STT return by the prescribed due date as per Chapter VII of Finance (No. 2) Act, 2004	Nomura, Axis, Edelweiss and JPM	Axis

Credit Rating

As this is an Offer of Equity Shares, credit rating is not required.

Experts

Our Company has received written consent from the Statutory Auditors namely, B S R & Co. LLP, Chartered Accountants, to include its name as an expert under section 26 (1)(a)(v) of the Companies Act, 2013 in this Draft Red Herring Prospectus and as 'Expert' as defined under section 2 (38) of the Companies Act, 2013, in relation to the examination reports dated June 29, 2015 on the restated standalone and consolidated financial information of our Company and the statement of tax benefits dated July 27, 2015, included in this Draft Red Herring Prospectus and such consent has not been withdrawn up to the time of delivery of this Draft Red Herring Prospectus.

Trustees

As this is an Offer of Equity Shares, the appointment of trustees is not required.

Monitoring Agency

The Offer being an offer for sale, our Company will not receive any proceeds from the Offer and is not required to appoint a monitoring agency for the Offer.

Appraising Agency

The Offer being an offer for sale, our Company will not receive any proceeds from the Offer and is not required to appoint an appraising agency.

Book Building Process

Book building, with reference to the Offer, refers to the process of collection of Bids on the basis of the Red Herring Prospectus and the Bid cum Application Forms. The Price Band, the minimum Bid Lot for the Offer, Retail Discount and Employee Discount, will be decided by our Company and the Selling Shareholders, in consultation with the GCBRLMs, and advertised at least five days prior to the Bid/ Offer Opening Date and shall be made available to the Stock Exchanges for the purpose of uploading on their website. The Offer Price will be finalized after the Bid/ Offer Closing Date. The principal parties involved in the Book Building Process are:

- Our Company;
- The Selling Shareholders;
- The GCBRLMs;
- The Syndicate Member(s);
- Non-Syndicate Registered Brokers;
- SCSBs through whom ASBA Bidders would subscribe in this Offer;
- The Registrar to the Offer; and
- Escrow Collection Bank(s).

Pursuant to Rule 19 (2)(b)(iii) of the SCRR, the Net Offer is being made for at least 10% of the post-Offer paid-up Equity Share capital of our Company, subject to valid Bids being received at or above the Offer Price. In terms of the SEBI ICDR Regulations, the Offer is being made through the Book Building Process, wherein 50% of the Net Offer shall be allotted on a proportionate basis to QIBs, of which 5% (excluding Anchor Investor Portion) shall be reserved for allocation on a proportionate basis to Mutual Funds only. However, in the event of under-subscription in the Mutual Fund Portion, the balance Equity Shares in the Mutual Fund Portion will be added to the Net QIB Portion and allocated to QIBs (including Mutual Funds) on a proportionate basis (except to Anchor Investors), subject to valid Bids at or above Offer Price. Up to 60% of the QIB Portion shall be available for allocation to Anchor Investors at the Anchor Investor Offer Price on a discretionary basis subject to minimum of two Anchor Investors and one-third of the Anchor Investor Portion shall be available for allocation to domestic Mutual Funds. An Anchor Investor shall make a minimum Bid of such number of Equity Shares that the Bid Amount is at least ₹100 million. In the event of under-subscription or non-Allotment in the Anchor Investor Portion, the balance Equity Shares in the Anchor Investor Portion shall be added to the Net QIB Portion.

Such number of Equity Shares representing 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to QIBs including Mutual Funds, subject to valid Bids being received from them at or above the Offer Price. In the event that the demand from Mutual Funds is greater than [●] Equity Shares, allocation shall be made to Mutual Funds proportionately, to the extent of the Mutual Fund Portion. The remaining demand by the Mutual Funds shall, as part of the aggregate demand by QIBs, be available for allocation proportionately out of the remainder of the Net QIB Portion, after excluding the allocation in the Mutual Fund Portion. However, in the event of under-subscription in the Mutual Fund Portion, the balance Equity Shares in the Mutual Fund Portion will be added to the Net QIB Portion and allocated to QIBs (including Mutual Funds) on a proportionate basis, subject to valid Bids at or above Offer Price.

Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Investors.

Not less than 35% of the Net Offer shall be available for allocation to Retail Individual Investors, subject to valid Bids being received from them at or above the Offer Price such that subject to availability of Equity Shares, a Retail Individual Bidder is allotted not less than the minimum Bid Lot, and the remaining Equity Shares, if available, are allotted on a proportionate basis.

Any unsubscribed portion in Employee Reservation Portion shall be added to the Net Offer to the public. Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in the Non-Institutional Portion and Retail Portion would be allowed to be met with spill over from other categories or a combination of categories at the discretion of our Company and the Selling Shareholders, in consultation with the GCBRLMs and the Designated Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories.

QIBs (other than Anchor Investors) and Non-Institutional Investors shall compulsorily submit their Bids under the "ASBA Process", which would entail blocking of funds in the investor's bank account rather than immediate transfer of funds to the respective Escrow Accounts. Retail Individual Investors have the option of submitting their Bids under the ASBA Process or through cheques/ demand drafts. Anchor Investors are not permitted to participate through the ASBA process.

In accordance with the SEBI ICDR Regulations, QIBs bidding in the QIB Portion and the Non-Institutional Investors bidding in the Non-Institutional Portion are not allowed to withdraw or lower their Bid(s) (both in terms of number of Equity Shares and amount) at any stage during the Offer or after the Bid/ Offer Closing Date. **Retail Individual Investors and Eligible Employees bidding in the Employee Reservation Category can revise their Bids during the Bid/Offer Period and withdraw their Bids until finalisation of the Basis of Allotment. Anchor Investors cannot withdraw their Bids after the Anchor Investor Bid/ Offer Period.** Allocation to the Anchor Investors will be on a discretionary basis.

For further details relating to book building, please refer to "*Offer Procedure - Book Building Procedure*" on page 476.

Our Company and the Selling Shareholders will comply with the SEBI ICDR Regulations and any other directions issued by SEBI for this Offer. In this regard, our Company and the Selling Shareholders have appointed Nomura, Axis, Edelweiss and JPM as the GCBRLMs to manage the Offer and procure subscriptions to the Offer.

The process of Book Building under the SEBI ICDR Regulations is subject to change from time to time and Bidders are advised to make their own judgment about investment through this process prior to making a Bid or application in the Offer.

Illustration of Book Building and Price Discovery Process *(Investors should note that this example is solely for illustrative purposes and is not specific to the Offer. This example does not take into account, Bidding by Anchor Investors)*

Bidders can bid at any price within the price band. For instance, assume a price band of ₹20 to ₹24 per equity share, issue size of 3,000 equity shares and receipt of five bids from bidders, details of which are shown in the table below. A graphical representation of the consolidated demand and price would be made available at the bidding centres during the bidding period. The illustrative book below shows the demand for the equity shares of the issuer company at various prices and is collated from bids received from various investors.

Bid quantity	Bid price (₹)	Cumulative quantity	Subscription
500	24	500	16.7%
1,000	23	1,500	50.0%
1,500	22	3,000	100.0%
2,000	21	5,000	166.7%
2,500	20	7,500	250.0%

The price discovery is a function of demand at various prices. The highest price at which the issuer is able to issue the desired number of equity shares is the price at which the book cuts off, i.e., ₹22 in the above example. The issuer and the Selling Shareholders, in consultation with the book running lead managers will finalise the issue price at or below such cut-off price, i.e., at or below ₹22. All bids at or above this issue price and cut-off bids are valid bids and are considered for allocation in the respective categories.

Steps to be taken by the Bidders for Bidding

1. Check eligibility for making a Bid (please refer to "*Offer Procedure – Who Can Bid?*" on page 477. Please note that all Bidders other than Anchor Investors are entitled to Bid *via* ASBA;

2. Ensure that you have an active demat account and the demat account details are correctly mentioned in the Bid cum Application Form;

3. Ensure that the Bid cum Application Form is duly completed as per instructions given in the Red Herring Prospectus and in the Bid cum Application Form;

4. Except for Bids (i) on behalf of the Central or State Governments and the officials appointed by courts, who, in terms of a SEBI circular dated June 30, 2008, may be exempt from specifying their PAN for transacting in the securities market, and (ii) Bids by persons resident in the State of Sikkim, who, in terms of the SEBI circular dated July 20, 2006, may be exempted from specifying their PAN for transacting in the securities market, for Bids of all values, ensure that you have mentioned your PAN allotted under the Income Tax Act in the Bid cum Application Form. In accordance with the SEBI ICDR Regulations, the PAN would be the sole identification number for participants transacting in the securities market, irrespective of the amount of transaction. For further details please refer to "*Offer Procedure – FIELD NUMBER 2: PAN NUMBER OF SOLE/ FIRST BIDDER/ APPLICANT*" on page 496;

5. Ensure the correctness of your Demographic Details given in the Bid cum Application Form with the details recorded with your Depository Participant;

6. Ensure the correctness of your PAN, beneficiary account number, DP ID and Client ID given in the Bid cum Application Form. Based on these parameters, the Registrar will obtain details of the Bidders from the Depositories including the Bidder's name and bank account number, among others;

7. Bids by ASBA Bidders will have to be submitted to the Designated Branches of the SCSBs or Syndicate member(s) at Syndicate ASBA Centres or the Non-Syndicate Broker Centre with the Non-Syndicate Registered Brokers, in physical form. It may also be submitted in electronic form to the Designated Branches of the SCSBs only. ASBA Bidders should ensure that their bank accounts have adequate credit balance at the time of submission of the Bid cum Application Form to the SCSB, Non-Syndicate Registered Brokers or Syndicate to ensure that the Bid cum Application Form is not rejected;

8. Bids by QIBs (other than Anchor Investors) and Non-Institutional Investors will only have to be submitted through the ASBA process.

9. Bids by Non-ASBA Bidders will have to be submitted to the Syndicate (or their authorised agents) or the Non-Syndicate Registered Brokers.

For further details for the method and procedure for Bidding, please refer to the chapter "*Offer Procedure - Instructions for Filing the Bid Cum Application Form/ Application Form*" on page 493.

Withdrawal of the Offer

Our Company and the Selling Shareholders, in consultation with the GCBRLMs, reserve the right not to proceed with the Offer at any time after the Bid/ Offer Opening Date but before our Board of Director's meeting for Allotment. In such an event our Company and the Selling Shareholders would issue a public notice in the newspapers, in which the pre-Offer advertisements were published, within two days of the Bid/ Offer Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Offer. The GCBRLMs, through the Registrar to the Offer, shall notify the SCSBs to unblock the bank accounts of the ASBA Bidders within one day of receipt of such notification. Our Company shall also promptly inform the Stock Exchanges on which the Equity Shares were proposed to be listed.

If our Company and the Selling Shareholders withdraw the Offer after the Bid/ Offer Closing Date and thereafter determine that they will proceed with an issue of our Company's Equity Shares or offer for sale by our shareholders, our Company shall file a fresh draft red herring prospectus with SEBI.

Notwithstanding the foregoing, the Offer is also subject to obtaining (i) the final listing and trading approvals of the Stock Exchanges, which our Company shall apply for after Allotment, and (ii) the final RoC approval of the Prospectus after it is filed with the Stock Exchanges.

Underwriting Agreement

After the determination of the Offer Price and allocation of the Equity Shares, but prior to the filing of the Prospectus with the RoC, our Company and the Selling Shareholders will enter into an Underwriting Agreement with the Underwriters for the Equity Shares proposed to be offered through the Offer. It is proposed that pursuant to the terms of the Underwriting Agreement, the GCBRLMs shall be responsible for bringing in the amount devolved in the event that the Syndicate member(s) do not fulfil their underwriting obligations. Pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriters are several and are subject to certain conditions to closing, to be specified there in the Underwriting Agreement is dated [●], and has been approved by our Board of Directors / committee thereof and the Selling Shareholders.

The Underwriters have indicated their intention to underwrite the following number of Equity Shares:

(This portion has been intentionally left blank and will be filled in before filing of the Prospectus with the RoC)

Name, address, telephone, fax, and e-mail of the underwriters	Indicated number of Equity Shares to be underwritten	Amount underwritten *(₹ in Million)*
[●]	[●]	[●]
[●]	[●]	[●]
[●]	[●]	[●]
[●]	[●]	[●]

The abovementioned would be finalized after the pricing and actual allocation of the Equity Shares is determined.

In the opinion of our Board of Directors (based on a certificate given by the Underwriters), the resources of the above mentioned Underwriters are sufficient to enable them to discharge their respective underwriting obligations in full. The abovementioned Underwriters are registered with SEBI under section 12(1) of the SEBI Act or registered as brokers with the Stock Exchange(s).

Allocation among the Underwriters may not necessarily be in proportion to their underwriting commitments set forth in the table above. Notwithstanding the above table, the GCBRLMs and the Syndicate Member(s) shall be responsible for ensuring payment with respect to Equity Shares allocated to investors procured by them. In the event of any default in payment, the respective Underwriter, in addition to other obligations defined in the underwriting agreement, will also be required to procure/ subscribe to Equity Shares to the extent of the defaulted amount. If the Syndicate Member(s) fails to fulfil its underwriting obligations as set out in the Underwriting Agreement, the GCBRLMs shall fulfil the underwriting obligations in accordance with the provisions of the Underwriting Agreement.

The underwriting arrangements mentioned above shall not apply to the subscriptions by the ASBA Bidders in this Offer, except for ASBA Bids procured by the Syndicate Member(s). The underwriting agreement shall list out the role and obligations of each Syndicate Member.

CAPITAL STRUCTURE

The share capital of our Company as of the date of this Draft Red Herring Prospectus, before the Offer and after the Offer, is set forth below:

(in ₹ except share data)

Sr. No.	Particulars	Aggregate value at face nominal value	Aggregate value at Offer Price
A	**Authorised share capital**		
	250,000,000 Equity Shares (of face value ₹2 each)	500,000,000	N.A.
B	**Issued, subscribed and paid up capital before the Offer**		
	119,565,000 Equity Shares	239,130,000	N.A.
C	**Present Offer in terms of this Draft Red Herring Prospectus**		
	Offer for Sale***** of up to 12,853,442** Equity Shares	25,706,884	[●]
	Out of the above		
D	**Employee Reservation Portion**		
	Up to [●] Equity Shares	[●]	[●]
E	**Issued, subscribed and paid up equity capital after the Offer**		
	119,565,000 Equity Shares	239,130,000	[●]
F	**Share premium account**		
	Before the Offer	Nil	
	After the Offer	Nil	

* *The Equity Shares being offered by the Selling Shareholders in the Offer in accordance with Regulation 26(6) of SEBI ICDR Regulations are eligible for being offered for sale in the Offer. The Offer has been authorized by a resolution of the Board of Directors dated June 29, 2015.*

** *The Selling Shareholders are offering up to 12,853,442 Equity Shares, comprising of the following, pursuant to their letters mentioned below:*

Sr. No.	Name of the Selling Shareholder	Number of Equity Shares offered	Date of the consent letter and offer letter
1.	Nawal Kishore Singh	2,391,300	July 27, 2015
2.	Jayanti Sinha	1,434,780	July 27, 2015
3.	Rajesh Kumar	1,196,865	July 27, 2015
4.	Anju Singh	1,195,650	July 27, 2015
5.	Rekha Singh	1,195,650	July 27, 2015
6.	Anita Singh	1,184,400	July 27, 2015
7.	Rajeev Ranjan	997,658	July 27, 2015
8.	Prerana Kumar	985,199	July 27, 2015
9.	Prabhat Narain Singh	414,440	July 27, 2015
10.	Deepak Kumar Singh	303,845	July 27, 2015
11.	Kishore Kumar Singh	303,285	July 27, 2015
12.	Lalan Kumar Singh	301,282	July 27, 2015
13.	Tushar Kumar	247,520	July 27, 2015
14.	Krishna Singh	175,080	July 27, 2015
15.	Alok Kumar	156,550	July 27, 2015
16.	Ashok Kumar	155,990	July 27, 2015
17.	Madan Kumar Singh	154,166	July 27, 2015
18.	Raj Kumar Singh	59,782	July 27, 2015
	Total	**12,853,442**	

Changes in authorized share capital of our Company

Date of shareholder's resolution	Cumulative number of Equity Shares	Authorized share capital (in ₹)	Face value (in ₹)	Details of changes
Incorporation	5,000	500,000	100	Original authorised share capital as mentioned in the MOA at the time of incorporation

Date of shareholder's resolution	Cumulative number of Equity Shares	Authorized share capital (in ₹)	Face value (in ₹)	Details of changes
February 21, 1976	15,000	1,500,000	100	Increase of authorised share capital by 10,000 Equity Shares of ₹100 each
June 25, 1983	24,000	2,400,000	100	Increase of authorised share capital by 9,000 Equity Shares of ₹100 each
September 29, 1994	10,000,000	100,000,000	10	Sub-division of the authorized share capital of ₹100,000,000 of ₹100 each, into 10,000,000 Equity Shares of ₹10 each and Increase of authorised share capital by 9,760,000 Equity Shares of ₹10 each
August 19, 2006	15,000,000	150,000,000	10	Increase of authorised share capital by 5,000,000 Equity Shares of ₹10 each
March 16, 2015	250,000,000	500,000,000	2	Sub-division of the authorized share capital of ₹150,000,000 of ₹10 each, into 75,000,000 Equity Shares of ₹2 each and Increase of authorised share capital by 175,000,000 Equity Shares of ₹2 each

Notes to capital structure

1. **Equity Share capital history of our Company**

   a) *The history of the equity share capital of our Company is provided in the following table:*

Date of allotment	No. of Equity Shares	Face value (₹)	Issue price (₹)	Nature of consideration	Reason for allotment	Cumulative number of Equity Shares	Cumulative paid up capital (₹)
August 29, 1973	150	100	100	Cash	Allotment to the first subscribers to the MOA	150	15,000
December 1, 1973	1,250	100	100	Cash	Allotment	1,400	140,000
December 29, 1973	2,868	100	100	Cash	Allotment	4,268	426,800
March 30, 1976	1,732	100	100	Cash	Allotment	6,000	600,000
June 3, 1976	1,000	100	100	Cash	Allotment	7,000	700,000
December 31, 1976	1,000	100	100	Cash	Allotment	8,000	800,000
July 30, 1977	250	100	100	Cash	Allotment	8,250	825,000
September 30, 1977	1,000	100	100	Cash	Allotment	9,250	925,000
December 31, 1977	750	100	100	Cash	Allotment	10,000	1,000,000
November 18, 1978	1,351	100	100	Cash	Allotment	11,351	1,135,100
December 30, 1978	1,349	100	100	Cash	Allotment	12,700	1,270,000
December 31, 1981	2,300	100	100	Cash	Allotment	15,000	1,500,000
July 23, 1984	5	100	100	Cash	Allotment	15,005	1,500,500
March 31, 1994	7,235	100	100	Cash	Allotment	22,240	2,224,000
October 31, 1994	Sub-division of face value from ₹100 each to ₹10 each	10	-	Sub-division	-	222,400	2,224,000
March 31, 1995	2,891,200	10	-	Other than cash	Bonus issue -13 Equity Shares of ₹10 issued for every 1 Equity Share of ₹10 held	3,113,600	31,136,000
July 8, 1996	219,000	10	10	Cash	Allotment	3,332,600	33,326,000

Date of allotment	No. of Equity Shares	Face value (₹)	Issue price (₹)	Nature of consideration	Reason for allotment	Cumulative number of Equity Shares	Cumulative paid up capital (₹)
November 8, 1996	167,400	10	10	Cash	Allotment	3,500,000	35,000,000
March 31, 2001	2,478,250	10	-	Other than cash	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited*	5,978,250	59,782,500
October 18, 2006	5,978,250	10	-	Other than cash	Bonus issue -1 Equity Share of ₹10 issued for every 1 Equity Share of ₹10 held	11,956,500	119,565,000
March 16, 2015	Sub-division of face value from ₹10 each to ₹2 each	2	-	Sub-division	-	59,782,500	119,565,000
March 16, 2015	59,782,500	2	-	Other than cash	Bonus issue -1 Equity Share issued for every 1 Equity Share held	119,565,000	239,130,000
Total						**119,565,000**	**239,130,000**

** Our Company issued 70 fully paid up equity share of ₹10 each of our Company, for every one equity shares of ₹100 each of Indo Propkem Limited and one fully paid up equity share of ₹10 each of our Company, for every four equity shares of ₹100 each of Startronic Pharmachem Private Limited.*

b) *The details of the Equity Shares allotted for consideration other than cash is provided in the following table:*

Date of allotment of the Equity Shares	Name of the allottee	Number of the Equity Shares	Face value (₹)	Issue price (₹)	Reasons for allotment	Benefits accrued to our Company
March 31, 1995	Equity shareholders of our Company	2,891,200	10	-	Bonus issue* of 13 Equity Shares of ₹10 issued for every 1 Equity Share of ₹10 held, authorised by our shareholders through a resolution passed on March 25, 1995	-
March 31, 2001	Equity shareholders of our Company	2,478,250	10	-	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	Business Structuring
October 18, 2006	Equity shareholders of our Company	5,978,250	10	-	Bonus issue* of 1 Equity Share of ₹10 issued for every 1 Equity Share of ₹10 held, authorised by our shareholders through a resolution passed on August 19, 2006	-
March 16, 2015	Equity shareholders of our Company	59,782,500	2	-	Bonus issue* of 1 Equity Share issued for every 1 Equity Share held, authorised by our shareholders through a resolution passed on March 16, 2015	-

**undertaken through capitalisation of general reserves of our Company*

c) As on the date of this Draft Red Herring Prospectus, our Company has not issued any preference shares.

2. Our Company has not issued or allotted any Equity Shares in terms of any scheme approved under sections 391-394 of the Companies Act, 1956 except amalgamation of Startronic Pharmachem Private Limited and

Indo Propkem Limited with our Company as mentioned above. For details, please refer to, "*History and Certain Corporate Matters – Summary of Key Agreements - Scheme of arrangement and amalgamations*" on page 161.

3. Since incorporation, our Company has not revalued any of its fixed assets.

4. Our Company has not issued any Equity Shares at a price which may be lower than the Offer Price in the preceding one year from the date of Draft Red Herring Prospectus.

5. **Build-up of Promoters' Shareholding, Promoters' contribution and Lock-in**

As on the date of this Draft Red Herring Prospectus, our Promoters hold 64,302,440 Equity Shares, constituting 53.78% of the issued, subscribed and paid-up Equity Share capital of our Company. The details regarding our Promoters' shareholding in our Company is set out below.

A. Build-up of Equity Shares held by our Promoters

The Equity Shares held by our Promoters were acquired/ allotted in the following manner:

i. Mr. Samprada Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue/ transfer price per Equity Share (₹)	Nature of consideration
1.	December 1, 1973	Allotment	150	100	100	Cash
2.	December 29, 1973	Allotment	100	100	100	Cash
3.	June 3, 1976	Allotment	32	100	100	Cash
4.	November 18, 1978	Allotment	200	100	100	Cash
5.	December 30, 1978	Allotment	100	100	100	Cash
6.	December 31, 1981	Allotment	700	100	100	Cash
7.	June 21, 1988	Transfer from Ram Ayoudhya Singh	150	100	100	Cash
8.		Transfer from Sushila Singh	150	100	100	Cash
9.	March 31, 1994	Allotment	770	100	100	Cash
10.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	23,520*	10		
11.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	305,760	10	-	Other than cash
12.	October 24, 1998	Transfer from Protomed Private Limited	840	10	10	Cash
13.	October 2, 2000	Transfer to Nawal Kishore Singh	(180,000)	10	-	Other than cash - gift
14.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	49,580	10	-	Other than cash
15.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	199,700	10	-	Other than cash
16.	November 17, 2011	Transfer from Nanhamati Devi	193,112	10	-	Other than cash - family settlement

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue/ transfer price per Equity Share (₹)	Nature of consideration
17.	January 30, 2015	Transfer to Nawal Kishore Singh	(93,260)	10	-	Other than cash - gift
18.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	2,496,260**	2		
19.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	2,496,260	2	-	Other than cash
Total			**4,992,520**			

* *aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
** *aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

ii. Samprada Singh (HUF)

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	May 30, 1983	Transfer	450	100	-	Other than cash - Transmission of equity share of face value ₹100 to legal heir of Narain Singh
2.	March 31, 1994	Allotment	255	100	100	Cash
3.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	7,050*	10		
4.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	91,650	10	-	Other than cash
5.	October 2, 2000	Transfer#	(96,000)	10	-	Other than cash - gift
6.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	112,840	10	-	Other than cash
7.	April 14, 2001	Transfer##	(108,000)	10	-	Other than cash - gift
8.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	7,540	10	-	Other than cash
9.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	75,400**	2		
10.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	75,400	2	-	Other than cash
	Total		**150,800**			

#*transfer of 16,000 Equity Shares of ₹10 each to Mr. Sarvesh Singh, Mr. Sandeep Singh, Mr. Sarandar Singh and Mr. Srinivas Singh, respectively, and transfer of 8,000 Equity Shares of ₹10 each to Ms. Rinu Sharma, Ms. Neha Singh, Ms. Shalini Singh and Ms. Khushboo Singh, respectively.*
##*transfer of 18,000 Equity Shares of ₹10 each to Mr. Sarvesh Singh, Mr. Sandeep Singh, Mr. Sarandar Singh and Mr. Srinivas Singh, respectively, and transfer of 9,000 Equity Shares of ₹10 each to Ms. Rinu Sharma, Ms. Neha Singh, Ms. Shalini Singh and Ms. Khushboo Singh, respectively.*

* *aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

iii. Mr. Balmiki Prasad Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	December 1, 1973	Allotment	50	100	100	Cash
2.	November 18, 1978	Allotment	150	100	100	Cash
3.	December 31, 1981	Allotment	100	100	100	Cash
4.	June 21, 1988	Transfer from Raj Roop Singh	300	100	100	Cash
5.	March 18, 1989	Transfer from Nagmati Singh	100	100	100	Cash
6.	October 31, 1992	Transfer from Sharmanand Sharma	650	100	100	Cash
7.	March 31, 1994	Allotment	525	100	100	Cash
8.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	18,750*	10		
9.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	243,750	10	-	Other than cash
10.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	10	10	-	Other than cash
11.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	262,510	10	-	Other than cash
12.	November 17, 2011	Transfer from Nahanmati Devi	96,556	10	-	Other than cash - family settlement
13.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	3,107,880**	2		
14.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	3,107,880	2	-	Other than cash
	Total		**6,215,760**			

* *aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

iv. Ms. Manju Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	November 18, 1978	Allotment	50	100	100	Cash
2.	December 31, 1981	Allotment	100	100	100	Cash
3.	March 31, 1994	Allotment	323	100	100	Cash
4.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	4,730*	10		
5.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	61,490	10	-	Other than cash

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
6.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	10	10	-	Other than cash
7.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	66,230	10	-	Other than cash
8.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	662,300**	2		
9.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	662,300	2	-	Other than cash
Total			**1,324,600**			

* *aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
** *aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

v. Mr. Sarandhar Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	October 2, 2000	Transfer from Samprada Singh (HUF)	16,000	10	-	Other than cash - gift
2.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	53,200	10	-	Other than cash
3.	April 14, 2001	Transfer from Samprada Singh (HUF)	18,000	10	-	Other than cash - gift
4.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	87,200	10	-	Other than cash
5.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	872,000*	2		
6.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	872,000	2	-	Other than cash
	Total		**1,744,000**			

* *aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

vi. Mr. Srinivas Singh

Sr. No.	Date of Allotment/ Transfer	Allotment/ Transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	October 2, 2000	Transfer from Samprada Singh (HUF)	16,000	10	-	Other than cash - gift
2.	March 31, 2001	Alloted pursuant to the	53,200	10	-	Other than

Sr. No.	Date of Allotment/ Transfer	Allotment/ Transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
		Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited				cash
3.	April 14, 2001	Transfer from Samprada Singh (HUF)	18,000	10	-	Other than cash - gift
4.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	87,200	10	-	Other than cash
5.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	872,000*	2		
6.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	872,000	2	-	Other than cash
	Total		**1,744,000**			

**aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

vii. Mr. Satish Kumar Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	December 1, 1973	Allotment	50	100	100	Cash
2.	November 18, 1978	Allotment	100	100	100	Cash
3.	December 30, 1978	Allotment	50	100	100	Cash
4.	December 31, 1981	Allotment	100	100	100	Cash
5.	October 31, 1992	Transfer from Praveen Sharma	270	100	100	Cash
6.	March 31, 1994	Allotment	75	100	100	Cash
7.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	6,450*	10		
8.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	83,850	10	-	Other than cash
9.	November 8, 1996	Allotment	30,550	10	10	Cash
10.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	10	10	-	Other than cash
11.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	120,860	10	-	Other than cash
12.	November 17, 2011	Transfer from Nahanmati Singh	96,556	10	-	Other than cash - family settlement
13.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	1,691,380**	2		
14.	March 16, 2015	Allotment of Equity Shares pursuant to	1,691,380	2	-	Other than cash

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
		bonus issue				
	Total		**3,382,760**			

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

viii. Ms. Premlata Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	November 18, 1978	Allotment	100	100	100	Cash
2.	December 31, 1981	Allotment	100	100	100	Cash
3.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	2,000*	10		
4.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	26,000	10	-	Other than cash
5.	November 8, 1996	Allotment	22,600	10	10	Cash
6.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	10	10	-	Other than cash
7.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	50,610	10	-	Other than cash
8.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	506,100**	2		
9.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	506,100	2	-	Other than cash
	Total		**1,012,200**			

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

ix. Mr. Sarvesh Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	October 2, 2000	Transfer from Samprada Singh (HUF)	16,000	10	-	Other than cash - gift
2.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	125,160	10	-	Other than cash
3.	April 14, 2001	Transfer from Samprada Singh (HUF)	18,000	10	-	Other than cash - gift
4.	October 18, 2006	Allotment of Equity Shares pursuant to	159,160	10	-	Other than cash

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
		bonus issue				
5.	November 17, 2011	Transfer to Annapurna Singh	(159,160)	10	-	Other than cash - gift
6.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	795,800*	2		
7.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	795,800	2	-	Other than cash
	Total		**1,591,600**			

** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

x. Ms. Annapurna Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	November 17, 2011	Transfer from Sarvesh Singh	159,160	10	-	Other than cash - gift
2.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	795,800*	2		
3.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	795,800	2	-	Other than cash
	Total		**1,591,600**			

** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xi. Mr. Sandeep Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	October 2, 2000	Transfer from Samprada Singh (HUF)	16,000	10	-	Other than cash - gift
2.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	125,160	10	-	Other than cash
3.	April 14, 2001	Transfer from Samprada Singh (HUF)	18,000	10	-	Other than cash - gift
4.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	159,160	10	-	Other than cash
5.	November 24, 2014	Transfer to Inderjit Arora	(159,160)	10	-	Other than cash - gift
6.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	795,800*	2		
7.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	795,800	2	-	Other than cash
8.	**Total**		**1,591,600**			

** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xii. Ms. Inderjit Arora

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	November 24, 2014	Transfer from Sandeep Singh	159,160	10	-	Other than cash - gift
2.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	795,800*	2		
3.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	795,800	2	-	Other than cash
	Total		**1,591,600**			

** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xiii. Mr. Basudeo N. Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	August 29, 1973	Allotment	50	100	100	Cash
2.	December 1, 1973	Allotment	200	100	100	Cash
3.	December 29, 1973	Allotment	100	100	100	Cash
4.	June 3, 1976	Allotment	250	100	100	Cash
5.	June 21, 1988	Transfer from Deo Narain Singh	300	100	100	Cash
6.	October 31, 1992	Transfer from Sharmanand Sharma	700	100	100	Cash
7.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	16,000*	10		
8.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	208,000	10	-	Other than cash
9.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	158,495	10	-	Other than cash
10.	April 14, 2001	Transfer from – Basudeo N. Singh (HUF)	213,500	10	-	Other than cash - gift
11.	October 6, 2001	Transfer from - Basudeo N. Singh (HUF)	151,200	10	-	Other than cash - gift
12.	March 23, 2002	Transfer to Dhananjay Kumar Singh	(75,600)	10	-	Other than cash - gift
13.	March 23, 2002	Transfer to Mritunjay Kumar Singh	(75,600)	10	-	Other than cash - gift
14.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	595,995	10	-	Other than cash
15.	September 28, 2012	Transfer to Divya Singh	(119,565)	10	-	Other than cash - gift
16.	September 28, 2012	Transfer to Aniruddha Singh	(119,565)	10	-	Other than cash - gift
17.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-	4,764,300**	2		

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
		division				
18.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	4,764,300	2	-	Other than cash
19.	July 24, 2015	Transfer to Archana Singh	(1,195,650)	2	-	Other than cash - gift
	Total		**8,332,950**			

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xiv. Ms. Rekha Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	December 1, 1973	Allotment	150	100	100	Cash
2.	December 29, 1973	Allotment	130	100	100	Cash
3.	April 21, 1986	Transfer from Ful Kumari Devi	500	100	100	Cash
4.	March 26, 1990	Transfer to Seema Singh	(300)	100	-	Other than cash - gift
5.	March 31, 1994	Allotment	910	100	100	Cash
6.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	13,900*	10		
7.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	180,700	10	-	Other than cash
8.	November 8, 1996	Allotment	11,810	10	10	Cash
9.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	145,895	10	-	Other than cash
10.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	352,305	10	-	Other than cash
11.	September 28, 2012	Transfer to Meghna Singh	(119,565)	10	-	Other than cash - gift
12.	September 28, 2012	Transfer to Shrey Shreeanant Singh	(119,565)	10	-	Other than cash - gift
13.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	2,327,400**	2		
14.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	2,327,400	2	-	Other than cash
	Total		**4,654,800**			

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xv. Mr. Dhananjay Kumar Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	December 29, 1973	Allotment	100	100	100	Cash

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
2.	April 21, 1986	Transfer from Ful Kumari Devi	400	100	100	Cash
3.	June 21, 1988	Transfer from Ram Ayodhya Singh	225	100	100	Cash
4.	March 18, 1989	Transfer from Om Prakash Sharma	150	100	100	Cash
5.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	8,750*	10		
6.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	113,750	10	-	Other than cash
7.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	86,813	10	-	Other than cash
8.	March 23, 2002	Transfer from- Basudeo N. Singh	75,600	10	-	Other than cash - Gift
9.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	284,913	10	-	Other than cash
10.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	2,849,130**	2		
11.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	2,849,130	2	-	Other than cash
Total			**5,698,260**			

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xvi. Ms. Madhurima Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	March 31, 1994	Allotment	500	100	100	Cash
2.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	5,000*	10		
3.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	65,000	10	-	Other than cash
4.	November 8, 1996	Allotment	15,000	10	10	Cash
5.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	60,212	10	-	Other than cash
6.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	145,212	10	-	Other than cash
7.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	1,452,120**	2		
8.	March 16, 2015	Allotment of Equity	1,452,120	2	-	Other than

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
		Shares pursuant to bonus issue				cash
Total			**2,904,240**			

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xvii. Ms. Divya Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	September 28, 2012	Transfer from Basudeo N. Singh	119,565	10	-	Other than cash - gift
2.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	597,825*	2		
3.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-	Other than cash
	Total		**1,195,650**			

** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xviii. Mr. Aniruddha Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	September 28, 2012	Transfer from Basudeo N. Singh	119,565	10	-	Other than cash - gift
2.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	597,825*	2		
3.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-	Other than cash
4.	**Total**		**1,195,650**			

** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xix. Mr. Mritunjay Kumar Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	December 29, 1973	Allotment	50	100	100	Cash
2.	April 21, 1986	Transfer from Ful Kumari Devi	600	100	100	Cash
3.	June 21, 1988	Transfer from Dev Nandan Singh	200	100	100	Cash
4.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	8,500*	10		
5.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	110,500	10	-	Other than cash
6.	November 8, 1996	Allotment	3,500	10	10	Cash
7.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of	86,813	10	-	Other than cash

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
		Startronic Pharmachem Private Limited and Indo Propkem Limited				
8.	March 23, 2002	Transfer from Basudeo N. Singh	75,600	10	-	Other than cash - Gift
9.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	284,913	10	-	Other than cash
10.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	2,849,130**	2		
11.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	2,849,130	2	-	Other than cash
		Total	**5,698,260**			

* *aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
** *aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xx. Ms. Seema Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	March 26, 1990	Transfer from Rekha Singh	300	100	-	Other than cash - Gift
2.	March 31, 1994	Allotment	150	100	100	Cash
3.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	4,500*	10		
4.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	58,500	10	-	Other than cash
5.	November 8, 1996	Allotment	22,000	10	10	Cash
6.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	60,212	10	-	Other than cash
7.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	145,212	10	-	Other than cash
8.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	1,452,120**	2		
9.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	1,452,120	2	-	Other than cash
		Total	**2,904,240**			

* *aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
** *aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xxi. Ms. Meghna Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	September 28, 2012	Transfer from Rekha Singh	119,565	10	-	Other than cash - gift

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
2.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	597,825*	2		
3.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-	Other than cash
	Total		**1,195,650**			

** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xxii. Mr. Shrey Shreeanant Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	September 28, 2012	Transfer from Rekha Singh	119,565	10	-	Other than cash - gift
2.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	597,825*	2		
3.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-	Other than cash
	Total		**1,195,650**			

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

xxiii. Ms. Archana Singh

Sr. No.	Date of allotment/ transfer	Allotment/ transfer	Number of Equity Shares	Face value (₹)	Issue price per Equity Share (₹)	Nature of consideration
1.	March 18, 1989	Transfer[#]	250	100	100	Cash
2.	October 31, 1994	Issuance of equity shares of ₹10 upon sub-division	2,500*	10		
3.	March 31, 1995	Allotment of Equity Shares pursuant to bonus issue	32,500	10	-	Other than cash
4.	March 31, 2001	Alloted pursuant to the Scheme of Amalgamation of Startronic Pharmachem Private Limited and Indo Propkem Limited	24,920	10	-	Other than cash
5.	October 18, 2006	Allotment of Equity Shares pursuant to bonus issue	59,920	10	-	Other than cash
6.	March 16, 2015	Issuance of Equity Shares of ₹2 upon sub-division	599,200*	2		
7.	March 16, 2015	Allotment of Equity Shares pursuant to bonus issue	599,200	2	-	Other than cash
8.	July 24, 2015	Transfer from Basudeo N. Singh	1,195,650	2	-	Other than cash - gift
	Total		**2,394,050**			

[#] Transfer of 100 Equity Shares of ₹100 each from Mr. Ram Ayodhya Singh and Ms. Vidya Devi and 50 Equity Shares of ₹100 from Ms. Chandarama Devi.

** aggregate of equity shares of ₹10 held pursuant to sub-division of equity shares of ₹100 to equity shares of ₹10 each*
*** aggregate of Equity Shares held pursuant to sub-division of equity shares of ₹10 to Equity Shares of ₹2 each*

All the above Equity Shares were fully paid-up at the time of allotment.

B. Details of the shareholding of our Promoters and Promoter Group

The table below presents the shareholding pattern of our Promoter and Promoter Group as on the date of this Draft Red Herring Prospectus:

Sr. No.	Name of the shareholder	Pre-Offer		Post-Offer*		No. of Equity Shares pledged
		No. of Equity Shares	Percentage of holding (%)	No. of Equity Shares	Percentage of holding (%)	
Promoters						
1.	Samprada Singh	4,992,520	4.18	4,992,520	4.18	Nil
2.	Samprada Singh (HUF)	150,800	0.13	150,800	0.13	Nil
3.	Balmiki Prasad Singh	6,215,760	5.20	6,215,760	5.20	Nil
4.	Manju Singh	1,324,600	1.11	1,324,600	1.11	Nil
5.	Sarandhar Singh	1,744,000	1.46	1,744,000	1.46	Nil
6.	Srinivas Singh	1,744,000	1.46	1,744,000	1.46	Nil
7.	Satish Kumar Singh	3,382,760	2.83	3,382,760	2.83	Nil
8.	Prem Lata Singh	1,012,200	0.85	1,012,200	0.85	Nil
9.	Sarvesh Singh	1,591,600	1.33	1,591,600	1.33	Nil
10.	Annapurna Singh	1,591,600	1.33	1,591,600	1.33	Nil
11.	Sandeep Singh	1,591,600	1.33	1,591,600	1.33	Nil
12.	Inderjit Arora	1,591,600	1.33	1,591,600	1.33	Nil
13.	Basudeo N. Singh	8,332,950	6.97	8,332,950	6.97	Nil
14.	Rekha Singh	4,654,800	3.89	3,459,150	2.89	Nil
15.	Dhananjay K Singh	5,698,260	4.77	5,698,260	4.77	Nil
16.	Madhurima Singh	2,904,240	2.43	2,904,240	2.43	Nil
17.	Divya Singh	1,195,650	1.00	1,195,650	1.00	Nil
18.	Aniruddha Singh	1,195,650	1.00	1,195,650	1.00	Nil
19.	Mritunjay K Singh	5,698,260	4.77	5,698,260	4.77	Nil
20.	Seema Singh	2,904,240	2.43	2,904,240	2.43	Nil
21.	Meghna Singh	1,195,650	1.00	1,195,650	1.00	Nil
22.	Shrey Shreeanant Singh	1,195,650	1.00	1,195,650	1.00	Nil
23.	Archana Singh	2,394,050	2.00	2,394,050	2.00	Nil
	Total (A)	**64,302,440**	**53.78**	**63,106,790**	**52.78**	
Promoter Group						
24.	Nawal Kishore Singh	6,702,360	5.61	4,311,060	3.61	Nil
25.	Jayanti Sinha	8,573,000	7.17	7,138,220	5.97	Nil
26.	Lalan Kumar Singh	3,012,820	2.52	2,711,538	2.27	Nil
27.	Madan Kumar Singh	1,541,660	1.29	1,387,494	1.16	Nil
28.	Raj Kumar Singh	597,820	0.50	538,038	0.45	Nil
	Total (B)	**20,427,660**	**17.08**	**16,086,350**	**13.45**	
	Total (A+B)	**84,730,100**	**70.87**	**79,193,140**	**66.23**	

**assuming the Offer is fully subscribed*

Shareholding of some of our Promoters and Promoter Group are in physical form as on the date of this Draft Red Herring Prospectus and will be dematerialised prior to the filing of the Red Herring Prospectus with ROC.

C. Details of Equity Shares offered as Offer for Sale by the Selling Shareholders

The following shareholders are offering for sale an aggregate of 12,853,442 Equity Shares in this Offer pursuant to the consent letters issued to our Board of Directors:

Sr. No.	Name of the shareholder	Category	No. of Equity Shares held as on the date of this Draft Red Herring Prospectus	No. of Equity Shares offered	Date of the consent letter
1.	Nawal Kishore Singh	Promoter Group	6,702,360	2,391,300	July 27, 2015
2.	Jayanti Sinha	Promoter Group	8,573,000	1,434,780	July 27, 2015
3.	Rajesh Kumar	Public	4,502,400	1,196,865	July 27, 2015
4.	Anju Singh	Public	2,962,200	1,195,650	July 27, 2015
5.	Rekha Singh	Promoter	4,654,800	1,195,650	July 27, 2015
6.	Anita Singh	Public	2,368,800	1,184,400	July 27, 2015
7.	Rajeev Ranjan	Public	4,038,000	997,658	July 27, 2015
8.	Prerana Kumar	Public	1,970,400	985,199	July 27, 2015
9.	Prabhat Narain Singh	Public	4,144,400	414,440	July 27, 2015
10.	Deepak Kumar Singh	Public	3,038,450	303,845	July 27, 2015
11.	Kishore Kumar Singh	Public	3,032,850	303,285	July 27, 2015
12.	Lalan Kumar Singh	Promoter Group	3,012,820	301,282	July 27, 2015
13.	Tushar Kumar	Public	2,475,200	247,520	July 27, 2015
14.	Krishna Singh	Public	1,750,800	175,080	July 27, 2015
15.	Alok Kumar	Public	1,565,500	156,550	July 27, 2015
16.	Ashok Kumar	Public	1559,900	155,990	July 27, 2015
17.	Madan Kumar Singh	Promoter Group	1,541,660	154,166	July 27, 2015
18.	Raj Kumar Singh	Promoter Group	597,820	59,782	July 27, 2015
	Total			**12,853,442**	

The Equity Shares being offered in this Offer by the Selling Shareholders are eligible for being offered for sale in accordance with Regulation 26(6) of SEBI ICDR Regulations.

D. *Details of Promoters' contribution locked-in for three years*

Pursuant to the SEBI ICDR Regulations, an aggregate of 20% of the fully diluted post-Offer Equity Share capital of our Company held by our Promoters shall be locked in as minimum Promoters' contribution for a period of three years from the date of Allotment and our Promoters' shareholding in excess of 20% shall be locked in for a period of one year. The Equity Shares that are being locked-in are not ineligible for computation of Promoters' contribution under Regulation 33 of the SEBI ICDR Regulations. In this connection, our Company confirms the following:

i. The Equity Shares offered for minimum 20% Promoters' contribution have not been acquired in the last three years for consideration other than cash and revaluation of assets or capitalization of intangible assets or bonus shares out of revaluation reserves, or unrealised profits of our Company or from a bonus issue against Equity Shares which are otherwise ineligible for computation of Promoters' contribution;

ii. The Company has not been formed by the conversion of a partnership firm into a company;

iii. The Equity Shares offered towards Promoters' contribution does not include any Equity Shares acquired during the preceding one year at a price lower than the price at which the Equity Shares are being offered to the public in the Offer except as stated below:

Sr. No.	Name of Promoter	Number of Equity Shares allotted/ transferred	Face value (₹)	Issue/ transfer Price (₹)	Description
Shareholding of Promoters					
1.	Inderjit Arora	795,800*	2*	Nil	Transfer by way of gift from Sandeep Singh on November 24, 2014
2.	Archana Singh	1,195,650	2	Nil	Transfer by way of gift from Basudeo N. Singh on July 24, 2015

**Mr. Sandeep Singh transferred 159,160 Equity Shares of face value ₹10 to Ms. Inderjit Arora on November 24, 2014. Pursuant to sub-division of face value of Equity Shares from ₹10 to₹2 the Equity Shares that are ineligible for Promoters' lock-in are 795,800 Equity Shares of face value ₹2.*

iv. Some of the Equity Shares held by our Promoters and offered for minimum 20% Promoters contribution are in physical and the shall be dematerialised prior to the filing of the Red Herring Prospectus with RoC. The Equity Shares being offered towards minimum Promoter's contribution are not subject to any pledge.

The details of the Equity Shares which are eligible for lock-in towards minimum Promoter's contribution for a period of three years from the date of Allotment are set out in the following table:

Sr. No.	Name of Promoter	Number of Equity Shares	Face value (₹)	Percentage of	
				pre-Offer capital	post-Offer capital**
Shareholding of Promoters					
1.	Samprada Singh	4,992,520	2	4.18	4.18
2.	Samprada Singh (HUF)	150,800	2	0.13	0.13
3.	Balmiki Prasad Singh	6,215,760	2	5.20	5.20
4.	Manju Singh	1,324,600	2	1.11	1.11
5.	Sarandhar Singh	1,744,000	2	1.46	1.46
6.	Srinivas Singh	1,744,000	2	1.46	1.46
7.	Satish Kumar Singh	3,382,760	2	2.83	2.83
8.	Premlata Singh	1,012,200	2	0.85	0.85
9.	Sarvesh Singh	1,591,600	2	1.33	1.33
10.	Annapurna Singh	1,591,600	2	1.33	1.33
11.	Sandeep Singh	1,591,600	2	1.33	1.33
12.	Basudeo N. Singh	8,332,950	2	6.97	6.97
13.	Rekha Singh	3,459,150	2	2.89	2.89
14.	Dhananjay Kumar Singh	5,698,260	2	4.77	4.77
15.	Madhurima Singh	2,904,240	2	2.43	2.43
16.	Divya Singh	1,195,650	2	1.00	1.00
17.	Aniruddha Singh	1,195,650	2	1.00	1.00
18.	Mritunjay Kumar Singh	5,698,260	2	4.77	4.77
19.	Seema Singh	2,904,240	2	2.43	2.43
20.	Meghna Singh	1,195,650	2	1.00	1.00
21.	Shrey Shreeanant Singh	1,195,650	2	1.00	1.00
22.	Archana Singh	1,198,400	2	1.00	1.00
Shareholding Eligible Promoters' contribution		**60,319,540**		**50.45**	**50.45**

* *All the above Equity Shares were fully paid-up at the time of allotment.*
***assuming the Offer is fully subscribed*

Our Promoters have confirmed to our Company and the GCBRLMs that all Equity Shares that have been alloted or acquired by our Promoters and eligible to be offered towards minimum Promoters' contribution have been financed from own funds of the Promoters and that no loans were availed for such purpose.

For details of the build-up of our Promoters' shareholding, please refer to *"- Build-up of Equity Shares held by our Promoters*" on page 74 above.

The details of the Equity Shares held by our Promoters, which shall be locked-in for a period of three years from the date of Allotment are set out in the following table:

Name of the Promoter	No. of Equity Shares locked-in	Percentage of post-Offer paid-up capital (%)*	Nature of transaction	No. of Equity Shares	Face value (₹)	Issue/ acquisition price per Equity Share (₹)
Samprada Singh	1,891,811	1.58	Allotment of Equity Shares pursuant to bonus issue	2,496,260	2	-
Samprada Singh HUF	57,142	0.05	Allotment of Equity Shares pursuant to bonus issue	75,400	2	-
Balmiki Prasad Singh	2,355,332	1.97	Allotment of Equity Shares pursuant to bonus issue	3,107,880	2	-

Name of the Promoter	No. of Equity Shares locked-in	Percentage of post-Offer paid-up capital (%)*	Nature of transaction	No. of Equity Shares	Face value (₹)	Issue/ acquisition price per Equity Share (₹)
Manju Singh	501,929	0.42	Allotment of Equity Shares pursuant to bonus issue	662,300	2	-
Sarandhar Singh	660,852	0.55	Allotment of Equity Shares pursuant to bonus issue	872,000	2	-
Srinivas Singh	660,852	0.55	Allotment of Equity Shares pursuant to bonus issue	872,000	2	-
Satish Kumar Singh	1,281,826	1.07	Allotment of Equity Shares pursuant to bonus issue	1,691,380	2	-
Prem Lata Singh	383,552	0.32	Allotment of Equity Shares pursuant to bonus issue	506,100	2	-
Sarvesh Singh	603,104	0.50	Allotment of Equity Shares pursuant to bonus issue	795,800	2	-
Annapurna Singh	603,104	0.50	Allotment of Equity Shares pursuant to bonus issue	795,800	2	-
Sandeep Singh	1,206,208	1.01	Issuance of Equity Shares of ₹2 upon sub-division	795,800*	2	-
			Allotment of Equity Shares pursuant to bonus issue	795,800	2	-
Basudeo N Singh	3,610,664	3.02	Allotment of Equity Shares pursuant to bonus issue	4,764,300	2	-
Rekha Singh	1,310,773	1.10	Allotment of Equity Shares pursuant to bonus issue	2,327,400	2	-
Dhananjay Kumar Singh	2,159,237	1.81	Allotment of Equity Shares pursuant to bonus issue	2,849,130	2	-
Madhurima Singh	1,100,501	0.92	Allotment of Equity Shares pursuant to bonus issue	1,452,120	2	-
Divya Singh	453,067	0.38	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-
Aniruddha Singh	453,067	0.38	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-
Mritunjay Kumar Singh	2,159,237	1.81	Allotment of Equity Shares pursuant to bonus issue	2,849,130	2	-
Seema Singh	1,100,501	0.92	Allotment of Equity Shares pursuant to bonus issue	1,452,120	2	-
Meghna Singh	453,067	0.38	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-
Shrey Shreeanant Singh	453,067	0.38	Allotment of Equity Shares pursuant to bonus issue	597,825	2	-
Archana Singh	454,109	0.38	Allotment of Equity Shares pursuant to bonus issue	599,200	2	-

**assuming the Offer is fully subscribed*

Our Promoters have confirmed to our Company and the GCBRLMs that all Equity Shares that have been alloted or acquired by our Promoters and eligible to be offered towards minimum Promoters' contribution have been financed from own funds of the Promoters and that no loans were availed for such purpose.

The minimum Promoters' contribution has been brought to the extent of not less than the specified minimum lot and from persons defined as 'Promoter' under the SEBI ICDR Regulations. All Equity Shares offered as minimum Promoters' contribution were fully paid-up at the time of their Issue.

E. Other requirements in respect of lock-in:

In addition to 20% of the fully diluted post-Offer shareholding of our Company held by our Promoters and locked-in for three years as specified above and except the Equity Shares sold by the Selling Shareholders in the Offer, the entire pre-Offer equity share capital of our Company, will be locked-in for a period of one year from the date of Allotment.

The Equity Shares held by our Promoters which are locked-in from the date of Allotment as mentioned abovemay be pledged only with scheduled commercial banks or public financial institutions as collateral security for loans granted by such banks or public financial institutions, provided that such pledge of the Equity Shares is one of the terms of the sanction of such loans.

The Equity Shares held by our Promoters which are locked-in may be transferred to and amongst the Promoter Group entities or to any new promoter or persons in control of our Company, subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with the SEBI Takeover Regulations, as applicable.

The Equity Shares held by persons other than our Promoters and locked-in for a period of one year from the date of Allotment in the Offer may be transferred to any other person holding the Equity Shares which are locked-in, subject to the continuation of the lock-in in the hands of transferees for the remaining period and compliance with the SEBI Takeover Regulations.

Balance of the OFS, remaining unsold shall be locked-in for 1 year.

F. Lock-in of Equity Shares Allotted to Anchor Investors

Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked-in for a period of 30 days from the date of Allotment.

6. **Shareholding pattern of our Company**

The table below represents the shareholding pattern of our Company as on the date of this Draft Red Herring Prospectus:

Category code	Category of shareholder	No. of share holders	Pre-Offer				Shares pledge or otherwise encumbered		Post Offer*			
			Total number of shares	No. of shares held in dematerialised from**	Total shareholding as a % of total no of shares		No. of shares	As a percentage	No. of Equity Shares	No. of shares held in dematerialised from**	Total shareholding as a % of total no of shares	
					As a % of (A+B)	As a % of (A+B+C)					As a % of (A+B)	As a % of (A+B+C)
(A)	**Promoter and Promoter Group**											
(1)	**Indian**											
(a)	Individual / HUF	28	84,730,100	56,819,420	70.87	70.87	0	0.00	79,193,140	79,193,140	66.23	66.23
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(c)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(e)	Others (Trusts)	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
	Sub-Total A(1) :	**28**	**84,730,100**	**56,819,420**	**70.87**	**70.87**	**0**	**0.00**	**79,193,140**	**79,193,140**	**66.23**	**66.23**
(2)	**Foreign**											
(a)	Individuals (NRIs/ Foreign Individuals)	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00

Category code	Category of shareholder	No. of share holders	Pre-Offer				Shares pledge or otherwise encumbered		Post Offer*			
			Total number of shares	No. of shares held in dematerialised from**	Total shareholding as a % of total no of shares		No. of shares	As a percentage	No. of Equity Shares	No. of shares held in dematerialised from**	Total shareholding as a % of total no of shares	
					As a % of (A+B)	As a % of (A+B+C)					As a % of (A+B)	As a % of (A+B+C)
(d-i)	QFI-Individual	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(d-ii)	QFI – Corporate	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(d)	Others	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
	Sub-Total A(2) :	**0**	**0**	**0**	**0.00**	**0.00**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
	Total A=A(1)+A(2)	**28**	**84,730,100**	**56,819,420**	**70.87**	**70.87**	**0**	**0.00**	**79,193,140**	**79,193,140**	**66.23**	**66.23**
(B)	**Public Shareholding**											
(1)	**Institutions**											
(a)	Mutual Funds / UTI	0	0	0	0.00	0.00	0	0.00				
(b)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00				
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00				
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00				
(e)	Insurance Companies	0	0	0	0.00	0.00	0	0.00				
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00	0	0.00				
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00				
(h-i)	QFI-Individual	0	0	0	0.00	0.00	0	0.00				
(h-ii)	QFI – Corporate	0	0	0	0.00	0.00	0	0.00				
(i)	Others	0	0	0	0.00	0.00	0	0.00				
	Sub-Total B(1) :	**0**	**0**	**0**	**0.00**	**0.00**	**0**	**0.00**				
(2)	**Non-Institutions**											
(a)	**Bodies Corporate**	0	0	0	**0.00**	**0.00**	**0**	**0.00**				
(b)	**Individuals**											
	(i) Individuals holding nominal share capital up to ₹100,000	0	0	0	0.00	0.00	0	0.00				
	(ii) Individuals holding nominal share capital in excess of ₹100,000	17	34,834,900	20,340,300	29.13	29.13	0	0.0				
(c)	**Others**											
	Foreign bodies	0	0	0	0.00	0.00	0	0.00				

Cate gory code	Category of shareholder	No. of share holders	Pre-Offer				Shares pledge or otherwise encumbered		Post Offer*			
			Total number of shares	No. of shares held in dematerialised from**	Total shareholding as a % of total no of shares		No. of shares	As a percentage	No. of Equity Shares	No. of shares held in demateria ised from**	Total shareholding as a % of total no of shares	
					As a % of (A+B)	As a % of (A+B+C)					As a % of (A+B)	As a % of (A+B+C)
	Directors	0	0	0	0.00	0.00	0	0.00				
	Non-Resident Indians	0	0	0	0.00	0.00	0	0.00				
	Overseas Corporate Bodies	0	0	0	0.00	0.00	0	0.00				
	Clearing Members	0	0	0	0.00	0.00	0	0.00				
	Trusts	0	0	0	0.00	0.00	0	0.00				
	Sub-Total B(2) :	**17**	**34,834,900**	**20,340,300**	**29.13**	**29.13**	**0**	**0.00**	**40,371,860**	**40,371,860**	**33.77**	**33.77**
	Total B=B(1)+B(2)	**17**	**34,834,900**	**20,340,300**	**29.13**	**29.13**	**0**	**0.00**	**40,371,860**	**40,371,860**	**33.77**	**33.77**
	Total (A+B) :	**45**	**119,565,000**	**77,159,720**	**100.00**	**100.00**	**0**	**0.00**	**119,565,000**	**119,565,000**	**100.00**	**100.00**
(C)	**Shares held by custodians, against which Depository Receipts have been issued**											
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
(2)	Public	0	0	0	0.00	0.00	0	0.00	0	0	0.00	0.00
	Grand Total (A+B+C)	**45**	**119,565,000**	**77,159,720**	**100.00**	**100.00**	**0**	**0.00**	**119,565,000**	**119,565,000**	**100.00**	**100.00**

**assuming the Offer is fully subscribed and including 12,853,442 Equity Shares to be Alloted pursuant to the Offer.*
***all the Equity Shares by our Promoter and Promoter Group shall be dematerialised prior to the filing of the Red Herring Prospectus with RoC*

The list of Equity Shareholders belonging to the category 'Promoters and Promoter Group' as on the date of this Draft Red Herring Prospectus is provided below:

Sr. No	Name of the Shareholder	Details of Shares held		Encumbered shares (*)			Details of Warrants		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	As a % of grand total (A)+(B)+(C)	Pledge Shares	As a %	As a % of grand total (A) + (B) + (C) of sub-clause (I)(a)	Number of warrant held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
1.	Samprada Singh	4,992,520	4.18	0	0.00	0.00	0	0.00	0	0.00	4,992,520
2.	Samprada Singh (HUF)	150,800	0.13	0	0.00	0.00	0	0.00	0	0.00	150,800
3.	Nawal Kishore Singh	6,702,360	5.61	0	0.00	0.00	0	0.00	0	0.00	6,702,360
4.	Balmiki Prasad Singh	6,215,760	5.20	0	0.00	0.00	0	0.00	0	0.00	6,215,760
5.	Manju Singh	1,324,600	1.11	0	0.00	0.00	0	0.00	0	0.00	1,324,600
6.	Sarandhar Singh	1,744,000	1.46	0	0.00	0.00	0	0.00	0	0.00	1,744,000
7.	Srinivas Singh	1,744,000	1.46	0	0.00	0.00	0	0.00	0	0.00	1,744,000
8.	Satish Kumar Singh	3,382,760	2.83	0	0.00	0.00	0	0.00	0	0.00	3,382,760
9.	Premlata Singh	1,012,200	0.85	0	0.00	0.00	0	0.00	0	0.00	1,012,200
10.	Sarvesh Singh	1,591,600	1.33	0	0.00	0.00	0	0.00	0	0.00	1,591,600
11.	Annapurna Singh	1,591,600	1.33	0	0.00	0.00	0	0.00	0	0.00	1,591,600
12.	Sandeep Singh	1,591,600	1.33	0	0.00	0.00	0	0.00	0	0.00	1,591,600
13.	Inderjit Arora	1,591,600	1.33	0	0.00	0.00	0	0.00	0	0.00	1,591,600
14.	Basudeo N. Singh	8,332,950	6.97	0	0.00	0.00	0	0.00	0	0.00	8,332,950
15.	Rekha Singh	4,654,800	3.89	0	0.00	0.00	0	0.00	0	0.00	4,654,800
16.	Dhananjay Kumar Singh	5,698,260	4.77	0	0.00	0.00	0	0.00	0	0.00	5,698,260
17.	Madhurima Singh	2,904,240	2.43	0	0.00	0.00	0	0.00	0	0.00	2,904,240

Sr. No	Name of the Shareholder	Details of Shares held		Encumbered shares (*)			Details of Warrants		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	As a % of grand total (A)+(B)+(C)	Pledge Shares	As a %	As a % of grand total (A) + (B) + (C) of sub-clause (I)(a)	Number of warrant held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
18.	Divya Singh	1,195,650	1.00	0	0.00	0.00	0	0.00	0	0.00	1,195,650
19.	Aniruddha Singh	1,195,650	1.00	0	0.00	0.00	0	0.00	0	0.00	1,195,650
20.	Mritunjay Kumar Singh	5,698,260	4.77	0	0.00	0.00	0	0.00	0	0.00	5,698,260
21.	Seema Singh	2,904,240	2.43	0	0.00	0.00	0	0.00	0	0.00	2,904,240
22.	Meghna Singh	1,195,650	1.00	0	0.00	0.00	0	0.00	0	0.00	1,195,650
23.	Shrey Shreeanant Singh	1,195,650	1.00	0	0.00	0.00	0	0.00	0	0.00	1,195,650
24.	Archana Singh	2,394,050	2.00	0	0.00	0.00	0	0.00	0	0.00	2,394,050
25.	Jayanti Sinha	8,573,000	7.17	0	0.00	0.00	0	0.00	0	0.00	8,573,000
26.	Lalan Kumar Singh	3,012,820	2.52	0	0.00	0.00	0	0.00	0	0.00	3,012,820
27.	Madan Kumar Singh	1,541,660	1.29	0	0.00	0.00	0	0.00	0	0.00	1,541,660
28.	Raj Kumar Singh	597,820	0.50	0	0.00	0.00	0	0.00	0	0.00	597,820
		84,730,100	**70.87**	**0**	**0.00**	**0.00**	**0**	**0.00**	**0**	**0.00**	**8,47,30,100**

Except as provided below, there are no public shareholders holding more than 1% of the pre-Offer paid up capital of our Company:

Sr. No.	Name of the shareholder	Pre-Offer		Post-Offer*	
		No. of Equity Shares	Percentage (%)	No. of Equity Shares	Percentage (%)
1.	Rajesh Kumar	4,502,400	3.77	3,305,535	2.76
2.	Prabhat Narain Singh	4,144,400	3.47	3,729,960	3.12
3.	Rajeev Ranjan	4,038,000	3.38	3,040,342	2.54
4.	Deepak Kumar Singh	3,038,450	2.54	2,734,605	2.29
5.	Kishore Kumar Singh	3,032,850	2.54	2,729,565	2.28
6.	Anju Singh	2,962,200	2.48	1,766,550	1.48
7.	Tushar Kumar	2,475,200	2.07	2,227,680	1.86
8.	Anita Singh	2,368,800	1.98	1,184,400	0.99
9.	Prerana Kumar	1,970,400	1.65	985,201	0.82
10.	Krishna Singh	1,750,800	1.46	1,575,720	1.32
11.	Alok Kumar	1,565,500	1.31	1,408,950	1.18
12.	Ashok Kumar	1,559,900	1.30	1,403,910	1.17

**assuming the Offer is fully subscribed*

Our Company has not issued any depository receipts and hence does not have any outstanding depository receipts and locked-in Equity Shares.

7. **Equity Shares held by top ten shareholders**

(a) On the date of this Draft Red Herring Prospectus are as follows:

Sr. No.	Name of the shareholder	Pre-Offer		Post-Offer*	
		No. of Equity Shares	Percentage (%)	No. of Equity Shares	Percentage (%)
1.	Jayanti Sinha	8,573,000	7.17	7,138,220	5.97
2.	Basudeo N. Singh	8,332,950	6.97	8,332,950	6.97
3.	Nawal Kishore Singh	6,702,360	5.61	4311,060	3.61
4.	Balmiki Prasad Singh	6,215,760	5.20	6,215,760	5.20
5.	Dhananjay Kumar Singh	5,698,260	4.77	5,698,260	4.77
6.	Mritunjay Kumar Singh	5,698,260	4.77	5,698,260	4.77
7.	Samprada Singh	4,992,520	4.18	4,992,520	4.18
8.	Rekha Singh	4,654,800	3.89	3,459,150	2.89

Sr. No.	Name of the shareholder	Pre-Offer		Post-Offer*	
		No. of Equity Shares	Percentage (%)	No. of Equity Shares	Percentage (%)
9.	Rajesh Kumar	4502,400	3.77	3,305,535	2.76
10.	Prabhat Narain Singh	4,144,400	3.47	3,729,960	3.12
	Total		**49.78**		**44.24**

**assuming the Offer is fully subscribed*

(b) Ten days prior to the date of this Draft Red Herring Prospectus are as follows:

Sr. No.	Name of the shareholder	No. of Equity Shares	Percentage (%)
1.	Jayanti Sinha	8,573,000	7.17
2.	Basudeo N. Singh	8,332,950	6.97
3.	Nawal Kishore Singh	6,702,360	5.61
4.	Balmiki Prasad Singh	6,215,760	5.20
5.	Dhananjay Kumar Singh	5,698,260	4.77
6.	Mritunjay Kumar Singh	5,698,260	4.77
7.	Samprada Singh	4,992,520	4.18
8.	Rekha Singh	4,654,800	3.89
9.	Rajesh Kumar	4502,400	3.77
10.	Prabhat Narain Singh	4,144,400	3.47
	Total		**49.78**

(c) Two years prior to the date of filing this Draft Red Herring Prospectus are as follows:

Sr. No.	Name of the shareholder	No. of Equity Shares	Percentage (%)
1.	Basudeo N. Singh	952,860	7.97
2.	Jayanti Sinha	857,300	7.17
3.	Balmiki Prasad Singh	621,576	5.2
4.	Samprada Singh	592,512	4.96
5.	Nawal Kishore Singh	576,976	4.83
6.	Dhananjay Kumar Singh	569,826	4.77
7.	Mritunjay Kumar Singh	569,826	4.77
8.	Rekha Singh	465,480	3.89
9.	Prabhat Narain Singh	414,440	3.47
10.	Rajesh Kumar	365,680	3.06
	Total	**5,986,476**	**50.09**

8. Our Company, Promoters, our Directors and the GCBRLMs have not entered into any buyback and/ or standby arrangements and or any other similar arrangements for the purchase of Equity Shares being offered through this Offer.

9. Neither the members of our Promoter Group, nor our Promoters, nor our Directors and their relatives have sold or purchased or financed the purchase of Equity Shares by any other person, other than in the normal course of business of the financing entity during the period of six months immediately preceding the date of filing of the Draft Red Herring Prospectus with SEBI. However our Promoters, Promoter Group, Directors and their relatives have been involved in the following transfers in the six months immediately preceding the date of filing of the Draft Red Herring Prospectus with SEBI:

Sr. No.	Name of the transferor	Date of transfer	No. of Equity Shares transferred	Transfer price per Equity Share (in ₹)	Transferee	Reasons for transfer
1.	Samprada Singh	January 30, 2015	93,260	Nil	Nawal Kishore Singh	Gift
2.	Braj Nandan Sinha (HUF)	March 16, 2015	38,640	Nil	Rajeev Ranjan	Pursuant to Deed of partial
3.			84,560	Nil	Rajesh Kumar	

Sr. No.	Name of the transferor	Date of transfer	No. of Equity Shares transferred	Transfer price per Equity Share (in ₹)	Transferee	Reasons for transfer
						partition
4.	Basudeo N. Singh	July 24, 2015	1,195,650	Nil	Archana Singh	Gift

10. There has been no subscription to or sale or purchase of the Equity Shares, within three years preceding the date of filing of this Draft Red Herring Prospectus, by our Promoters or Directors or Promoter Group, which in aggregate equals to or is greater than 1% of the pre-Offer Equity Share capital of our Company.

11. As on the date of this Draft Red Herring Prospectus there are no outstanding warrants, financial instruments or any rights, which would entitle the Promoters or the shareholders or any other person any option to acquire/ receive any Equity Shares after the Offer.

12. Our Company has not raised any bridge loans against the proceeds of the Offer as the same is not applicable since the Offer is pure OFS.

13. The Equity Shares are fully paid-up and there are no partly paid-up Equity Shares as on date of this Draft Red Herring Prospectus. The Equity Shares issued pursuant to this Offer shall be fully paid-up.

14. Our Company shall not make any further issue of Equity Shares and/ or any securities convertible into Equity Shares, whether by way of issue of bonus shares, preferential allotment, rights issue or in any other manner, during the period commencing from filing of this Draft Red Herring Prospectus with SEBI until the Equity Shares have been listed on the Stock Exchanges.

15. Our Company currently does not intend or propose to alter its capital structure for a period of six months from the Bid/ Offer Opening Date, by way of split or consolidation of the denomination of Equity Shares or, further issue of Equity Shares (including issue of securities convertible into or exchangeable, directly or indirectly for Equity Shares) whether on a preferential basis or by way of issue of bonus issue or on a rights basis or by way of further public issue of Equity Shares or qualified institutional placements or otherwise.

16. There shall be only one denomination of the Equity Shares, unless otherwise permitted by law.

17. Except, for the sale of Equity Shares in the Offer, our Promoters and members of the Promoter Group will not participate in the Offer.

18. Our Company does not have any employee stock option plan.

19. Total numbers of shareholders of our Company as on the date of this Draft Red Herring Prospectus is 45.

20. As on the date of this Draft Red Herring Prospectus, none of the Equity Shares of our Company are subject to pledge.

21. No person connected with the Offer, including, but not limited to, the GCBRLMs, the members of the Syndicate, our Company, our Promoters, the Selling Shareholders, the Directors, the Promoter Group and the KMPs, shall offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to any Bidder for making a Bid.

22. Our Company has not issued any Equity Shares out of its revaluation reserves.

23. Our Company has not made any public issue of its Equity Shares or rights issue of any kind since its incorporation.

24. As on the date of this Draft Red Herring Prospectus, neither the GCBRLMs nor their associates (in accordance with the definition of "associate company" as provided under section 2(6) of the Companies Act, 2013) hold any Equity Shares.

25. Save and except as stated below none of our Directors have any shareholding in our Company as on the date of this Draft Red Herring Prospectus:

Sr. No.	Name of the Director	Designation	No. of Equity Shares	Percentage (%)
1.	Samprada Singh	Chairman Emeritus	4,992,520	4.18
2.	Basudeo N. Singh	Executive Chairman	8,332,950	6.97
3.	Balmiki Prasad Singh	Executive Director	6,215,760	5.20
4.	Dhananjay Kumar Singh	Joint Managing Director	5,698,260	4.77
5.	Mritunjay Kumar Singh	Executive Director	5,698,260	4.77
6.	Sandeep Singh	Joint Managing Director	1,591,600	1.33
	Total		**32,529,350**	**27.22**

26. The Net Offer is being made for at least 10% of the post Offer paid-up capital pursuant to Rule 19(2)(b)(iii) of SCRR read with Regulation 41 of the SEBI ICDR Regulations. Our Company is eligible for the Offer in accordance with Regulation 26(1) of the SEBI ICDR Regulations. Further, the Offer is being made through the Book Building Process where in 50% of the Net Offer shall be available for allocation to QIBs on a proportionate basis. Further, not less than 15% of the Net Offer will be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35% of the Net Offer will be available for allocation to Retail Individual Investors, subject to valid Bids being received at or above the Offer Price. Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Offer Price, on a discretionary basis, out of which at least one-third will be reserved for allocation to domestic Mutual Funds only subject to Bids received at or above the Anchor Investor Offer Price. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Such number of Equity Shares representing 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Offer Price.

    Any unsubscribed portion in Employee Reservation Portion shall be added to the Net Offer. Under subscription, if any, in Non-Institutional Investors and Retail Individual Investors, would be met with spill over from any other categories or combination of categories at the discretion of our Company and the Selling Shareholders in consultation with the GCBRLMs and Designated Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories. Any inter-se spill over, if any, would be effected in accordance with applicable laws, rules, regulations and guidelines. In the event of under-subscription in the Net Offer (except the QIB Portion), spill-over to the extent of under-subscription shall be permitted from the Employee Reservation Portion to the Net Offer.

27. A Bidder cannot make a Bid for more than the number of Equity Shares offered through the Offer, subject to the maximum limit of investment prescribed under relevant laws applicable to each category of Bidder. For further details, please refer to "*Offer Procedure – Who Can Bid*" on page 477.

28. An oversubscription to the extent of 10% of the Offer can be retained for the purposes of rounding off to the nearer multiple of minimum allotment lot.

29. Our Company shall ensure that transactions in the Equity Shares by the Promoters and the Promoter Group between the date of registering the Red Herring Prospectus with the RoC and the Bid/ Offer Closing Date, if any, shall be reported to the Stock Exchanges within 24 hours of such transaction.

SECTION IV: PARTICULARS OF THE OFFER

OBJECTS OF THE OFFER

The objects of the Offer are to achieve the benefits of listing the Equity Shares on the Stock Exchanges and for the sale of 12,853,442 Equity Shares by the Selling Shareholders. Further, our Company expects that the listing of the Equity Shares will enhance our visibility and brand image among our existing and potential customers and provide liquidity to the existing shareholders. The listing of the Equity Shares will also provide a public market for the Equity Shares in India. Our Company will not receive any proceeds of the Offer and all the proceeds will go to the Selling Shareholders.

Offer Related Expenses

The total expenses of the Offer are estimated to be approximately ₹[●] million. The expenses of this Offer include, among others, listing fees, underwriting and management fees, printing and distribution expenses, advertisement expenses and legal fees, as applicable. The estimated Offer expenses are as follows:

Activity	Estimated expenses* (*₹in million*)	As a % of the total estimated Offer expenses	As a % of the total Offer size
Fees payable to the GCBRLMs (including underwriting commission, brokerage and selling commission)	[●]	[●]	[●]
Advertising and marketing expenses	[●]	[●]	[●]
Fees payable to the Registrar and commission	[●]	[●]	[●]
Brokerage and selling commission payable to Registered Brokers**	[●]	[●]	[●]
Commission/processing fees for SCSBs and Bankers to the Issue***.			
Total estimated Offer expenses	[●]	[●]	[●]

**Will be filled in at the Prospectus stage*

***₹[●] per application (net of service tax) on every valid application Bid for the Retail Category and Non-Institutional Category.*

**** The SCSBs would be entitled to a processing fees of ₹[●] per Bid cum Application Form (net of service tax), for processing the Bid cum Application Forms for the Retail Category and Non-Institutional Category procured by the members of the Syndicate or the Registered Brokers and submitted to the SCSBs.*

All expenses with respect to the Offer will be shared among the Selling Shareholders, in proportion to the Equity Shares being offered by them in this Offer. Payments, if any; made by our Company in relation to the Offer shall be on behalf of the Selling Shareholders and such payment will be reimbursed by the Selling Shareholders to our Company in the proportion to the Equity Shares being offered for sale in the Offer.

Monitoring of Utilization of Funds

Since the Offer is an offer for sale and our Company will not receive any proceeds from the Offer, our Company is not required to appoint a monitoring agency for the Offer.

BASIS FOR OFFER PRICE

The Offer Price will be determined by our Company and the Selling Shareholders in consultation with the GCBRLMs on the basis of an assessment of market demand for the Equity Shares through the Book Building Process and on the basis of the qualitative and quantitative factors described below. The face value of the Equity Shares of our Company is ₹2 each and the Offer Price is [●] times of the face value.

Bidders are requested to please refer to the chapters "*Risk Factors*", "*Our Business*" and "*Financial Statements*" on pages 18, 129 and 213, respectively, to make an informed investment decision.

Qualitative Factors

Some of the qualitative factors which form the basis for the Offer Price are:

1. Market leadership in various therapeutic areas and ability to build market leading brands in domestic market;
2. Extensive sales, marketing and distribution network in India;
3. Strong research and development capabilities;
4. Fast growing and established international operations;
5. Geographically diversified manufacturing facilities accredited by international regulatory agencies; and
6. Experienced founders and professional management team.

For further details, please refer to "*Our Business – Competitive Strengths*" on page 131.

Quantitative Factors

Information presented in this chapter is derived from the Restated Standalone Financial Information and Restated Consolidated Financial Information of our Company.

Some of the quantitative factors which may form the basis for computing the Offer Price are as follows:

1. Basic and diluted EPS

fiscal year ended	Basic EPS (₹)*	Diluted EPS (₹)*	Weight (standalone)
March 31, 2015	36.6	36.6	3
March 31, 2014	36.8	36.8	2
March 31, 2013	39.0	39.0	1
Weighted Average#	**37.1**	**37.1**	

* *Based on restated standalone financial statements of our Company.*
# *derived by multiplication of weight with their respective EPS divided by sum of weights.*

fiscal year ended	Basic EPS (₹)**	Diluted EPS (₹)**	Weight (consolidated)
March 31, 2015	38.5	38.5	3
March 31, 2014	36.4	36.4	2
March 31, 2013	32.1	32.1	1
Weighted Average#	**36.8**	**36.8**	

***Based on restated consolidated financial statements of our Company.*
derived by multiplication of weight with their respective EPS divided by sum of weights.

Note:
1. *Basic EPS and Diluted EPS calculations are in accordance with Accounting Standard 20 (AS2O) 'Earnings per Share' issued by ICAI. As required by AS20, the calculation of basic and diluted earnings per share is adjusted for all the periods mentioned in the working of EPS on post-bonus basis, post-split of face value of Equity Shares.*
2. *The face value of each Equity Share is ₹2.*

2. P/E Ratio in relation to the Offer Price of ₹[●] per Equity Share

Particulars	Consolidated	Standalone
P/ E ratio based on basic EPS for fiscal year 2015 at the Floor Price	[●]	[●]
P/ E ratio based on diluted EPS for fiscal year 2015 at the Floor Price	[●]	[●]

Particulars	Consolidated	Standalone
P/ E ratio based on basic EPS for fiscal year 2015 at the Cap Price	[●]	[●]
P/ E ratio based on diluted EPS for fiscal year 2015 at the Cap Price	[●]	[●]

3. RoNW

fiscal year ended	Standalone - RONW (%)	Weight
March 31, 2015	14.1%	3
March 31, 2014	16.2%	2
March 31, 2013	20.2%	1
Weighted average#	**15.8%**	

derived by multiplication of weight with their respective RoNW divided by sum of weights.

fiscal year ended	Consolidated - RONW (%)	Weight
March 31, 2015	15.4%	3
March 31, 2014	16.8%	2
March 31, 2013	17.6%	1
Weighted average#	**16.2%**	

derived by multiplication of weight with their respective RoNW divided by sum of weights.

$$\text{RoNW (\%)} = \frac{\text{Net Profit After Tax}}{\text{Net Worth}}$$

Note: Net worth has been computed by aggregating share capital and reserves and surplus as per the Restated Standalone Financial Information and Restated Consolidated Financial Information. There is no share premium account, revaluation reserve or miscellaneous expenditure (to the extent not written off).

4. Net asset value per Equity Share

NAV	Restated consolidated (₹)	Restated standalone (₹)
As on March 31, 2015	250.83	259.36
As on March 31, 2014	216.20	227.54
As on March 31, 2013	182.10	193.06
Offer price	[●]	
After the Offer*	-	-

Note: Net asset value per Equity Share represents Net Worth as per the Restated Standalone Financial Information and Restated Consolidated Financial Information as divided by the number of equity shares outstanding as at the end of fiscal year.

**There will be no change in NAV post the Offer as the Offer is by way of Offer for Sale by the Selling Shareholders*

5. Comparison with listed industry peers

Following is the comparison with our peer group that has been determined on the basis of listed public companies comparable in size to our Company or whose business portfolio is comparable with that of our business:

Name of the company	Revenue (revenue from operations and other income (₹in million)	Face value per Equity Share (₹)	P/ E	EPS (basic & diluted) (₹)			Return on Net Worth (%)	Net asset value per Share (₹)
Alkem Laboratories Limited(1)	39,642	2	[•]	38.5	38.5		15.4%	250.8
Torrent Pharmaceuticals Limited(2)	49,390.0	5	32.1	44.4	44.4		30.2%	147.2
Ipca Laboratories Limited(2)	31,775.9	2	36.1	20.1	20.2		11.5%	175.0
Alembic Pharmaceuticals Limited(2)	20,584.3	2	49.2	15.0	15.0		32.0%	46.9

(1) *Based on restated consolidated financials of our Company for fiscal year 2015.*

(2) Based on audited consolidated financials for fiscal year 2015. Based on closing market price as on July 29, 2015, available on www.bseindia.com

Based on the above peer group information (excluding our Company), the highest P/E ratio is 50.1, the lowest P/E ratio is 31.9, the average P/E ratio is 39.0.

The Offer Price of ₹[●] has been determined by our Company and Selling Shareholders, in consultation with the GCBRLMs on the basis of the demand from investors for the Equity Shares through the Book Building Process and is justified in view of the above qualitative and quantitative parameters. Investors should read the above mentioned information along with "*Risk Factors*" and "*Financial Statements*" on pages 18 and 213, respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "*Risk Factors*" or any other factors that may arise in the future and you may lose all or part of your investments.

STATEMENT OF TAX BENEFITS

STATEMENT OF POSSIBLE TAX BENEFITS AVAILABLE TO ALKEM LABORATORIES LIMITED AND ITS SHAREHOLDERS UNDER THE APPLICABLE LAWS IN INDIA

To,

The Board of Directors

Alkem Laboratories Limited
Devashish, Alkem House,
Senapati Bapat Marg, Lower Parel,
Mumbai- 400 013, India

Date: July 27, 2015

Dear Sirs,

Subject: Statement of possible tax benefits ('the Statement') available to Alkem Laboratories Limited ("the Company") and its shareholders prepared in accordance with the requirement in SCHEDULE VIII – CLAUSE (VII) (L) of Securities and Exchange Board of India (Issue of Capital Disclosure Requirements) Regulations 2009, as amended ('the Regulations')

We hereby report that the enclosed Annexure prepared by the Company, states the possible tax benefits available to the Company and to the shareholders of the Company under the Income-tax Act, 1961 ('the Act') as amended by the Finance Act, 2015 (i.e. applicable for financial year 2015-16, relevant to the assessment year 2016-17) presently in force in India as on the signing date. Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant provisions of the Act. Hence, the ability of the Company or its shareholders to derive the possible tax benefits is dependent upon fulfilling such conditions, which is based on business imperatives the Company may face in the future and accordingly, the Company may or may not choose to fulfil.

The benefits discussed in the enclosed Annexure cover the possible tax benefits available to the Company and its shareholders. Further, the preparation of the Statement and its contents is the responsibility of the Management. We were informed that this statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the offer for sale.

We do not express any opinion or provide any assurance as to whether:

- The Company or its shareholders will continue to obtain these benefits in future; or
- The conditions prescribed for availing the benefits have been/ would be met with.

The contents of the enclosed statement are based on information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company.

Our views expressed herein are based on the facts and assumptions indicated to us. No assurance is given that the revenue authorities/ courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to change from time to time. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to the Company for any claims, liabilities or expenses relating to this assignment except to the extent of fees relating to this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We will not be liable to any other person in respect of this statement.

The enclosed annexure is intended for your information and for inclusion in the Draft Red Herring Prospectus in connection with the proposed issue of equity shares and is not to be used, referred to or distributed for any other purpose without our prior written consent.

Yours faithfully,

For **B S R & Co. LLP**
Chartered Accountants
ICAI firm registration number: 101248W/W-100022

Sadashiv Shetty
Partner
Membership No.: 048648
Place: Mumbai

ANEXURE TO THE STATEMENT OF POSSIBLE TAX BENEFITS AVAILABLE TO THE COMPANY AND ITS SHAREHOLDERS UNDER THE APPLICABLE TAX LAWS IN INDIA

Outlined below are the possible tax benefits available to the Company and its shareholders under the direct tax laws in force in India (*i.e.* applicable for the Financial Year 2015-16 relevant to the assessment year 2016-17). These benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant tax laws. Hence, the ability of the Company or its shareholders to derive the possible tax benefits is dependent upon fulfilling such conditions, which based on business imperatives it faces in the future, it may or may not choose to fulfill.

UNDER THE INCOME TAX ACT, 1961 ("THE ACT")

A. BENEFITS TO THE COMPANY UNDER THE ACT:

The Company will be entitled to deduction under the sections mentioned hereunder from its total income chargeable to Income Tax.

1. Special tax benefits available to the Company

a) Subject to the fulfilment of conditions such as obtaining Audit report in form 10CCB and other conditions specified u/s 80-IC, the company is entitled to claim deduction under Section 80-IC of the Act, with respect to its plants situated at Baddi Betalactum Unit and Baddi Unit. The amount of deduction available is 100% of the profits and gains derived from the aforesaid business, for first five years and 30% of the profits and gains for next five years, in such a manner that total period of deduction does not exceed ten consecutive years.

- **Baddi Betalactum Unit**: The Company set up a manufacturing unit in Baddi (Industrial undertaking) and commenced operations on 26 March 2012 (financial year 2011-12). Accordingly, it is eligible to claim deduction under section 80-IC from assessment year 2012-13 till assessment year 2016-17 at 100% of profits and gains derived from the said unit being an industrial undertaking and from assessment year 2017-18 to assessment year 2021-22 at 30% of profits and gains derived from the said unit.

- **Baddi Unit:** The Company set up a manufacturing unit in Baddi (Industrial undertaking) and commenced operations on 19 May 2005 (financial year 2005-06). Accordingly, it is eligible to claim deduction under section 80-IC from assessment year 2006-07 till assessment year 2010-11 at 100% of profits and gains derived from the said unit being an industrial undertaking and from assessment year 2011-12 to assessment year 2015-16 at 30% of profits and gains derived from the said unit.

b) Subject to the fulfilment of conditions such as obtaining Audit report in form 10CCB and other conditions specified u/s 80-IE, the company is entitled to claim deduction under Section 80-IE of the Act, with respect to its plants situated at Sikkim Kumrek Unit and Sikkim Samardung Cephalsporin Unit. The amount of deduction available is 100% of the profits and gains derived from the aforesaid business for a period of ten consecutive years.

- **Sikkim Kumrek Unit:** The Company set up a manufacturing unit in Kumrek, Sikkim (Industrial undertaking) and commenced operations on 8 August 2007 (financial year 2007-08). Accordingly, it is eligible to claim deduction under section 80-IE from assessment year 2008-09 till assessment year 2017-18 at 100% of profits and gains derived from the said unit being an industrial undertaking.

- **Sikkim Samardung Cephalsporin Unit:** The Company set up a manufacturing unit in Samardung, Sikkim (Industrial undertaking) and commenced operations on 18 October 2012 (financial year 2012-13). Accordingly, it is eligible to claim deduction under section 80-IE from assessment year 2013-14 till assessment year 2022-23 at 100% of profits and gains derived from the said unit being an industrial undertaking.

c) **Deduction under section 35(2AB):** As per section 35(2AB), where a company engaged in the business of bio-technology or in any business of manufacture or production of any article or thing, incurs any expenditure on scientific research (not being expenditure in the nature of cost of any land or building) on in-house research and development facility as approved by the prescribed authority, then, there shall be allowed a deduction of a sum equal to two times of the expenditure so incurred. Such weighted deduction under section 35(2AB) is available till assessment year 2017-18.

The Company is eligible to claim a weighted deduction of 200% on the expenditure incurred on clinical trial research, Research expenses, tangible and intangible assets (other than land and building) and other revenue expenditure specified for deduction under section 35(2AB) on in-house research and development facility as approved by the prescribed authority.

d) **Deduction under section 35(1)(iv)**: As per section 35(1)(iv), expenditure of capital nature on scientific research related to the business carried on by the assessee, would be allowed as deduction in the year in which such capital expenditure is incurred.

The company is eligible to claim 100% deduction of expenditure incurred on the prescribed assets, which qualify as per section 35(1)(iv).

2. General Tax Benefits available to the Company

a) Business income

- The Company is entitled to claim depreciation on specified tangible and intangible assets owned by it and used for the purpose of its business as per the provisions of Section 32 of the Act. In case of any new plant and machinery (other than specified exclusions) acquired by the Company, the company is entitled to a further sum equal to twenty per cent of the actual cost of such machinery or plant subject to conditions specified in Section 32 of the Act. Unabsorbed business losses, if any, for an assessment year can be carried forward and set off against business profits for eight subsequent years. Unabsorbed depreciation if any, for an assessment year can be carried forward and set off against any sources of income (except salary) in the same assessment year or any subsequent assessment years as per the provisions of Section 32(2) read with section 72 of the Act.

- As per Section 32AC (1A) of the Act, where an assessee, being a company, engaged in the business of manufacture or production of an article or thing, acquires and installs new assets and the amount of actual cost of such new assets acquired and installed during any previous year exceeds 25 crores, then there shall be allowed a deduction of a sum equal to 15% of the actual cost of such new assets for the assessment year relevant to that previous year.
  No deduction under Section 32AC (1A) of the Act shall be allowed for any assessment year commencing on or after the 1st day of April, 2018 i.e. assessment year 2018-19.

  However there is a restriction on the transfer of plant or machinery for a period of 5 years, in respect of any assessee who is eligible to deduction under Section 32AC(1) and 32AC(1A). However, this restriction shall not apply in a case of amalgamation or demerger but shall continue to apply to the amalgamated company or resulting company, as the case may be.

- As per the provisions of Section 35D of the Act, any specified preliminary expenditure incurred after 31 March 1998 by an Indian company before the commencement of its business or after commencement of its business, in connection with the extension of an undertaking or setting up a new unit, shall be allowed a deduction of an amount equivalent to one-fifth of such expenditure for each of the five successive financial years beginning with the financial year in which the extension of the undertaking is completed or the new unit commences production or operation. However, any expenditure in excess of 5% of the cost of the project or the capital employed in the business of the Company, shall be ignored for the purpose of computing the deduction allowable under section 35D of the Act.

- As per the provisions of Section 35DD of the Act, any expenditure incurred by an Indian Company, on or after 1 April 1999, wholly and exclusively for the purpose of amalgamation or demerger of an undertaking, shall be allowed a deduction of, an amount equal to one-fifth of such expenditure for each of five successive financial years beginning with the financial year in which the amalgamation or demerger takes place.

- As per the provisions of Section 35DDA of the Act, if a Company incurs any expenditure in any financial year by way of payment of any sum to an employee in connection with his voluntary retirement, in accordance with any scheme or schemes of voluntary retirement, the Company would be eligible to claim a deduction of one-fifth of the amount so paid in computing the profits and gains of the business for that financial year, and the balance shall be deducted in equal instalments for each of the four immediately succeeding financial years.

- As per the provisions of Section 35CCD of the Act, if a Company incurs any expenditure (not being in the nature of cost of any land or building) on any skill development project notified by the Central Board of Direct Taxes in this behalf in accordance with the guidelines as may be prescribed, then, the Company shall be allowed a deduction of sum equal to one and one-half times of such expenditure.

- As per the newly inserted explanation to Section 37 of the Act, any expenditure incurred by the Company on the activities relating to Corporate Social Responsibility ('CSR') referred to in section 135 of the Companies Act, 2013 shall not be deemed to be an expenditure incurred by the Company for the purpose of the business or profession. However, CSR expenditure which is of the nature described in provisions of Sections 30 to 36 of the Act shall be allowed as deduction under the respective sections, subject to the fulfilment of conditions, if any, specified therein.

- As per the provisions of Section 72A of the Act, pursuant to business re-organizations, such as amalgamation, demerger, etc., the successor company shall be allowed to carry forward any accumulated tax losses/ unabsorbed depreciation of the predecessor company subject to fulfilment of prescribed conditions.

b) MAT credit

- As per provisions of Section 115JAA of the Act, the Company is eligible to claim credit for Minimum Alternate Tax ("MAT") paid for any assessment year commencing on or after 1 April 2006. The amount of credit available shall be the difference between MAT paid under section 115JB of the Act and taxes payable on total income computed under other provisions of the Act. MAT credit shall be allowed to be set-off in the subsequent assessment years to the extent of difference between the tax payable as per the normal provisions of the Act and the taxes payable under Section 115JB of the Act for that assessment year.

- MAT credit is eligible for carry forward and set-off for up to 10 years succeeding the assessment year in which the MAT credit arises.

c) Capital gains

(i) Computation of capital gains

- Capital assets are to be categorized into short-term capital assets and long-term capital assets based on the period of holding. All capital assets, being security (other than a unit) listed in a recognized stock exchange in India or a unit of the Unit Trust of India or a unit of an equity oriented fund or a zero coupon bond, held by an assesse for more than twelve months, immediately preceding the date of transfer, are considered to be long-term capital assets, capital gains arising from the transfer of which are termed as long-term capital gains ('LTCG'). In respect of any other capital assets, the holding period should exceed thirty-six months, immediately preceding the date of transfer, to be considered as long-term capital assets.

- Short Term Capital Gains ('STCG') means capital gains arising from the transfer of a capital asset, being security (other than a unit) listed in a recognized stock exchange in India or unit of the Unit Trust of India or a unit of an equity oriented fund or a zero coupon bond, held for twelve months or less, immediately preceding the date of transfer.

- In respect of any other capital assets, STCG means capital gains arising from the transfer of an asset, held by an assesse for 36 months or less, immediately preceding the date of transfer.

- LTCG arising on transfer of a long term capital asset, being an equity share in a company i.e. for the period of more than twelve months or units of an equity oriented fund or a unit of a business trust shall be exempt from tax under section 10(38) of the Act provided that the transaction of sale of such equity share or unit is entered into on or after 1 October 2004 and such transaction is chargeable to Securities Transaction Tax ("STT"), subject to conditions specified under that Chapter.

- Income by way of LTCG exempt under Section 10(38) of the Act is to be taken into account while determining the book profits in accordance with the provisions of Section 115JB of the Act.

- As per the second proviso to section 10(38) of the Act, the provisions of the said clause shall not apply in respect of any income arising from transfer of units of a business trust which were acquired in consideration of a transfer referred to in Section 47(xvii) of the Act. However, the said proviso has been omitted in the Finance Act, 2015 with effect from 1 April 2016.

- As per provisions of Section 48 of the Act, LTCG arising from the transfer of capital assets, other than bonds or debentures (excluding capital indexed bonds issued by the Government), is computed by deducting the indexed cost of acquisition and indexed cost of improvement from the full value of consideration. Further, expenditure incurred wholly and exclusively for the transfer is also deductible.

- As per the provisions of Section 112 of the Act, capital gains not covered under section 10(38) of the Act] are subject to tax at the rate of 20% with indexation benefits. However, if such tax payable on transfer of listed securities (other than a unit) or zero coupon bonds exceeds 10% of the LTCG (without indexation benefits), the excess tax shall be ignored for the purpose of computing the tax payable by the Company.

- However, Section 112 allows concessional tax rate of 10% on capital gain only to listed securities (other than units) and zero coupon bond. Further, such long term capital gain would be reduced from the gross total income before computing deductions under chapter VIA and such deductions shall be allowed as if the gross total income so reduced were the gross total income of the assesse.

- As per the provisions of Section 111A of the Act, STCG arising from the transfer of a short term capital asset, being an equity share in a Company or unit of an equity oriented fund as specified under Section 10(38) of the Act or a unit of a business trust, is subject to tax at the rate of 15% provided that the transaction of sale of such equity share or unit is entered into on or after 1 October 2004 and such transaction is chargeable to STT, subject to conditions specified under that Chapter.

- As per the second proviso to Section 111A(1) of the Act, the provisions of this section shall not apply in respect of any income arising from the transfer of units of a business trust which were acquired by the Company in consideration of a transfer referred to in Section 47(xvii) of the Act. However, the said proviso has been omitted in the Finance Act, 2015 with effect from 1 April 2016.

- STCG arising from the transfer of short term capital asset, being an equity share in a Company or a unit of an equity oriented fund as specified under Section 10(38) of the Act or a unit of a business trust, is subject to tax at the rate of 30% provided that the transaction is not chargeable to STT.

- As per the Finance Act, 2015, the tax rates mentioned above stands increased by surcharge, payable at the rate of 7% where the taxable income of a domestic company exceeds ₹10,000,000 but does not exceed ₹100,000,000. Such surcharge rate would stand increased to 12% where the taxable income of the domestic company exceeds ₹100,000,000. Further, education cess and secondary and higher education cess on the tax on total income and surcharge at the rate of 2% and 1% respectively is payable by all categories of taxpayers.

- As per the provisions of Section 50 of the Act, where a capital asset is forming part of a block of assets in respect of which depreciation has been allowed under the Act, capital gains shall be computed in the following manner:

  - where full value of consideration on account of transfer of any asset forming part of block of assets, as reduced by expenditure incurred wholly or exclusively in connection with transfer, exceeds the written down value of block of assets and actual cost of assets acquired during the year, such excess shall be deemed to be short term capital gains and taxed accordingly.

  - where any block of assets ceases to exist, for the reason that all the assets in that block are transferred, the difference between the consideration arising on result of transfer and the written down value of block of assets and the actual cost of assets acquired during the year, shall be deemed to be short term capital gains/ (losses) and taxed accordingly.

- As per provisions of Section 71 read with Section 74 of the Act, short term capital loss arising during a year is allowed to be set-off against short term as well as long term capital gains. Balance loss, if any, shall be carried forward and set-off against any capital gains arising during subsequent eight assessment years.

- As per provisions of Section 71 read with Section 74 of the Act, long term capital loss arising during a year is allowed to be set-off only against long term capital gains. Balance loss, if any, shall be carried forward and set-off against long term capital gains arising during subsequent eight assessment years.

(ii) Exemption of capital gains from income-tax:

- Under Section 54EC of the Act, capital gains arising from transfer of long term capital assets other than those exempt under section 10(38) of the Act] shall be exempt from tax, subject to the conditions and to the extent specified therein, if the capital gains are invested within a period of six months after the date of transfer, in bonds redeemable after three years and issued on or after 1 April 2007, by:

  - National Highway Authority of India ('NHAI') constituted under Section 3 of National Highway Authority of India Act, 1988; and

  - Rural Electrification Corporation Limited ('REC'), a company formed and registered under the Companies Act, 1956.

- Where a part of the capital gain is reinvested, the exemption shall be available on a proportionate basis. The maximum investment in the specified long term asset cannot exceed ₹5,000,000 per assesse in the year of transfer and the subsequent financial year.

- Where the new bonds are transferred or converted into money within three years from the date of their acquisition, the amount so exempt is taxable as capital gains in the year of transfer/ conversion.

- The characterization of the gain/ losses, arising from sale/ transfer of shares/ units as business income or capital gains would depend on the nature of holding and various other factors.

d) Securities Transaction Tax ('STT')

- As per the provisions of Section 36(1)(xv) of the Act, STT paid in respect of the taxable securities transactions entered into in the course of the business is allowed as a deduction if the income arising from such taxable securities transactions is included in the income computed under the head 'Profit and gains of business or profession'. Where such deduction is claimed, no further deduction in respect of the said amount is allowed while determining the income chargeable to tax as capital gains.

e) Dividends

- As per the provisions of Section 10(34) read with Section 115-O of the Act, dividend (both interim and final), if any, received by the Company on its investments in shares of another Domestic Company is exempt from tax. However, as per Section 94(7) of the Act, losses arising from purchase and sale of securities or units, where such securities or units are bought or acquired within a period of three months prior to the record date and such securities or unit are sold or transferred within three or nine months respectively from the record date, will be disallowed to the extent of the amount of dividend claimed as exempt.

- Further, any amount declared, distributed or paid by the Company by way of dividends on or after 1 April 2003, whether out of current or accumulated profits, shall be charged to additional income tax at the rate of 15% (plus applicable surcharge and education cess). Credit in respect of dividend distribution tax paid by a subsidiary of the Company could be available while determining the dividend distribution tax payable by the Company as per provisions of Section 115-O(1A) of the Act, subject to fulfilment of prescribed conditions.

  A company shall be a subsidiary of another company, if such other company, holds more than half in nominal value of the equity share capital of the company.

- In view of the amendment brought in by Finance (No.2) Act, 2014, for the purpose of determining the tax on distributed profits payable in accordance with Section 115-O of the Act, the amount of dividends needs to be grossed up by the rate of tax prescribed in section 115-O(1) of the Act. Resultantly, the effective rate of tax will be 20.358% of the amount of dividends declared, distributed or paid by the Company.

- Any income received from distribution made by any mutual fund specified under section 10(23D) of the Act or from the administrator of the specified undertaking or from the units of specified company referred to in Section 10(35) of the Act, is exempt from tax in the hands of the Company under section 10(35) of the Act. However, as per section 94(7) of the Act, losses arising from the sale/ redemption of units purchased within three months prior to the record date (for entitlement to receive income) and sold within nine months from the record date, will be disallowed to the extent of the amount of income claimed exempt.

- As per the provisions of Section 115BBD of the Act, dividend received by an Indian company from a specified foreign company (in which it has shareholding of 26% or more) would be taxable at the concessional rate of 15% on gross basis (excluding surcharge and education cess). The benefits of this provision do not have any sunset clause i.e. not restricted to any particular assessment year.

f) Other Provisions

- As per the provisions of section 80JJAA, the Company is entitled to a deduction of an amount equal to 30% of additional wages paid to new regular workmen employed during the previous year for 3 assessment years. The deduction is available subject to satisfaction of prescribed conditions, which include employment of more than 100 regular employees in the previous year for a period of more than 300 days.

- As per the provisions of Section 80G of the Act, the Company is entitled to claim deduction either for whole of the sum paid as donation to specified funds or institutions or fifty percent of the sum paid, subject to limits and conditions as provided in Section 80G(5) of the Act.

  Additionally, as per the Finance Act, 2015, a Company is entitled to claim 100% deduction on contribution made towards:

  - Swachh Baharat Kosh or Clean Ganga Fund (wherein the company making donation to Clean Ganga Fund is a resident) which are set up by the Central Government and such sum is other than the sum spent in pursuance of CSR under Section 135(5) of the Companies Act, 2013; and
  - National Fund for Control of Drug Abuse constituted under Section 7A of the Narcotic Drugs and Psychotropic Substances Act, 1985.

B. Benefits to the shareholders of the Company under the Act

a) Dividends exempt under section 10(34) of the Act

- As per the provisions of Section 10(34) of the Act, dividend (both interim and final), if any, received by the members/ shareholders from the Company is exempt from tax. However, as per Section 94(7) of the Act, losses arising from purchase and sale of securities or units, where such securities or units are bought or acquired within a period of three months prior to the record date and such securities or units are sold or transferred within three or nine months respectively from the record date, will be disallowed to the extent of the amount of dividend claimed as exempt.

b) Capital gains

(i) Computation of capital gains

- Capital assets are to be categorized into short-term capital assets and long-term capital assets based on the period of holding. All capital assets, being a security (other than a unit) listed in a recognized stock exchange in India or a unit of the Unit Trust of India or a unit of equity oriented fund or a zero coupon bond, held by an assesse for more than twelve months, immediately preceding the date of transfer, are considered to be long-term capital assets, capital gains arising from the transfer of which are termed as LTCG. In respect of any other capital assets, the holding period should exceed thirty-six months, immediately preceding the date of transfer, to be considered as long-term capital assets.

- STCG means capital gains arising from the transfer of capital assets being a security (other than a unit) listed in a recognized stock exchange in India or a unit of the Unit Trust of India or a unit of equity oriented fund or a zero coupon bond, held for twelve months or less, immediately preceding the date of transfer.

- In respect of any other capital assets, STCG means capital gains arising from the transfer of an asset, held by an assesse for 36 months or less, immediately preceding the date of transfer.

- LTCG arising on transfer of a long term capital asset, being an equity share in a company i.e. for the period of more than twelve months] or units of an equity oriented fund or a unit of a business trust shall be exempt from tax under section 10(38) of the Act provided that the transaction of sale of such equity share or unit is entered into on or after 1 October 2004 and such transaction is chargeable to STT, subject to conditions specified under that Chapter.

- As per provisions of Section 48 of the Act, LTCG arising from the transfer of capital assets, other than bonds or debentures (excluding capital indexed bonds issued by the Government), is computed by deducting the indexed cost of acquisition and indexed cost of improvement from the full value of consideration. Further, expenditure incurred wholly and exclusively for the transfer is also deductible.

- In respect of a non-resident shareholder, as per the first proviso to section 48 of the Act, the capital gains arising from the transfer of a capital asset being shares or debentures in an Indian company, shall be computed by converting the cost of acquisition, expenditure incurred wholly and exclusively in connection with such transfer and the full value of consideration into the same foreign currency as was initially utilized in the purchase of the shares and the capital gains so computed shall be reconverted into Indian currency.

- Further, the benefit of indexation as provided in second proviso to Section 48 is not available to non-resident shareholders.

- As per the provisions of Section 112 of the Act, LTCG not exempt under section 10(38) of the Act are subject to tax at the rate of 20% with indexation benefits. However, if such tax payable on transfer of listed securities or units or zero coupon bonds exceeds 10% of the LTCG (without indexation benefits), the excess tax shall be ignored for the purpose of computing the tax payable by the assesse. Further, in respect of a non-resident shareholder, the amount of capital gains arising from transfer of unlisted securities shall be taxable at the rate of 10% without giving effect to first and second proviso to section 48 of the Act.

- As per the provisions of Section 111A of the Act, STCG arising from the transfer of a short term capital asset, being an equity share in a Company or unit of an equity oriented fund as specified under Section 10(38) of the Act or a unit of a business trust, is subject to tax at the rate of 15% provided that the transaction of sale of such equity share or unit is entered into on or after 1 October 2004 and such transaction is chargeable to STT, subject to conditions specified under that Chapter. No deduction under Chapter VIA is allowed from such income.

- STCG arising from the transfer of short term capital asset, being an equity share in a Company or a unit of an equity oriented fund as specified under Section 10(38) of the Act or a unit of a business trust, is subject to tax at the rate as applicable (plus applicable surcharge and cess) provided that the transaction is not chargeable to STT.

- As per provisions of Section 71 read with Section 74 of the Act, short term capital loss arising during a year is allowed to be set-off against short term as well as long term capital gains. Balance loss, if any, shall be carried forward and set-off against any capital gains arising during subsequent eight assessment years.

- As per provisions of Section 71 read with Section 74 of the Act, long term capital loss arising during a year is allowed to be set-off only against long term capital gains. Balance loss, if any, shall be carried forward and set-off against long term capital gains arising during subsequent eight assessment years.

(ii) Exemption of capital gain from income-tax:

- Where a part of the capital gain is reinvested, the exemption shall be available on a proportionate basis. The maximum investment in the specified long term asset cannot exceed ₹5,000,000 per assesse in the year of transfer and the subsequent financial year.

- Where the new bonds are transferred or converted into money within three years from the date of their acquisition, the amount so exempt shall be taxable as capital gains in the year of transfer/ conversion.

- The characterization of the gain/ losses, arising from sale/ transfer of shares as business income or capital gains would depend on the nature of holding and various other factors.

- In addition to the same, some benefits are also available to a resident shareholder being an individual or Hindu Undivided Family ('HUF').

- As per the provisions of Section 54F of the Act, LTCG arising from transfer of shares is exempt from tax if the net consideration from such transfer is utilized within a period of one year before or two years after the date of transfer, for purchase of a new residential house, or for construction of a residential house property, in India, within three years from the date of transfer, subject to conditions and to the extent specified therein.

- As per provisions of Section 56(2)(vii)/ 56(2)(viia) of the Act and subject to exception provided therein, where an individual or HUF, a firm or company (not being company in which public are substantially interested) receives shares and securities without consideration or for a consideration which is less than the aggregate fair market value of the shares and securities by an amount exceeding fifty thousand rupees, the excess of fair market value of such shares and securities over the said consideration is chargeable to tax under the head 'income from other sources'. However, the said section is not applicable for exceptions provided in respective proviso therein.

- As per the provisions of Section 10(34A) of the Act, income arising to the shareholder in respect of buy back of unlisted shares by the company is exempt from tax.

c) Tax treaty benefits

- As per provisions of Section 90(2) of the Act, non-resident shareholders can opt to be taxed in India as per the provisions of the Act or the double taxation avoidance agreement entered into by the Government of India with the country of residence of the non-resident shareholder, whichever is more beneficial, subject to satisfaction of relevant conditions prescribed in section 90 of the Act.

d) Non-resident Indian taxation

- Special provisions in case of Non-Resident Indian ('NRI') in respect of income/ LTCG from specified foreign exchange assets under Chapter XII-A of the Act are as follows:

  - NRI means an individual being a citizen of India or a person of Indian origin who is not a resident. A person is deemed to be of Indian origin if he, or either of his parents or any of his grandparents, were born in undivided India.

  - Under the provisions of section 115E of the Act, any capital gains arising to a NRI on transfer of shares held in an Indian Company for a period exceeding 12 months shall in cases not covered under section 10(38) of the Act] be taxed at a concessional flat rate of 10% (plus applicable surcharge, educational cess and secondary & higher education cess on Income-tax) without indexation benefit but with protection against foreign exchange fluctuation under the first proviso to section 48 of the Act, subject to satisfaction of certain conditions. Further, income from investment other than dividend exempt under section 10(34) of the Act and income from long term capital gains other than gain exempt under section 10(38) of the Act from assets (other than specified foreign assets) is taxable at the rate of 20% (plus applicable surcharge, educational cess and secondary & higher education cess on Income-tax). No deduction is allowed from such income in respect of any expenditure or allowance or deduction under Chapter VIA of the Act.

- As per the provisions of Section 115F of the Act, LTCG not covered under Section 10(38) of the Act arising to a NRI on transfer of a foreign exchange asset is exempt from tax if the net consideration from such transfer is reinvested in specified assets or in savings certificate referred to in Section 10(4B) of the Act within six months of the date of transfer, subject to the extent and conditions specified in that section.

- If only part of the net consideration is so reinvested, the exemption shall be proportionately reduced. The amount so exempted shall be chargeable to tax subsequently; if the specified assets or saving certificates referred in Section 10(48) of the Act are transferred or converted into money within three years from the date of their acquisition.

- Under the provisions of section 115G of the Act, it shall not be necessary for a NRI to furnish his return of income if his only source of income is investment income or long term capital gains or both and tax deductible at source under provisions of Chapter XVII-B has been deducted from such income.

- Under the provisions of section 115H of the Act, where a person who is a NRI in any previous year, becomes assessable as a resident in India in respect of the total income of any subsequent year, he / she may furnish a declaration in writing to the assessing officer, along with his / her return of income under Section 139 of the Act for the assessment year in which he / she is first assessable as a resident, to the effect that the provisions of the Chapter XII-A shall continue to apply to him / her in relation to investment income derived from the specified assets for that year and subsequent years until such assets are transferred or converted into money.

- Under the provisions of section 115-I of the Act, a NRI may elect not to be governed by the provisions of Chapter XII-A for any assessment year by furnishing his return of income under Section 139 of the Act declaring therein that the provisions of the Chapter shall not apply to him for that assessment year. In such a situation, the other provisions of the Act shall be applicable while determining the taxable income and the tax liability arising thereon.

C. Benefits available to Foreign Institutional Investors ("FIIs") under the Act

a) Dividends exempt under section 10(34) of the Act

- As per the provisions of Section 10(34) of the Act, dividend (both interim and final), if any, received by the shareholder from a domestic Company is exempt from tax. The Company will be liable to pay dividend distribution tax at the rate of 15% (plus applicable surcharge and education cess) on the amount distributed as dividend. However, as per Section 94(7) of the Act, losses arising from purchase and sale of securities or units, where such securities or units are bought or acquired within a period of three months prior to the record date and such securities or units are sold or transferred within three or nine months respectively from the record date, will be disallowed to the extent of the amount of dividend claimed as exempt.

- In view of the amendment brought in by Finance (No.2) Act, 2014, for the purpose of determining the tax on distributed profits payable in accordance with Section 115-O of the Act, the amount of dividends needs to be grossed up by the rate of tax prescribed in section 115-O(1) of the Act. Resultantly, the effective rate of tax will be 20.358% of the amount of dividends declared, distributed or paid by the Company.

b) LTCG exempt under section 10(38) of the Act

- LTCG arising to shareholder on transfer of long term capital asset being equity shares of the company i.e. capital asset held for the period of more than twelve (12) months or units of an equity oriented fund or a unit of a business trust will be exempt from tax under section 10(38) of the Act provided that the transaction is entered in on or after 1 October 2004 and STT has been paid on such transfer.

- It is pertinent to note that as per provisions of Section 14A of the Act, expenditure incurred to earn exempt income is not allowed as deduction while determining taxable income.

c) Capital gains

- As per the provisions of Section 111A of the Act, STCG arising on sale of short term capital asset, being equity shares in a company or units of equity oriented mutual fund or a unit of a business trust, shall be chargeable to tax at the rate of 15% provided the transaction is chargeable to STT. Further, short term capital gain would be reduced from the gross total income before computing deductions under chapter VIA and such deductions shall be allowed as if the gross total income so reduced were the gross total income of the taxpayer.

- As per provisions of Section 115AD of the Act, income (other than income by way of dividends referred to Section 115O of the Act) received in respect of securities (other than units referred to in Section 115AB of the Act) is taxable at the rate of 20% (plus applicable surcharge and education cess and secondary & higher education cess). However, any income by way of interest referred to in section 194LD of the Act shall be taxed at the rate of 5%.

- In case there is any income by way of short-term capital gain (except that referred to in section 111A of the Act), the whole of such amount should be included in the total income and taxed at the rate of 30%. Capital gain arising on transfer of long term capital assets, being shares in a company not covered under Section 10(38) of the Act, are taxed at the rate of 10% (plus applicable surcharge, if any and education cess). Such capital gains would be computed without giving effect to the first and second proviso to Section 48 of the Act. No deduction under chapter VIA should be allowed in respect of the incomes referred above, while calculating Total Income from the Gross total income.

- The benefits of exemption under section 54EC of the Act mentioned above in case of the Company is also available to FIIs.

- As per provisions of Section 36(1)(xv) of the Act, STT paid in respect of the taxable securities transactions entered into in the course of the business is allowed as a deduction if the income arising from such taxable securities transactions is included in the income computed under the head 'Profit and gains of business or profession'. Where such deduction is claimed, no further deduction in respect of the said amount is allowed while determining the income chargeable to tax as capital gains

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d) Tax Treaty benefits

- As per provisions of Section 90(2) of the Act, the provisions of the Act would prevail over the provisions of DTAA between India and the country in which shareholder has fiscal domicile to the extent they are more beneficial to the non-resident, subject to satisfaction of relevant conditions prescribed in section 90 of the Act.

e) Computation of book profit under Section 115JB

- The Finance Act, 2015 excludes capital gains and corresponding expenditure relatable to income from capital gains arising on transaction in securities, accruing or arising to a foreign company which has invested in such securities provided that income tax is payable on such capital gains at a rate less than the rate stated in Section 115JB (1) of the Act.

D. Benefits available to Venture Capital Companies/ Funds under the Act:

In terms of section 10(23FB) of the Act, all venture capital companies/ fund registered with Securities and Exchange Board of India, subject to the conditions specified, are eligible for exemption from income tax on any income from investment in a venture capital undertaking. Further, the Finance Act, 2015 has inserted a proviso providing that nothing contained in this clause shall apply in respect of any income of a venture capital fund or venture capital company, being an "investment fund" of the previous year relevant to the assessment year beginning on or after 1 April 2016.

"Investment fund" has been defined under in clause (a) of Explanation 1 to Section 115UB of the Act to mean any fund established or incorporated in India in the form of a trust or a company or a limited liability partnership or a body corporate which has been granted a certificate of registration as a Category I or Category II Alternative Investment Fund and is regulated under the Securities and Exchange Board of India (Alternative Investment Fund) Regulations, 2012, made under the Securities and Exchange Board of India Act, 1992.

E. Benefits available to Investment Fund under the Act:

The Finance Act, 2015 has inserted Chapter XII-FB in the Act which provides for special taxation regime for Category I and Category II Alternative Investment Funds referred to as "investment fund" as per clause (a) of Explanation 1 to Section 115UB of the Act. Further, the said Act has also inserted Section 10(23FBA) in terms of which income of any investment fund other than income chargeable under the head "Profits and gains of business or profession" shall be exempt from income tax.

F. Benefits available to Mutual Funds under the Act:

In terms of Section 10(23D) of the Act, all Mutual funds set up by public sector banks or public sector financial institutions or Mutual Funds registered under the Securities and Exchange Board of India Act/ Regulations there under or Mutual Funds authorized by the Reserve Bank of India, subject to the conditions specified, are eligible for exemption from income taxes on all their income, including income from investment in the shares of the company.

The Finance Act, 2015 has inserted clause (xviii) to Section 47 of the Act according to which any transfer by a unit holder of a capital asset, being a unit or units, held by him in the consolidating scheme of a mutual fund, made in consideration of the allotment to him of a capital asset, being unit or units, in the consolidated scheme of the mutual fund shall not be considered as transfer for the purpose of Section 2(47) of the Act.

Notes:

i. All the above benefits are as per the current tax laws and any change or amendment in the laws/ regulation, which when implemented would impact the same.

ii. The possible tax benefits are subject to conditions and eligibility criteria which need to be examined for tax implications.

SECTION V: ABOUT THE COMPANY

INDUSTRY OVERVIEW

The following information includes extracts from publicly available information, industry reports, data and statistics and has been extracted from official sources and other sources that we believe to be reliable, but which has not been independently verified by us or the GCBRLMs, or any of our or their respective affiliates or advisers.

The data may have been reclassified by us for the purpose of presentation. Industry sources and publications generally state that the information contained therein has been obtained from sources generally believed to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured, and, accordingly, investment decisions should not be based on such information. Industry sources and publications are also prepared based on information and estimates as of specific dates and may no longer be current. Such information, data and estimates may be approximations or use rounded numbers.

All references to years in the section below are to calendar years unless specified otherwise.

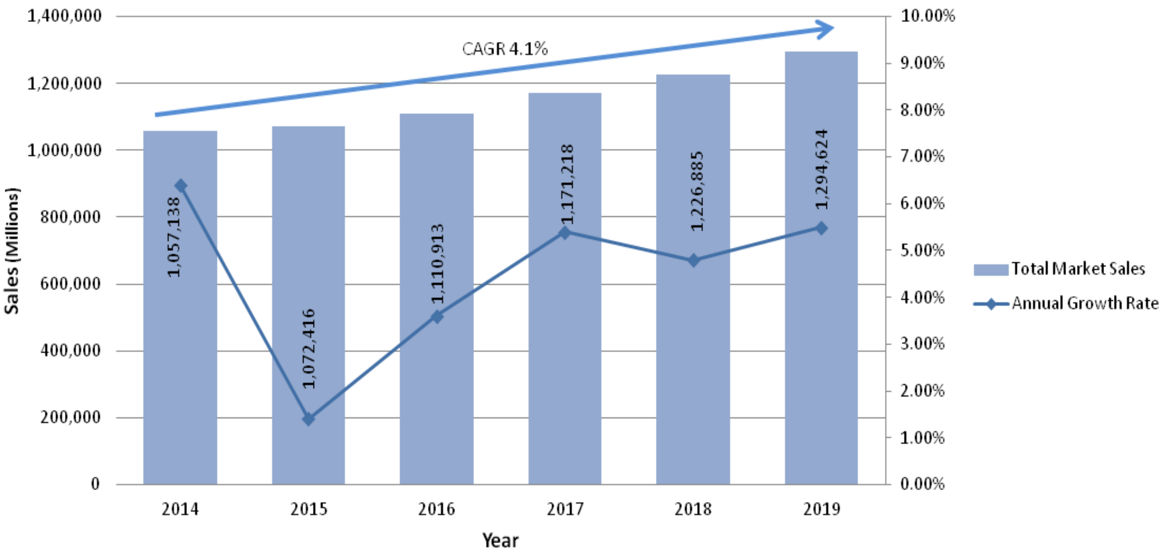
The Global Pharmaceuticals Industry

The pharmaceuticals industry is one of the largest industries in the world and comprises companies that are involved in the development, production and marketing of pharmaceutical products.

Its continued growth has been driven by factors such as an increase in elderly populations and a growing middle class in emerging economies that have boosted the demand for pharmaceuticals. The increased focus by governments to improve healthcare infrastructure that provide people with greater access to treatment and medication has also contributed to the growth in the global pharmaceuticals industry.

According to IMS Health, the size of the global pharmaceuticals market is expected to grow at a CAGR of approximately 4.1% between 2014 and 2019, to reach sales of approximately US$1,294.6 billion by 2019, compared with US$1,057.1 billion in 2014. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

The chart below illustrates global pharmaceuticals sales between 2014 and 2019.



(Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

The Global pharmaceuticals industry can be broadly classified into the following three categories: (i) Regulated and Semi-Regulated Markets; (ii) Patented and Generic Products and (iii) Geography.

Regulated Markets vs. Semi Regulated Markets

The global pharmaceuticals markets can be classified into two categories in terms of the level of regulation: regulated and unregulated/semi-regulated. The regulated markets are primarily governed by stringent government regulations such as intellectual property protection, including product patent recognition. As a result, regulated markets, such as the US, Europe and Japan, have greater stability in both volumes and prices while a drug is under patent protection. On the other hand, unregulated/semi-regulated markets have lower entry barriers in terms of regulatory requirements. Hence, they are highly competitive with industry players primarily competing on the basis of price.

Patented Products vs. Generic Products

Patented Products

Pharmaceutical companies which hold patents for their products are given the right to exclude others from using their invented products for any commercial purpose. Pharmaceutical patent holders are allowed a certain exclusive marketing period, mainly to earn the corresponding revenue on a product to recover the time and resources spent in inventing that product. However, despite the exclusivity the patent affords, pharmaceutical companies may nonetheless grant licenses to third parties for manufacturing and/or selling the patented product in return for a fixed royalty fee or in the form of some other profit-sharing arrangement. A patent may be granted for any product, process or idea that is inventive, new and has a commercial purpose. Broadly, there are three different types of patents, as follows:

- Composition of matter – refers to a new chemical entity and its molecular structure. This patent affords the greatest protection in terms of exclusivity granted to the patent holder;
- Mechanism of action – refers to the process through which a drug acts in the body. This patent type is becoming increasingly difficult to defend in a patent challenge; and
- Formulation – refers to the formulation developed by an inventor to enable the drug to be absorbed in the body, reach the right organs, metabolize and be eliminated from the system.

A brand-name drug is a drug that has a trade name and is protected by a patent.

Regulation of Patents

Various countries have different intellectual property and patent regimes. Most regulated markets recognize product patents as well as process patents. These markets typically provide the innovator with patent protection for 20 years from the date of filing the patent application. Similarly, semi-regulated markets are also moving towards more stringent patent regulation; from a regime of process patents to a regime of product patents. Some, such as Brazil, currently have strictly regulated product patent regimes. Since 2005, India has begun to grant product patents. At the same time, several countries still do not recognize product patents. A number of emerging markets such as Brazil and India have joined the World Trade Organization ("**WTO**"). As WTO members, these countries are required to accept the provisions of the General Agreement on Tariffs and Trade ("**GATT**"). GATT provisions require signatory countries to provide product patent protection to innovator companies.

Generic Products

"Generic" pharmaceutical products are pharmaceutical products that are not protected by patents. These are drugs marketed by different companies but which contain the same active ingredients. The costs for generics manufacturers to develop their products and obtain regulatory approval to market and sell such products are considerably lower than for patented drug manufacturers. As a result, such companies can offer the same product at a significantly reduced price. The introduction of generic products offers consumers a choice between patented or branded products and their generic counterparts, resulting in greater competition and generally lower prices for drugs in the market.

Largely due to the increase in generic drug products, when a drug goes off-patent, its price typically falls. For example, generics of "blockbuster" drugs (generally drugs having sales of more than US$1 billion) are susceptible to significant competition as a large number of players seek to enter the market within a short period of time. On the other hand, in the case of "niche" drugs, prices may not erode as much due to lower competition, as products for niche pharmaceutical segments are typically more complex and difficult to manufacture.

Generics that are marketed under different brands by different companies are known as "branded generics". "Pure (or otherwise known as non-branded) generics" are not marketed under a brand, but rather use a generic or non-proprietary name. Producers of generic drugs (branded as well as pure) may sell their products in unregulated/semi-regulated markets until regulatory recognition of patents in those markets. In regulated markets, generic drugs may be sold when the patent for a particular product has expired or has been found invalid or unenforceable.

In a branded generics market, the same drug will be marketed by different pharmaceutical companies under their own brands. Brand promotion and marketing are important factors to gain competitive advantage in a branded generics market. Marketing and sales set-ups are important in this category. Consequently, pharmaceutical companies in branded generics markets expend considerable resources on building brands and strengthening relationships with doctors, often involving a large sales force. In a typical branded generics market, the first pharmaceutical company to launch a generic version of a particular product tends to take a significant share of the market. For this reason, the speed at which a generic product comes on the market is critical for obtaining market share and maximizing revenues for a product. Generic products with popular brands typically possess significant market share and can command large pricing premiums over similar products marketed under different, lesser-known brands.

In a pure generics market, trade and health maintenance organizations are the key influence in the dispensing decision (as opposed to doctors in a branded generics market). Low-cost manufacturing and an efficient distribution network, coupled with strong relationships with wholesalers and distributors, are the key drivers to succeeding in such markets. Pharmaceutical companies in pure generics markets do not require a full-fledged marketing force to liaise with doctors. Instead, smaller sales teams are employed to build relationships with wholesalers and distributors of the generic products.

US Regulation of Generics Products

The US is the largest pharmaceuticals market in the world, both for brand-name drugs and generic drugs. The US recognizes both product and process patents. The US Federal Drug Administration (the "**US FDA**") drives the regulatory framework in which the pharmaceuticals industry operates globally. Set out below are the main FDA applications and processes relevant to the generic drugs market.

Abbreviated New Drug Application ("ANDA")

An ANDA contains data which, when submitted to the US FDA's Center for Drug Evaluation and Research, Office of Generic Drugs, is reviewed and is the ultimate basis of approval for any generic drug product for sale. Once approved an applicant may manufacture and market the generic drug product provided that all issues related to patent protection and exclusivity have been resolved.

An ANDA filing is expected to prove the bioequivalence of the generic drug with respect to the original patented drug. A generic drug is "bioequivalent" if the generic version releases its active ingredient into the bloodstream at virtually the same speed and in virtually the same amounts as the original drug. Because the active ingredient in the generic drug has already been shown in testing of the brand-name drug to be safe and effective, bioequivalence studies only have to show that the generic version achieves the same blood concentration levels. Apart from bioequivalence, checks conducted by the US FDA include chemical tests, toxicity, drug interactions and inspection of facilities and packaging details.

Hatch-Waxman Act (The Drug Price Competition and Patent Term Restoration Act)

In 1984, the Drug Price Competition and Patent Restoration Act (the "**Hatch-Waxman Act**") was passed into law in the US. The primary aim of the law was to increase generic drug availability in the US market. The two most important aspects of the Hatch-Waxman Act were;

(i) the introduction of the ANDA generic drug approval process (as described above); and

(ii) the establishment of a generic versus brand manufacturers patent dispute process.

The Hatch-Waxman Act allowed generic drug manufacturers to "challenge" an existing patent by commencing development and filing an ANDA with the US FDA prior to expiration of the branded product's patent. As a concession to this early filing, the generic drug manufacturer is required to identify the necessary patent holders affected by the ANDA filing. This identification is set out in the ANDA application itself, where the filer chooses between four alternative certifications or "paragraphs" in relation to the patent challenge:

- Paragraph I – The drug has not been patented;
- Paragraph II – The patent has already expired;
- Paragraph III – Date on which the patent will expire, and that the generic drug will not go on the market until that date passes; or
- Paragraph IV – Patent is not infringed upon or is invalid.

By making a Paragraph IV filing, the generic drug manufacturer is saying that the patent is at least one of the following: (1) invalid; (2) not infringed; or (3) unenforceable.

Once a generic drug manufacturer makes a Paragraph IV filing, the FDA notifies the patent holder of that notice and the patent holder has 45 days to respond to the notice. Usually, patent holders respond by bringing a lawsuit challenging the generic manufacturer's contention. With such lawsuits, the issue that arises is how long the US FDA would be required to wait before approving the generic product for marketing and sale. This time period is currently 30 months, unless a final legal decision with respect to the lawsuit is rendered earlier. However, the US FDA may grant "approvable" status during this 30 month period while awaiting the outcome of the litigation, the expiration of the patent, or the end of the 30 month period. After 30 months, even if the litigation has not been settled, the US FDA would review an "approvable" ANDA and approve such application if it complies with all US FDA requirements.

As Paragraph IV applications typically entail lawsuits and result in early entry of a generic product into the market, the US FDA provides an incentive in the form of a 180 day marketing exclusivity period to a generics manufacturer for making a Paragraph IV application. The "first to file" ("**FTFs**") generics manufacturer to file an application with the US FDA containing a Paragraph IV certification is protected from competition from other generics manufacturers for a 180 day period, which runs from the first day of commercial marketing of the drug or the decision of the relevant court holding the subject patent invalid.

Geography

Key geographical markets

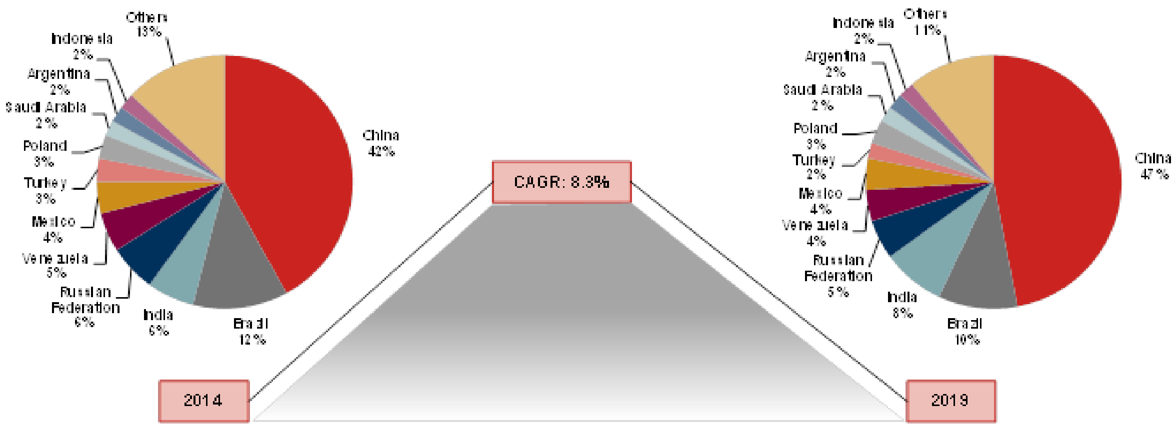
Historically, the global pharmaceuticals industry has been dominated by the US, German, French, Italian, Spanish and the UK (collectively known as the "**EU5**") and Japanese markets, with these three markets having combined sales of approximately US$635.4 billion in 2014, constituting 60.1% of the overall global pharmaceuticals industry in the same year, according to IMS Health. In 2014, the US pharmaceuticals market accounted for sales of approximately US$382.0 billion and is estimated to reach approximately US$469.0 billion by 2019. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

Dominance of the US Market and Growth in the Emerging Markets

According to IMS Health, the US pharmaceuticals market is, in terms of sales, expected to remain the largest market. However, further according to IMS Health, the growth of the global pharmaceuticals market is expected to also be heavily driven by the rapid growth in certain countries which IMS Health refers to as the "pharmerging" countries. Pharmerging countries are those countries where absolute pharmaceuticals spending is expected to grow by more than US$1 billion between 2014 and 2019 and IMS Health has identified 21 such countries. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

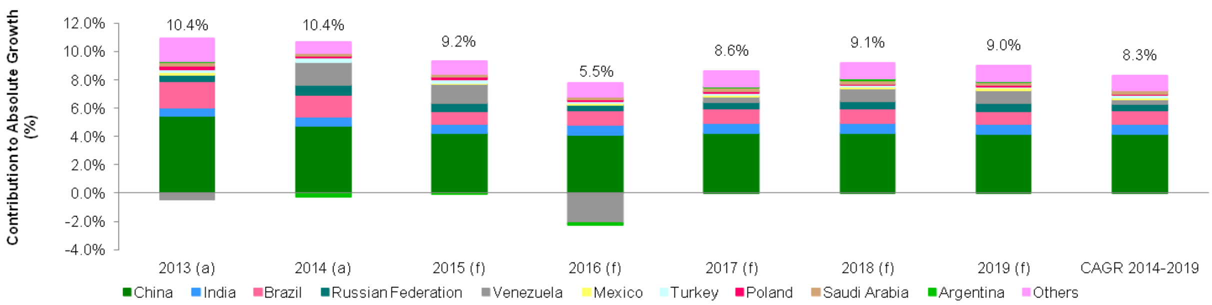
Collectively, the pharmerging countries had combined pharmaceutical sales of approximately US$260.0 billion in 2014, constituting 25.3% of the overall global pharmaceuticals industry in the same year, according to IMS Health. China, the largest market in the group, accounted for 42.1% of the total pharmerging market value in 2014, while Brazil, Russia and India accounted for 12.3%, 6.4% and 5.8%, respectively. According to IMS Health, the four 'BRIC' countries, Brazil, Russia, India and China, are predicted to contribute to over 76% growth of the pharmerging markets during the period 2014 to 2019, with each country forecast to have CAGRs of between 8% and 11% for the same period. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

The pharmerging countries are expected to account for half of the top 20 pharmaceutical markets by 2019. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)
The chart below illustrates the market share, actual and projected, based on sales between 2014 and 2019 for the pharmerging countries:



(Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

The chart below illustrates the contribution to growth of the pharmerging markets:



Growth of the Overall Global Pharmaceuticals Market

According to IMS Health, the growth of the global pharmaceuticals market (both generic and brand-name drugs) can be attributed to: (i) improvement in the overall macroeconomic environment in major developed pharmaceutical markets; (ii) rapid growth in pharmerging markets; (iii) changing demographics; (iv) improving life expectancies; and (v) innovation of new products. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*) Further, the emergence of new viruses has stimulated research and development activities for the innovation of new products, thus providing pharmaceutical manufacturers with revenue streams from more products in their drug pipeline, including biosimilars. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

Growth of Generics in the Global Pharmaceuticals Industry

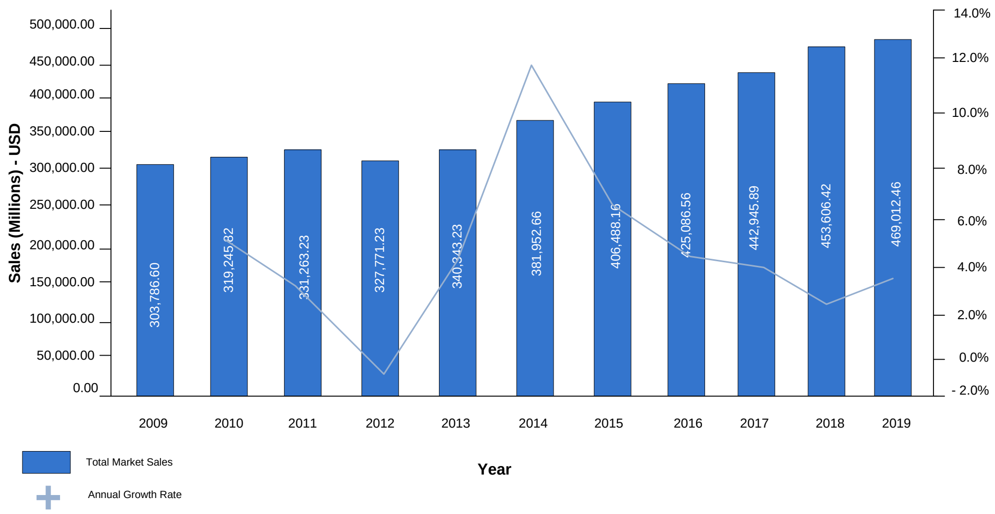
In addition to the above, the key growth drivers of the global generic pharmaceuticals industry include: (i) expiry of the patents of brand-name and blockbuster products, which will allow generic producers to produce a generic variant of the brand-name products; (ii) government targets to raise generics usage levels; (iii) healthcare reforms and payer cost-containment efforts, notably across developed markets, such as the Patient Protection and Affordable Care Act, ("**Obama Care**") in the US; and (iv) increased healthcare insurance coverage, a notable area of growth in the South East Asia region and China, which will in turn increase cost-containment pressures. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

Importance of the United States as a Generics Market

The US is the largest pharmaceuticals market in the world, both for brand-name drugs and generic drugs. The US is a prime destination for most India-based pharmaceutical companies to expand and increase their potential. Further, continued government initiatives to cut increasing healthcare spending and a high rate of generics substitution has also made the US market increasingly attractive for key generic manufacturers. Most leading Indian generic manufacturers now generate well over half of their sales overseas. Their international revenues have been boosted by a succession of major patent expiries in recent years leading to penetration of the US markets with the export of generics. (Source: *CRISIL Research*)

The generics industry in the US has grown to an estimated US$67.6 billion for fiscal year 2014 to 2015. According to IMS, between 2014 and 2019, pharmaceutical sales in the US are expected to grow at a CAGR of 4.2%.

The chart below illustrates total market sales and the annual growth rate of the US pharmaceuticals market for the period indicated.



(Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

Consequently, the US generics industry has grown significantly over the past two decades. Currently, about 80% of all prescriptions are filled with generic medicines in the US. Mandatory automatic substitution, which requires pharmacists to dispense the lowest-cost pharmaceutical and therapeutically-equivalent drug unless otherwise prohibited by a physician, has also been responsible for the upsurge in generics use in the US. (Source: *CRISIL Research*)

From 2015 to 2017, drugs with an estimated total sales of US$43.8 billion are expected go off-patent, providing sizeable opportunity to generic pharma companies. (Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

The prices of brand-name products are expected to decrease significantly once formulations become generic upon the expiry of the exclusivity period applicable to such formulations, which will lead to increased spending in the generics market. (Source: *CRISIL Research*)

The table below shows selected brand-name drugs in the US that are expected to go off-patent between 2015-2017:

Year	Drugs	Sales (US$ million) for the 12 months ended May 2015	Company
2015	Mirena	588	Bayer
	Namenda	1,410	Actavis US
	Copaxone	4,303	Teva Pharm USA
	Gleevec	2,503	Novartis
2016	Zytiga	1,078	Johnson & Johnson
	Benicar	994	Daiichi Sankyo Co
	Benicar HCT	770	Daiichi Sankyo Co
	Abraxane	671	Celgene Inc
	Crestor	6,042	AstraZeneca Corp

Year	Drugs	Sales (US$ million) for the 12 months ended May 2015	Company
	Cubicin	695	Cubist Corp
	Epzicom	606	Viiv Healthcare
2017	Cialis	1,485	Lilly
	Seroquel XR	1,356	AstraZeneca Corp
	Invega Sustenna	1,102	Johnson & Johnson
	Aubagio	567	Sanofi Aventis
	Viread	693	Gilead Sciences, I
	Tamiflu	1,052	Hoffman-La Roche
	Reyataz	852	Bristol-Myers Squibb
	Strattera	791	Lilly
	Velcade	674	Takeda
	Zetia	2,121	Merck & Co
	Vytorin	732	Merck & Co
	Effient	510	Lilly
	Vimpat	692	UCB Inc

(Source: *Market Prognosis Global 2015-2019 dated May 2015, published by IMS Health*)

The Indian Pharmaceuticals Industry

According to CRISIL Research, the Indian pharmaceuticals market is estimated to be worth US$36.8 billion in revenues for the fiscal year 2015. The Indian pharmaceuticals market can be broadly classified into the domestic and export segments in terms of the target geographical sales markets. (Source: *CRISIL Research*)

The chart below illustrates the outlook of the Indian pharmaceuticals industry by sales in the key segments:

	2009-2010	2014-2015	2019-2020 (projected)	Past 5 year CAGR up to 2014-2015	Future 5 year CAGR up to 2019-2020
Domestic formulation (₹ billion)	417.1	745.8	1,359-1,484	12.3	13-15
Formulation exports (US$ billion)	5.2	11.7	18.9-20.4	17.7	11-13
Bulk drug exports (US$ billion)	6.3	12.9	20.4-22.3	15.2	10-12
Total market (US$ billion)	20.3	36.8	61.9-67.4	12.6	11-13

(Source: CRISIL Research)

According to CRISIL Research, the Indian pharmaceuticals industry has seen and continues to see rapid growth, primarily due to:

- high demand with nearly 80% of spending on drugs is borne out-of-pocket by patients and nearly 90% of drugs sold are generics, for drugs which treat acute diseases;
- increased demand for drugs which treat chronic illnesses;
- increased demand for generics in developed continents such as US and Europe, which has lead to increased exports of formulations and bulk drugs.

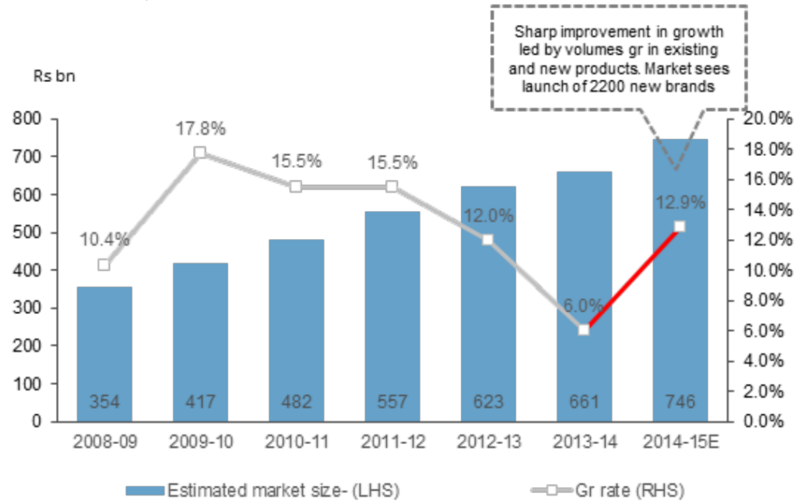
Key Segments (Domestic versus Exports Market)

Domestic Market Overview

The domestic formulations industry is currently the largest component of the Indian pharmaceuticals market. The market is dominated by local companies characterized by strong formulation development capabilities. (Source: *CRISIL Research*)

The domestic formulations industry was valued at ₹745.8 billion in fiscal year 2015 and recorded a CAGR of 12.3% from 2009 to 2015. The size of the domestic formulation industry in India is expected to increase at a CAGR of 13% to 15% to between ₹1,359.0 billion and ₹1,484.0 billion by fiscal year 2020. This growth will be primarily driven by enhanced medical infrastructure; expansion of medical facilities; a rise in the prevalence of chronic illnesses such as cancers, diabetes, respiratory and cardiovascular disease; rising income; and greater health insurance coverage. (Source: *CRISIL Research*)

The chart below illustrates the revenues and growth rate of the Indian pharmaceuticals market from fiscal year 2009 to fiscal year 2015.



(Source*: CRISIL Research)*

Market Sales

India's retail sector has experienced significant growth since 2006, driven by a vibrant economy and a steady rise in income level. The growth has been driven by both volume increases as well as increases in the average price per unit. The implementation of the Drug Price Control Order ("**DPCO**") in 2013, *see "Price Controls"* affected volume as well as price growth in the second half of the year. Price growth continued to slow in 2014 as price controls were expanded beyond the DPCO. However, volume growth increased, leading to overall sales growth of 11.6% for 2014. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

Further, sustained economic growth has fuelled the demand for quality care, driving rapid expansion of the private hospital sector. Encouraged by the government, corporate hospital chains have expanded fast. A growth in the hospitals network will correspondingly result in an increased share of hospitals in the overall pharmaceutical sales in the market. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

Price Controls

The DPCO 2013 capped prices of nearly 348 molecules and mandated sharp price cuts mosly across acute care drugs. Further price cuts were announced in July 2014 on 108 formulation packs (50 drugs) from anti-diabetic and cardiovascular drug segments. On March 25, 2015, the government released another order, cutting prices of 57 medicines, including insulin. In all, almost 509 formulation packs (representing roughly 16% of the total market by value) have been brought under price control.

Nevertheless, volumes grew at a healthy across all major therapy areas, which more than offset losses incurred on DPCO impacted drugs. (Source: *CRISIL Research*)

IMS notes that pressure on margins will intensify as more drugs are subject to DPCO 2013 price controls, and as demand for discounts increases. Dwindling margins will act as a driver of consolidation throughout the pharmaceutical distribution chain. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

Domestic Market Segmentation by Therapeutic Segments

The Indian domestic formulation market can further be divided into the acute and chronic segments.

The chronic drugs segment, which includes therapy areas such as anti-diabetics, respiratory, cardiac and central nervous system ("**CNS**") therapy has grown significantly. The anti-diabetic, respiratory, cardiac therapy and CNS areas have grown at a CAGR of 21.1%, 11.4%, 13.3% and 12.8% respectively between fiscal year 2011 and fiscal year 2015. The share of chronic therapies in the overall spend on pharmaceutical products in India has increased from 27.6% in 2010 to 30.5% in 2014, according to IMS. (Source: *IMS SSA MAT March 2015*)

Whilst therapy areas in the chronic drugs segment continue to grow rapidly, acute therapies still comprise a healthy share of the domestic market, as there remains high demand in the anti-infectives therapy area, which is expected to grow at a CAGR of 8.9% between 2014 and 2019. (Source: *Market Prognosis 2015–2019 Asia/Australia – India dated March 2015, published by IMS Health*)

The table below illustrates the evolution in the percentage market share of the chronic and acute segments:

Therapeutic Segment	**2010-11**	**2011-12**	**2012-13**	**2013-14**	**2014-15**
Acute	72.4%	71.3%	70.5%	69.6%	69.5%
Chronic	27.6%	28.7%	29.5%	30.4%	30.5%
Grand Total	100.0%	100.0%	100.0%	100.0%	100.0%

(Source*: IMS SSA Audit MAT March 2015*)

The table below illustrates the demand for domestic formulations from key therapy areas:

Therapy Area(1)	**Domestic Sales 2009 (₹ million)**	**Domestic Sales 2014 (₹ million)**	**Domestic Sales 2019 (₹ million)**	**CAGR 2009-2014 (%)**	**CAGR 2014-2019 (%)**
Alimentary tract and metabolism	98,197	204,150	376,743	15.8	13.0
Blood and blood-forming organs	17,698	31,974	52,899	12.6	10.6
Cardiovascular system	42,982	84,194	148,447	14.4	12.0
Dermatologicals	19,589	43,268	72,205	17.2	10.8
Genito-urinary system and sex hormones	18,172	33,258	49,350	12.8	8.2
Anti-infectives for systemic use	82,241	127,344	195,322	9.1	8.9
Antineoplastic and immunomodulating agents	3,673	9,486	20,479	20.9	16.6
Musculo-skeletal system	23,781	39,653	65,251	10.8	10.5
Nervous system	28,530	56,266	99,220	14.5	12.0
Respiratory system	35,889	61,686	100,769	11.4	10.3
Various	30,420	57,235	87,987	13.5	9.0

(Source*: IMS Market Prognosis 2015-2019*)
Note:
(1) The classification of therapy areas in this table is according to Anatomical Classification System (ATC 1) used by IMS.

Competitive Landscape

The domestic formulations market is highly fragmented, and the top 10 pharmaceutical companies accounted for 42.9% of the market share for the fiscal year 2015, with the market leader accounting for 8.4% of the market share in the same period. (Source: *IMS SSA MAT March 2015*)

The table below illustrates the market share by revenues of the top 10 pharmaceutical companies in the domestic formulations market:

Company	**Market share (%) for fiscal year 2015**
Sun	8.4
Abbott	6.5
Cipla	4.9
Mankind	3.7
Alkem	3.6
Zydus Cadila	3.5
Macleods Pharma	3.3
GlaxoSmithKline	3.3
Pfizer	2.9

Company	Market share (%) for fiscal year 2015
Lupin Limited	2.8

(Source: *IMS SSA MAT March 2015*)

The table below illustrates the CAGR of the top 10 pharmaceutical companies in the domestic formulations market over the period indicated:

Company	CAGR (%) over the period fiscal year 2011 and fiscal year 2015
Sun	12.2
Abbott	10.8
Cipla	10.8
Mankind	16.2
Alkem	14.2
Zydus Cadila	7.9
Macleods Pharma	25.7
GlaxoSmithKline	5.7
Pfizer	9.8
Lupin Limited	13.6

(Source: *IMS SSA MAT March 2015*)

Factors Influencing Growth of the Domestic Indian Pharmaceuticals Market

Increasing Population

India's population is approximately 1.24 billion and is expected to grow by almost 80 million to reach 1.32 billion by 2018. Compared with developed countries, there is low penetration of the pharmaceuticals market throughout the country and much of the population still does not have access (or affordable access) to healthcare. The government has recently announced plans to increase the availability of free or subsidized medicines. Under the planned National Health Assurance Mission ("**NHAM**"), some 50 essential generic drugs (as well as 12-15 diagnostic treatments and 30 traditional treatments) are to be made available for free through public health facilities. The NHAM is estimated to cost ₹1.6 trillion over the next four years and aims to cover the whole population by 2019. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

Increasing Disposable Income and Government Expenditure in the Healthcare Sector

India has a large and growing middle class population, which has grown rapidly. Continued economic growth and increasing literacy rates will lead to more people joining the middle class in the future and a population that will acquire the purchasing power necessary to afford quality drugs due to an increase in disposable income.

Historically, India has had low government spending on healthcare. However, this is rapidly changing and the Indian government has been making efforts to improve nationwide provision of healthcare. It has launched policies that are aimed at building more hospitals, boosting local access to healthcare, improving the quality of medical training, and increasing public expenditure on healthcare to 2% of GDP. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

Increasing Insurance Coverage

India's healthcare insurance industry is currently small but is expected to grow. Around 80% of India's healthcare expenditure is financed out of pocket. This limits the propensity of Indians to spend on healthcare, particularly in lower and middle income groups which comprise approximately 95% of its population. However, with the implementation of the NHAM, the proportion of the population with access to health insurance will increase further during the next five years. Further, state-level initiatives are also expected to lead to an increase in the population that enjoys health insurance. In addition to the provision of some 50 essential generic drugs, the NHAM targets an expansion of health insurance coverage, to be introduced in phases during 2015-2019.

At the same time, IMS also notes that private health insurance coverage is expected to grow. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

Growth in Lifestyle Related Diseases

According to IMS, the widespread rise of chronic diseases fuelled by rapid urbanization, increasingly sedentary lifestyles, changing diets and rising obesity is increasing the demand for drugs. In India, cardiovascular disease is the nation's biggest killer, accounting for almost a quarter of all deaths. Chronic respiratory diseases are responsible for 11%; cancer for 6%; and diabetes for 2%. The onset of serious chronic conditions is being recorded at a relatively early age in Indian patients, while late diagnosis and limited access to effective treatment means that outcomes for many patients are poor. An estimated 33% of the adult population has high blood pressure, while the prevalence of elevated cholesterol and blood glucose levels is believed to be approximately 27% and 10%, respectively. More than one in ten adults are overweight, while 14% use tobacco on a daily basis. The latest National Health Profile for 2013 forecasts that over 60 million Indians will suffer from coronary heart disease and more than 45 million from diabetes by the end of 2015, while estimates by the International Diabetes Foundation are higher still, forecasting around 101 million diabetes sufferers by 2030. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

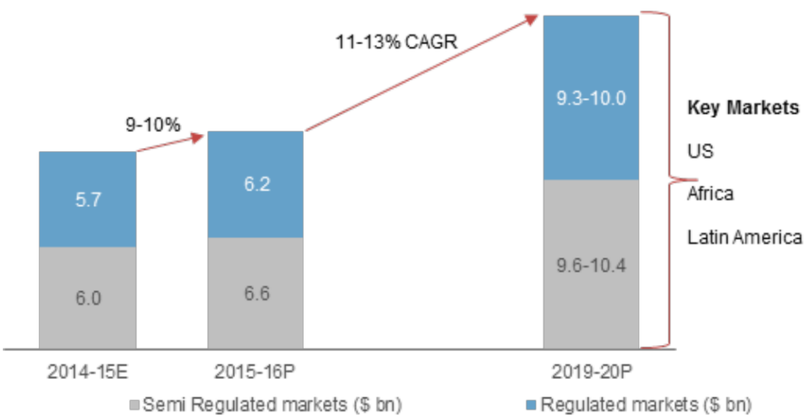
Exports Market Overview

In terms of exports, Indian pharmaceuticals manufacturing can be divided into two sub-segments; formulations and bulk drugs. These segments recorded a combined near 16.3% CAGR over the past five years to reach an approximate value of US$24.6 billion. India's key strengths of low cost manufacturing, high process chemistry skills, approved manufacturing facilities and increasing numbers of drug master filings, are seen as core drivers of future growth. (Source: *CRISIL Research*)

Formulations Exports

The growth of the global generics market in the past decade has resulted in a significant growth opportunity for exports of formulations manufactured in India. Accordingly, formulations exports have been a key growth driver for the Indian pharmaceuticals industry. Formulations exports grew at a CAGR of approximately 18% in the period from 2009 to 2014. In 2013 to 2014, formulations exports to semi-regulated markets grew at nearly 12%, compared to the regulated markets, which recorded 10% growth. This muted growth was a result of import alerts on Indian companies, the economic slowdown in Europe and increased competition. (Source: *CRISIL Research*)

Indian formulations exports are expected to grow at a CAGR between 11% and 13% between financial years 2015 and 2020, to nearly US$20.0 billion in revenues. Exports to regulated markets are expected to increase at a CAGR between 12% and 14% for the same period, driven by the expanding penetration of India generic products along with the improving pace of product approvals. Exports to semi-regulated markets are expected to grow at a CAGR between 10% and 12%. India's low cost base, well-developed API industry and similarity in disease profiles will be key growth drivers of exports to the semi-regulated markets. (Source: *CRISIL Research*)
The chart below illustrates the outlook on India's formulation exports:



(Source: CRISIL Research)

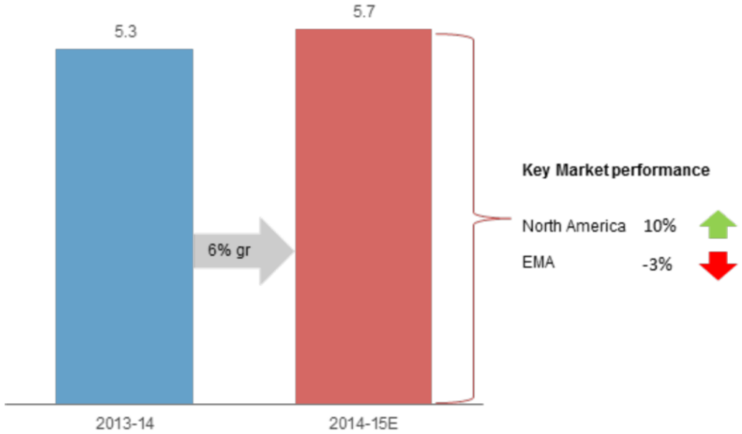
Exports to Regulated Markets

The US is expected to remain the key export market for Indian pharmaceutical products. In the near term, product approvals may be slower as a result of the US FDA's key focus on regulatory compliance and ANDA approval time being prolonged to nearly 45 to 47 months during 2014 to 2015. Therefore, CRISIL Research estimates that

US exports are expected to record only 10% to 12% growth in the near term. Despite the slow pace of approvals, India's formulation exports have continued to dominate in terms of overall ANDA approvals in the US. However, with the increasing pace of product approvals, long-term growth to the US market is likely to record 12% to 14% growth up to 2020. The enactment of Obama Care is also expected to further drive the growth of the US pharmaceuticals market, as it will bring more Americans under health insurance coverage, therefore providing further opportunity for generic substitutions. (Source: *CRISIL Research*)

Regulated markets in Europe saw a decline in growth during 2014 to 2015, led by large markets such as France, Germany and The Netherlands. Formulations exports to regulated markets in Europe are expected to grow at a slower pace of 3% to 5% in the near term compared with the US, driven to a large extent by the effect of adverse movements in currency rates and financial pressures in the Eurozone, leading to a demand for low-cost drug alternatives. Exports to regulated markets in Europe are expected to grow at a CAGR of 6% to 8% between 2015 and 2020. (Source: *CRISIL Research*)

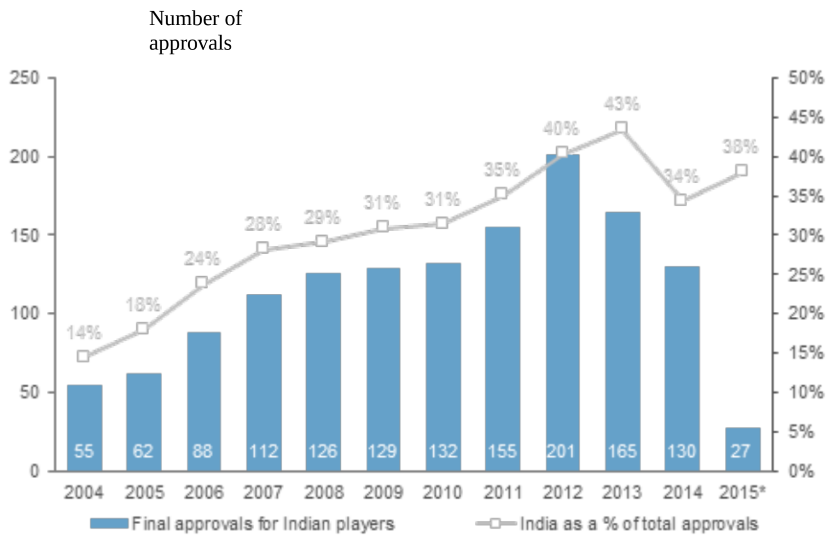
The chart below illustrates the growth of formulations export to regulated markets from 2013-2015:



(Source: CRISIL Research)

According to CRISIL Research, Indian pharmaceutical companies are well-positioned to expand their presence in the US generic drugs market, as reflected in the rising number of such companies seeking ANDA approvals and tentative approvals from the US FDA. As of March 2015, India ranks second, after the US, in having the most number of ANDA approvals. (Source: *CRISIL Research*)

The chart below shows the number of final approvals received by Indian companies between 2004 to 2014:



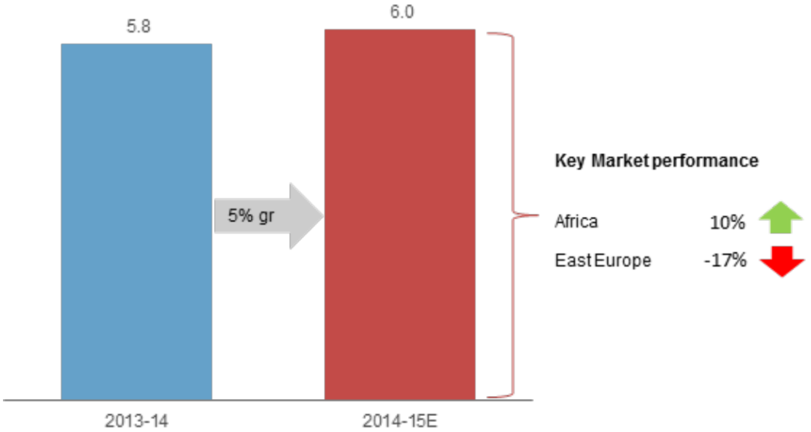
(Source: *CRISIL Research)*
Notes:
**Based on ANDA approval data from January-March 2015*

Exports to Semi-regulated Markets

Exports to semi-regulated markets are expected to grow at a CAGR of between 10% to 12% and reach between US$9.6 billion and US$10.4 billion from 2015 to 2020, according to CRISIL Research. The countries in these markets have demonstrated better economic growth rates than developed markets. These markets are characterised by low penetration of healthcare facilities, low per capita consumption of medicines, high population growth rates, increasing healthcare insurance coverage and have disease profiles similar to that of India. These factors, in addition to a market driven by low-cost generics, are expected to drive penetration of overall Indian formulations exports in the near term. (Source: *CRISIL Research*)

Within the semi-regulated markets, Africa and Asia comprise the majority of exports. Exports to these regions are expected to reach US$7.8 billion by 2019-2020, according to CRISIL Research. Pharmaceutical companies in India will continue to focus on exports to Africa as they have already penetrated the market in terms of drug therapies such as anti-retrovirals and anti-malarials. However, growth rates of 18% or higher are expected in Latin American markets between 2015 and 2020, where countries such as Brazil are seen as a key export market, largely driven by branded generics with a gradual shift towards unbranded generics. (Source: *CRISIL Research*)

The chart below illustrates formulations exports to semi-regulated markets for 2013-2015:



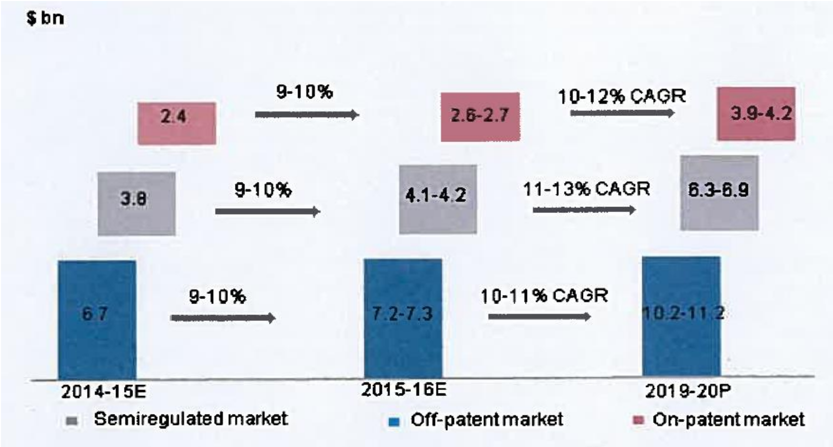
(Source: CRISIL Research)

Bulk Drug Exports

India's bulk drug exports are estimated to have grown to nearly US$12.9 billion in revenues fiscal year 2014-15 and are expected to increase at a CAGR of between 10% and 12% from fiscal year 2014-15 to fiscal year 2019-20, exceeding US$20.0 billion in revenues, according to CRISIL Research. This growth will be driven by the recovery of the slowdown in bulk drug exports that occurred in 2013 to 2014, leading to increased demand for both on-patent and off-patent drugs. (Source: *CRISIL Research)*

Bulk drug exports to generic, off-patent regulated markets are seen as a key growth driver. Significant patent expiries, together with the “pro-generic” environment in the US and Europe, are expected to drive demand for Indian generic drug formulations. (Source: *CRISIL Research)*

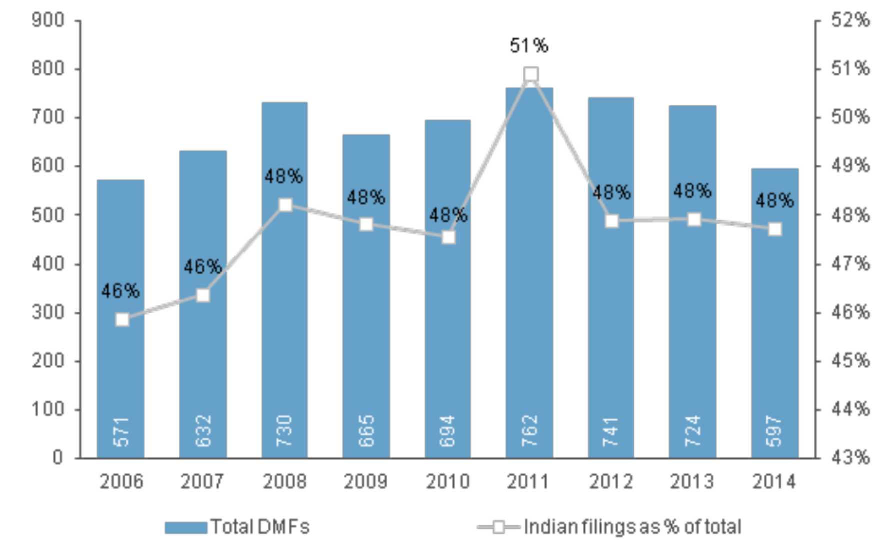
The chart below illustrates projections of bulk drug exports to regulated and semi-regulated markets for 2014 to 2020:



(Source: *CRISIL Research)*

The gradual improvement in generic formulation approvals for off-patent "blockbuster drugs" is expected to drive demand for off-patent drugs, while more outsourcing of API manufacturing by global pharmaceutical companies could drive the demand for on-patent drug API sales. India continues to be the preferred sourcing hub for global pharmaceutical companies, and a rising number of Drug Master Files ("**DMFs**"), together with the low-cost structure and the superior process chemistry skills of manufacturers in India, is contributing to improving growth prospects. India has the highest number of US FDA approved facilities outside the US, and of the total DMFs sent to the US FDA, as India's share rose from approximately 19% in 2011 to approximately 48% in 2014. India had 2,208 DMF filings from January 2009 to December 2014, compared with its closest competitor, China, which had approximately 803 DMF filings. (Source: *CRISIL Research)*

The chart below compares total and Indian DMF filings over the periods indicated.



(Source: *CRISIL Research)*

The Indian Biopharmaceuticals Market

Biopharmaceutical companies dominate the Indian biotech industry, but the sector is still lagging by international standards. It has increased rapidly in value over the past decade, but remains dominated by small businesses, with only two generating more than US$100 million in annual revenues. The 2014 budget proposed by the Indian government in July 2014 included plans to stimulate biotechnology research through investments and partnerships. The development of biotech clusters in Faridabad and Bangalore will also be expanded. (Source: *Market Prognosis 2015 – 2019 Asia/Australia – India dated March 2015, published by IMS Health*)

OUR BUSINESS

This chapter should be read in conjunction with, and is qualified in its entirety by, the more detailed information about us, our Restated Standalone Financial Information and Restated Consolidated Financial Information, including the notes thereto, in the chapters "Risk Factors", "Financial Statements", "Industry Overview" and "Management's Discussion and Analysis of Financial Condition and Results of Operation" on pages 18, 213, 115 and 358, respectively.

Overview

We are a leading Indian pharmaceutical company with global operations, engaged in the development, manufacture and sale of pharmaceutical and neutraceutical products. For fiscal year 2015, we were the fifth largest pharmaceutical company in India in terms of domestic sales (*Source: IMS SSA MAT March 2015*). Further, we had the largest number of brands (five) in the top 50 brands of the Indian pharmaceutical industry for fiscal year 2015 in terms of domestic sales (along with another leading pharmaceutical company) (*Source: IMS SSA MAT March 2015*).

Established in 1973, we produce branded generics, generic drugs, active pharmaceutical ingredients ("**APIs**") and neutraceuticals, which we market in India and 55 countries internationally, primarily the United States. We have seen strong growth under the vision, leadership and guidance of our founders, Mr. Samprada Singh and Mr. Basudeo N. Singh, who have both been associated with the pharmaceutical business for over four decades.

Our pharmaceutical business is organized into domestic (i.e. Indian) and international operations, according to the geographies in which we operate. For fiscal year 2015, our domestic and international operations accounted for 74.7% and 25.3%, respectively, of our net revenues from operations. Our consolidated net revenues from operations grew at a compounded annual growth rates ("**CAGR**") of 22.3% in the period from fiscal year 2011 to fiscal year 2015.

Our domestic operations are further divided according to the various therapeutic areas in which we operate. In the last fiscal year, we had a portfolio of 736 brands in India (*Source: IMS SSA MAT March 2015*). We have been among the top ten pharmaceutical companies in India in terms of domestic sales for the past 12 years (*Source: IMS Health*). Our domestic business has grown at a CAGR of 17.6% in the period from fiscal year 2011 to fiscal year 2015. According to IMS Health, we were the third-fastest growing company in terms of sales in this period among the ten largest pharmaceutical companies in the Indian domestic formulations market.

Net revenues from operations from our international operations have grown from 12.6% of our net revenue from operations in fiscal year 2011 to 25.3% of our net revenue from operations in fiscal year 2015. As part of our international operations, we focus on the United States, through our marketing subsidiary, Ascend Laboratories LLC ("**Ascend**").

Our most significant therapeutic areas in domestic market are anti-infectives, gastro-intestinal, pain and analgesics, and vitamins, minerals and nutrients. These therapeutic areas accounted for 80.7% of our total sales in the domestic market for fiscal year 2015 (*Source: IMS SSA MAT March 2015*). We have established products in various therapeutic areas in India, including:

- Anti-infectives is the largest therapeutic area in the pharmaceutical industry in India. We have consistently been ranked number one in terms of revenue in this therapeutic area for the past ten years. For fiscal year 2015, we had the largest market share of 11.2% out of a total market size of ₹106,551.1 million. Our key anti-infective brands are Clavam (for fiscal year 2015, we had the second largest market share in its molecule category, which had a market size of ₹13,891 million), Taxim-O (for fiscal year 2015, we had the second largest market share in its molecule category, which had a market size of ₹7,685.5 million) and Taxim (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹1,974.8 million) (*Source: IMS SSA MAT March 2015*);

- Gastro-intestinal (in which we had the third-largest market share of 5.6% out of a total market size of ₹84,091.1 million for fiscal year 2015). Our key gastro-intestinal brands are Pan (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹5,027.4 million) and Pan-D (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹4,944.8 million) (*Source: IMS SSA MAT March 2015*);

- Pain/ analgesics (in which we had the third-largest market share of 5.0% out of a total market size of ₹62,688.5 million for fiscal year 2015) (*Source: IMS SSA MAT March 2015*);

- Vitamins/ minerals/ nutrients (in which we had the sixth-largest market share of 3.7% out of a total market size of ₹60,179.1 million for fiscal year 2015) (*Source: IMS SSA MAT March 2015*); and

- In addition to the above categories, we have a fast-growing portfolio in other therapeutic areas such as neuro-psychiatry, cardiology, dermatology, diabetology and oncology. In these therapeutic areas, we have built brands which include Olkem for hypertension, Donep for Alzheimer's disease, Glucoryl-M for diabetes, Kojiglo for hyper-pigmentation and Melbild for hypo-pigmentation.

Having established ourselves in the Indian pharmaceuticals market, we have expanded internationally through both organic growth and certain strategic acquisitions in the United States, which is our key focus market. Our products are sold in 56 countries, either directly through our Subsidiaries or indirectly, through supply, distribution and other arrangements with various global companies and local distributors.

In July 2010, we acquired ThePharmanetwork LLC in the United States, the holding company of Ascend, which provided us with the commercial platform through which we were able to market and sell our portfolio of products in the United States. Ascend was established in 2003 and had its own portfolio of generic products in the market prior to its acquisition. Ascend has relationships with major chains, wholesalers, managed care companies, distributors, food and grocery stores and pharmaceutical retailers in the United States. Further, in December 2012, we acquired manufacturing assets from NORAC, Inc. in the United States, focused primarily on manufacturing specialty APIs and providing contract research and manufacturing services. Recently, in June 2015, we acquired a formulation manufacturing facility from Long Pharmaceuticals LLC in the United States that has semi-solids, liquid and nasal formulation manufacturing capabilities.

In the United States, we have filed 66 abbreviated new drug applications ("**ANDAs**") (of which 18 have received final approval and two have received tentative approval), of which 29 were Para IV filings including first-to-files ("**FTFs**") and one new drug application ("**NDA**") (that has received final approval). Please refer to "– *Our International Operations – Our United States Operations*" for details. We sell a range of high-quality, cost-effective generic drugs to major drug chains, pharmaceutical retailers, wholesalers, food and grocery stores, distributors and managed care companies in the United States.

In addition to the United States, Australia is also an important focus market for us. In June 2009, we acquired a majority stake in an Australia company, Pharmacor Pty Ltd ("**Pharmacor**") to enable us to enter the Australian market. Pharmacor targets individual pharmacies, pharmacy groups, pharmacy co-ops, aged care and hospitals to offer prescription drugs and over-the-counter generic medicines. We have also built our presence in other developed and emerging markets in Europe, South-East Asia, Latin America, Africa and the CIS through our Subsidiaries in these countries as well as through building relationships with international companies and local distributors. Please refer to "- *Our International Operations*" for details.

We have a total of 16 manufacturing facilities: 14 manufacturing facilities at five locations in India and two in the United States. Five of our facilities are USFDA, TGA and UK-MHRA approved. Of the Indian manufacturing facilities, 12 are for manufacturing formulations and two for manufacturing APIs. Please refer "- *Our Manufacturing Facilities*" for details.

We have strong research and development capabilities which enhance our portfolio of products. We have four research and development facilities, two in India and two in the United States. As of June 30, 2015, we employed 483 scientists in research and development functions. Please refer "- *Research and Development*" for details. For fiscal year 2015, our expenditure on research and development amounted to 4.5% of our net revenues from operations.

We generate demand for our products in India through our field force of medical representatives, who frequently visit prescribers across specialties to market our product portfolio and also visit pharmacies and distributors to ensure that our brands are adequately stocked. As of June 30, 2015, we had a field force of 5,856 medical representatives spread across all the states in India.

Our consolidated net revenues from operations for the years ended March 31, 2015, 2014 and 2013 were ₹37,831.7 million, ₹31,260.0 million and ₹24,952.3 million respectively. The following table sets forth certain information regarding our net revenue from operations for our geographic segments on a consolidated basis:

(in ₹million)

	For the year ended March 31,		
	2015	**2014**	**2013**
Geographic segments			
Domestic	28,262.1	23,607.2	20,475.1
International	9,569.6	7,652.8	4,477.2
Total	**37,831.7**	**31,260.0**	**24,952.3**

Our United States subsidiary, ThePharmaNetwork LLC had consolidated net revenues of ₹6,459.7 million for fiscal year 2015.

Our competitive strengths

Market leadership in various therapeutic areas and ability to build market leading brands in the domestic market

We are one of India's leading pharmaceutical companies and were ranked fifth in the Indian pharmaceutical market in terms of domestic sales for fiscal year 2015 (*Source: IMS SSA MAT March 2015*). For fiscal year 2015, we were the leader in the largest therapeutic area (anti-infective) with a 11.2% market share and were ranked third in terms of market share for both the gastro-intestinal (with a market share of 5.6%) and pain/analgesics therapeutic areas (with a market share of 5.0%), in each case, in India (*Source: IMS SSA MAT March 2015*). Our revenues from the anti-infectives, gastro-intestinal and pain/analgesics therapeutic areas in India grew at a CAGR of 10.1%, 17.5% and 12.0% in the period from fiscal year 2011 to fiscal year 2015 (*Source: IMS SSA MAT March 2015*). In the same period, these therapeutic areas in India as a whole grew at a lower CAGR of 6.8%, 12.8% and 10.9%, respectively (*Source: IMS SSA MAT March 2015*). We are also among the top ten companies in the vitamins, minerals, nutrients and gynaecology therapeutic areas in terms of Indian market share for March 2015 (*Source: IMS SSA MAT March 2015*). According to IMS Health, we were the third-fastest growing company in terms of sales in this period among the ten largest pharmaceutical companies in the Indian domestic formulations market.

Net revenues from our domestic operations grew at a CAGR of 17.6% in the period from March 31, 2011 to March 31, 2015.

Our established record of strong performance and reputation for quality products in various therapeutic areas has helped us build reputable brands in the pharmaceutical market in India. For instance, our anti-infective brand Taxim was the first anti-infective brand in India to cross ₹1,000 million in sales in a fiscal year (fiscal year 2006) (*Source: IMS Health*). Further, we had the highest number of brands (five) among the top 50 brands (along with another leading pharmaceutical company) in the Indian pharmaceutical industry for fiscal year 2015 and also had 13 brands among the top 300 brands in the Indian pharmaceutical industry for fiscal year 2015 (*Source: IMS SSA MAT March 2015*). The table below shows our key brands in various sales ranges for the fiscal year 2015:

(in ₹million)

Names of Brands	Number of Brands	Sales Range
Clavam, Taxim-O, Taxim	3	Above 1,500
Pan, Pan D	2	1,000 – 1,499
Gemcal, A to Z NS, Sumo, Ondem, Xone	5	500 – 999
Swich, Zocef, Xone-XP, Pipzo, Hemfer, Uprise-D3, Traxol, Cheri, Enzoflam, Taximax, Indclav, Traxol-S	12	250 – 499

(*Source: IMS SSA MAT March 2015*)

Extensive sales, marketing and distribution network in India

We have strong sales, marketing and distribution capabilities in India. Our marketing and distribution network in India comprises a field force of 5,856 medical representatives. As a result of our strong sales, marketing and distribution capabilities, our products were prescribed by an estimated 210,885 prescribers (constituting 70.7% of total prescribers, as defined by IMS) across various specialties in fiscal year 2015 (*Source: IMS Health*). Our medical representatives cover all states in India, including rural areas. As of June 30, 2015, our domestic distribution network includes 39 sales depots, 55 clearing and forwarding ("**C&F**") agents, 15 consignees and eight central warehouses covering 6,576 stockists. We also market our products to various hospitals, government institutions and medical institutions.

Our domestic business is divided into 21 divisions, which formulate marketing and promotional strategies for their portfolio of products targeted towards specific therapeutic areas. Please refer "*– Our Domestic Operations – Sales, Marketing and Distribution*" for further details. We believe that our marketing strategies, trained medical representatives and distribution network enable us to increase our market share across key therapeutic areas and build and develop our brands.

Further, the integration of our information technology systems with our sales and distribution infrastructure enables us to standardize our processes, reduce cost, enhance productivity, improve workflow and communications and improve our risk control mechanisms. We have implemented SAP, which handles all our sales and distribution transactions, demand planning and sales forecasting process. Further, we have implemented barcode technology at our warehouses and depots to maximize accuracy and efficiency in stock handling. We also use sales force automation tools to make our sales staff more productive.

As a result of our extensive marketing network, streamlined information technology infrastructure and long-standing relationships with prescribers, we have developed strong prescription base for our products and are ranked among the top five companies in terms of prescription generation in fiscal year 2015 (*Source: IMS Health*). According to IMS Health, we had a 6.8% share of overall prescriptions in India in fiscal year 2015.

Strong research and development capabilities which enhance our portfolio

As of June 30, 2015, we employed 483 scientists working on various drug products and substances in India and the United States. Our research and development department carries out process development, formulation development and analytical research for our domestic and international markets. In addition, we also have a regulatory affairs team, which is responsible for various filings and approvals related to our products in India and internationally. We also have a dedicated in-house team of intellectual property experts, who work towards understanding and filing with respect to intellectual property rights of our products and processes in various geographical markets.

As of June 30, 2015, we had filed 66 ANDAs in the United States of which 18 have been approved and two have received tentative approvals. Out the 66 ANDAs, 29 were Para IV filings including FTFs. We had also filed one NDA (that has received final approval). The remaining ANDAs are at various stages of the approval process. We have successfully litigated four Paragraph IV challenges in the past and are currently active in four litigations. In the United States we have filed 13 drug master files ("**DMFs**") in key molecules in support of our ANDA development work. In addition to the US, we have also filed 20 dossiers in Australia, 15 in Europe and 1,194 dossiers in other markets for approval to sell generic drugs in various other countries over the years. Please refer "*- Intellectual Property*".

We also have a 60-bed clinical research organization facility where we conduct bioequivalence and bioavailability studies on healthy volunteers to prove the effectiveness of developed formulations relative to reference products in accordance with the regulatory guidelines of various regulatory agencies. This facility has been audited by the USFDA, UK-MHRA and other regulatory agencies.

We believe that our continuing research and development initiatives have strengthened our product offering in India, the United States and other international markets. We have a strong pipeline of products under development for our focus markets.

Fast growing and established international operations

Having established ourselves in the Indian pharmaceuticals market, we have expanded internationally through both organic growth and certain strategic acquisitions. The United States is the key focus market for our international operations. We market and sell our products in the United States under our brand "Ascend" to major pharmacy chains' stores, wholesalers, managed care companies, distributors, food and grocery stores and pharmaceutical retailers. Ascend currently sells 17 products in the market, out of which 12 are our products and five are in-licensed from third parties. For fiscal year 2015, ThePharmaNetwork LLC's consolidated net revenues (through Ascend) were ₹6,459.7 million. Further, we own two manufacturing and two R&D facilities in the United States, that we believe provides us with the infrastructure required to support the growth in our operations in the United States.

In addition to the United States, our products are sold in 54 countries, including Australia, Chile, Philippines and Kazakhstan. Revenues from our international operations have grown at a CAGR of 45.7% between fiscal year 2011 and fiscal year 2015. The contribution of our net revenues from our international operations has grown from12.6% of our net revenues from operations in fiscal year 2011 to 25.3% of our net revenues from operations in fiscal year 2015.

Geographically diversified manufacturing facilities accredited by international regulatory agencies

We operate 14 manufacturing facilities in India, three of which are USFDA approved and also have other key approvals from international regulatory agencies such as TGA Australia and UK-MHRA among others for certain of our facilities. Some of our manufacturing plants enjoy excise and income tax benefits that are available for different periods. We also have two manufacturing facilities in the United States. Our facilities implement current good manufacturing practices ("**cGMP**").

We manufacture a wide range of dosage forms including tablets, semi-solids, liquids, capsules, dry syrups, injectables, nasal preparations and APIs. Please refer to "- *Our Manufacturing Facilities*".

Experienced founders and professional management team

We have seen strong growth under the vision, leadership and guidance of our founders, Mr. Samprada Singh and Mr. Basudeo N. Singh, who have both been associated with the pharmaceutical business for over four decades. Our founders have played a key role in developing our business and we benefit from their industry expertise, vision and leadership. We also have a qualified senior management team with experience in the domestic and international pharmaceutical industries (including those integrated from our acquisitions) across functions. We believe that the healthcare domain knowledge and experience of our founders and our management team provides us with a significant competitive advantage for the growth of our business.

Our Strategy

Consolidate and further grow our domestic sales

We intend to continue to consolidate our market leadership positions in therapeutic areas such as anti-infective, pain and gastroenterology and aim for growth in these areas through the following initiatives:

- focus on brand building and driving the growth of focused set of our brands with high growth potential;
- identification of gaps in our product portfolio for the introduction of new products;
- growth in prescriptions and prescriber base in key specialty areas;
- invest in the training and effectiveness of our field force; and
- increasing our market shares in those geographies where our market shares are lower than the national average.

In addition, we intend to build our market shares in fast-growing therapeutic areas such as cardiology, diabetology, neuro-psychiatry, dermatology and oncology. We have built a specialized and dedicated field force and have launched various brands catering to the needs of these therapeutic areas and built brand equity with the prescriber base which we would leverage going forward to realize our growth potential.

We also intend to selectively pursue areas with growth opportunities such as development of biosimilar products especially monoclonal anti-bodies and therapeutic proteins in various therapeutic areas such as oncology, osteoporosis, psoriasis and rheumatoid arthritis as well as entering therapeutic areas that are complementary to or synergistic with our existing portfolio.

Continue to grow our business in our international focus markets

As part of our growth strategy for the United States, we intend to enhance our product portfolio by accelerating ANDA filings. We intend to further grow our United States operations through our Subsidiary Ascend, by leveraging its established relationships with key retail and national accounts. In addition to products manufactured by us, Ascend will also continue to expand its product portfolio by in-licensing products from third parties. Further, we intend to market and sell drugs/products that we develop for the United States in other developed and emerging markets.

We will continue to focus our efforts in select geographies such as Australia, Europe, Chile, Kazakhstan and Philippines, and consolidate our presence there. Our growth strategy in these markets will be to create strong local presence and expertise with required infrastructure and develop capabilities to exploit growth potential offered by these markets. Our strong focus will remain on acquiring new customers, retaining existing customers and providing strong customer service and support.

Focus on research and development to enhance our product portfolio

Research and development

We intend to increase our initiatives in research and development in order to enhance our differentiated product portfolio in both the domestic market and international markets and to enhance ANDA filings in the United States. As part of our strategy, we will continue to focus on formulation development and API research. Further, we have identified biosimilars as a long-term growth opportunity and have made, and expect to continue to make investments in development of products with a focus on high-growth therapeutic areas such as oncology, autoimmune disorders and osteoporosis.

Developing differentiated product portfolio

We are also working towards developing our capabilities and expertise in niche areas with high entry barriers such as modified release products, transdermal products and osmotic controlled release oral delivery systems. Our in-house R&D capabilities are integral to the success of our business and provide us with the capacity to develop a wide range of dosage forms and APIs.

Clinical Research Unit

Further, we have an integrated clinical research organization facility where bioequivalence/bioavailability studies for generic drugs are carried out in relation to our filing in various countries. This unit is audited by various regulatory agencies such as DCGI, USFDA, UK-MHRA and other international regulatory agencies. Additionally, as mandated by various regulatory agencies, we also operate a pharmacovigilance system (which relates to the reporting, assessment and monitoring of adverse effects associated with pharmaceutical products).

Use of strategic international and domestic acquisitions and partnership arrangements to enhance growth

In the past, we have used a combination of organic initiatives and acquisitions to drive growth, and we intend to continue to use this strategy in the future. We have undertaken acquisitions as part of our entry strategy into new geographies or new market segments. For instance, in July 2010, we acquired ThePharmanetwork LLC in the United States, the holding company of Ascend Laboratories LLC. ThePharmanetwork LLC provided us with the commercial platform through which we were able to market and sell our portfolio of products in the United States. We have also recently acquired a manufacturing facility with capabilities of manufacturing semi-solids, liquid and nasals in the United States. We intend to continue to actively seek and evaluate potential acquisitions of brands, companies or assets that will enhance our capabilities. As regards our international business, we plan to continue to acquire targets to enhance our capabilities, enter new market segments and expand our presence in our focus markets.

In addition to using strategic acquisitions to drive growth, we also intend to enter into partnership agreements for out-licensing and in-licensing pharmaceutical products. We have relationships with various pharmaceutical companies in various countries. In particular, we have been increasing our operations in Germany, central and Eastern Europe, Vietnam, Colombia and South Africa through our relationships with established pharmaceutical companies in these countries. In these markets, we typically register a product under our name and thereafter out-license to one or more of the established companies to leverage their marketing infrastructure and capabilities in these markets. We continue to own the registration and associated intellectual property with the product. We will continue to leverage our international product portfolio and our relationships with the companies in these countries to grow our international operations.

As regards our strategy on in-licensing, we collaborate with innovator companies to launch differentiated products in the domestic market, which forms an important part of the new products launch strategy. We have strategically identified segments such as anti-infectives, cardiology, diabetology, neuropsychiatry and dermatology for potential collaborations. We have collaborated with innovator companies for launching new products in anti-diabetic, osteoarthritis, dermatology and anti-infective space. We intend to identify the right international companies to in-license products for the domestic market.

Our History

We were established in 1973 as a healthcare marketing firm by our founders, Mr. Samprada Singh and Mr. Basudeo N. Singh and commenced manufacturing operations at our first manufacturing facility in 1978. The following table sets out our key milestones since our inception:

Year	Event
1973	Alkem Laboratories Limited was incorporated
1978	Our Company established our first plant at Taloja, Mumbai
1992	Our Company established its manufacturing facility in Mandwa, Maharashtra. This facility was converted into an API facility in 2005.
2003	Set up our research and development facility for ANDA development at Taloja.
2006	Our anti-infective drug Taxim became the first anti-infective drug in the Indian pharmaceutical industry to cross ₹1,000 million in terms of domestic sales in India. (*Source: IMS Health*)
2007	Our Company filed our first ANDA in the United States for the drug Amlodipine.
2009	Received our first ANDA approval in the United States for Amlodipine.
2009	Our Company acquired Pharmacor Pty Ltd., a generic pharma company in Australia.
2010	Our Company acquired Ascend Laboratories, a generic marketing company in the US.
2011	Our Company acquired Enzene, a company engaged in the development of biosimilars in India.
2012	Our Company acquired an API manufacturing facility in the United States.
2014	Acquired the "Clindac-A" brand in India
2014	Clavam crossed ₹2,000 million in terms of domestic sales in India (*Source: IMS SSA MAT March 2015*).
2015	Acquired a formulation manufacturing facility in the United States.

Our Operations

We are a leading, Indian pharmaceutical company with global operations, engaged in the development, manufacture and sale of pharmaceuticals. We produce high-quality branded generics, generic drugs, APIs, and nutritional supplements, which we market in India and 55 countries, primarily the United States. We organize our business into domestic (i.e. Indian) and international operations.

Our Domestic Operations

We have grown significantly since our incorporation in 1973. For fiscal year 2015, we were the fifth largest pharmaceutical company in India in terms of domestic sales, according to IMS Health. Our domestic business has grown at a CAGR of 14.2% in the period from fiscal year 2011 to fiscal year 2015, as compared to Indian pharmaceutical industry which grew at a CAGR of 12.2% (*Source: IMS SSA MAT March 2015*). Additionally, we were the third fastest growing company among top ten domestic companies in India by sales from fiscal year 2011 to fiscal year 2015 (*Source: IMS SSA MAT March 2015*).

Our Products

We have developed a portfolio of 736 branded generic drugs and command market leadership in select key therapeutic areas in the Indian pharmaceutical formulations market. Our brands are well recognized in their respective therapeutic areas and, according to IMS Health, 13 of our brands are featured among the top 300 brands in India according to domestic sales for fiscal year 2015. Our most significant therapeutic areas are anti-infectives; gastro-intestinal; pain and analgesics; and vitamins, minerals and nutrients. These therapeutic areas accounted for 80.7% of our total sales in the domestic market for fiscal year 2015 (*Source: IMS SSA MAT March 2015*).

The table below provides details of our various therapeutic areas, in terms of domestic sales for fiscal year 2015, market share and industry CAGR (from fiscal year 2011-2015) compared to the CAGR for the therapeutic category:

Therapeutic area	Our rank	Our Domestic Sales for fiscal year 2015 (in ₹ million)	Market Share %	Our CAGR (2011-15) %	Overall Market Size (in ₹ million)	Market CAGR (2011-15) %
Anti-infectives	1	11,907.4	11.2%	10.1%	106,551.1	6.8%
Gastro-intestinal	3	4,672.0	5.6%	17.5%	84,091.1	12.8%
Pain/ Analgesics	3	3,118.5	5.0%	12.0%	62,688.5	10.9%
Vitamins/ Minerals / Nutrients	6	2,245.7	3.7%	19.1%	60,179.1	12.1%
Gynaecology	9	997.8	2.4%	11.2%	42,260.8	10.4%
Respiratory	18	947.4	1.5%	8.3%	64,634.2	11.4%
Neuro/ CNS	15	897.8	1.9%	33.7%	46,619.6	12.8%
Derma	15	760.2	1.5%	36.8%	50,866.6	17.5%
Cardiac	31	463.9	0.5%	40.1%	90,219.8	13.3%
Anti-diabetic	29	448.2	0.7%	69.7%	62,315.3	21.1%
Others	N/A	715.8	0.8%	21.1%	94,394.5	12.3%

Source: *IMS SSA MAT March 2015*

Anti-infectives

Anti-infectives fight against infection caused by micro-organisms such as bacteria, viruses and parasites. They function by inhibiting the growth of the micro-organism or by killing the micro-organisms. Our anti-infectives portfolio includes therapeutic classes such as penicillin, cephalosporin, macrolides and quinolones. For fiscal year 2015, we were ranked first in India in terms of domestic sales of anti-infective generics, with a market share of 11.2% (*Source: IMS SSA MAT March 2015*).

Our key brands in the anti-infectives category include Clavam, Taxim, Taxim-O and Xone. Our most popular anti-infective, Clavam, had a market share of 15.5% in its category and domestic sales of ₹2,150.2 million for fiscal year 2015. Moreover, Taxim is also popular with a market share of 76.6% in its category and domestic sales of ₹1,513.1 million (*Source: IMS SSA MAT March 2015*).

Set forth below is a brief description of our key products in the anti-infective therapeutic area:

- ***Clavam*** contains the active ingredients amoxycillin and clavulanic acid and is used for the short term treatment of a wide range of bacterial infections. These infections may affect the respiratory system, the urinary system, sinuses, ears, skin and soft tissues.

- ***Taxim*** (cefotaxime) is a third-generation cephalosporin antibiotic used for the treatment of a variety of infections including pneumonia, urinary tract infections, pelvic inflammatory disease and meningitis.

- ***Taxim-O*** (cefixime) is a third-generation cephalosporin antibiotic primarily used for the treatment of bacterial infections such as respiratory infections and gonorrhoea.

- ***Xone*** (ceftriaxone) is a third-generation cephalosporin antibiotic used for the treatment of bacterial infections such as pneumonia, gonorrhoea, urinary tract infections, pelvic inflammatory disease, meningitis and typhoid.

The following table illustrates our key brands in the anti-infectives therapeutic area, their respective ranking, market share in their sub-segment and domestic sales for fiscal year 2015:

Key Brand	Rank	Market Share %	Our Domestic Sales for fiscal year 2015 (₹ million)	Overall Market Size (in ₹ million)	CAGR (2011-15) %	Market CAGR (2011-15) %
Clavam	2	15.5%	2,150.2	13,891.0	19.3%	15.4%
Taxim-O	2	19.7%	1,514.2	7,685.5	6.9%	1.4%
Taxim	1	76.6%	1,513.1	1,974.8	0.3%	(1.4)%
Xone	2	10.4%	620.8	5,979.3	8.1%	8.1%

Source: *IMS SSA MAT March 2015*

Gastro-intestinal

Products in the gastro-intestinal category relieve discomfort relating to the stomach and intestines. Our gastro-intestinal portfolio consists of therapeutic molecules such as pantoprazole, omeprazole, domperidone and ondansetron. For fiscal year 2015, we were ranked third in India in terms of domestic sales of gastro-intestinal products, with a market share of 5.6% (*Source: IMS SSA MAT March 2015*). Our key brands in the gastro-intestinal category include Pan, Pan-D, Ondem and Satrogyl-O. Pan accounted for ₹1,454.2 million in domestic sales for fiscal year 2015 and had a market share of 28.9% in this period, making it one of the top ranked gastro-intestinal formulation domestically (*Source: IMS SSA MAT March 2015*).

Set forth below is a brief description of our key products in the gastro-intestinal product area:

- ***Pan*** (pantoprazole), is a proton pump inhibitor that decreases the amount of acid produced in the stomach. It is used to treat erosive esophagitis and other acid peptic disorders.

- ***Pan-D*** is a combination generic drug comprising the active ingredients pantoprazole and domperidone. While pantoprazole assists in decreasing excess stomach acid, domperidone is a peripheral blocker of dopamine receptors which prevents nausea and vomiting. It also increases gastric mobility. Pan-D is prescribed for gastroesophageal reflux disease.

- ***Ondem*** (ondansetron) is a 5-HT receptor antagonist and prescribed to prevent nausea and vomiting associated with cytotoxic chemotherapy or radiotherapy. It is also prescribed in the treatment of post-operative nausea and vomiting.

- ***Satrogyl-O*** (satranidazole) is an antiamoebic agent, prescribed for liver abscess, giardiasis and trichomoniasis. It is effective at fighting protozoa infections.

The following table illustrates the key brands in our gastro-intestinal therapeutic area, their respective ranking, market share in their sub-segment and our domestic sales for fiscal year 2015:

Key Brand	Rank	Market Share %	Our Domestic Sales for fiscal year 2015 (₹ million)	Overall Market Size (in ₹ million)	CAGR (2011-15) %	Market CAGR (2011-15) %
Pan	1	28.9%	1,454.2	5,027.4	20.5%	14.1%
Pan-D	1	26.0%	1,285.3	4,944.8	27.9%	21.2%
Ondem	1	30.4%	653.1	2,151.2	13.0%	9.4%
Satrogyl-O	1	55.8%	202.3	362.8	11.3%	20.0%

Source: *IMS SSA MAT March 2015*

Pain/Analgesics

Pain and analgesic products help in alleviating pain caused by a variety of ailments. Our pain and analgesics portfolio consists of anti-rheumatic, non-steroidal anti-inflammatory, anti-osteoporosis and muscle relaxants. For fiscal year 2015, we were ranked second in terms of domestic sales of our anti-osteoporosis generics, with a market share of 17.0% (*Source: IMS SSA MAT March 2015*). Our key brands in the pain and analgesics category include Sumo, Enzoflam, Sumo-L and Sumoflam. Gemcal accounted for ₹691.3 million in domestic sales for the fiscal year 2015 and a market share of 12.7% and Sumo accounted for ₹661.6 million in domestic sales for fiscal year 2015 and had a market share of 38.4%, making them the top ranked products in their respective categories domestically (*Source: IMS SSA MAT March 2015*).

Set forth below is a brief description of our key products in the pain/analgesics therapeutic area:

- ***Gemcal*** containing active ingredients Calcitriol (an active form of Vitamin D) and Calcium, prescribed for prophylaxis and treatment of osteoporosis.

- ***Sumo*** containing the active ingredients nimesulide and paracetamol, is a non-opiate, analgesic and antipyretic drug, prescribed for headache, muscle pain and aches and musculo-skeletal pain either on its own or combined with other medications.

- ***Enzoflam***, a combination generic containing diclofenac, paracetamol and serratiopeptidase, is a non-steroidal anti-inflammatory drug and is prescribed for pain of musculo-skeletal origin.

- ***Sumo-L*** (paracetamol) is a pain reliever and fever reducer and is used to treat a broad range of symptoms, such as headaches, muscle aches, arthritis, backache, toothache, colds and fevers.

The following table illustrates the key brands in our pain and analgesics product category, their respective ranking, market share in their sub-segment and our domestic sales for fiscal year 2015:

Key Brand	Rank	Market Share %	Our Domestic Sales for fiscal year 2015 (₹ million)	Overall Market Size (in ₹ million)	CAGR (2011-15) %	Market CAGR (2011-15) %
Gemcal	1	12.7%	691.3	5,462.8	13.0%	16.2%
Sumo	1	38.4%	661.6	1,723.0	8.1%	5.9%
Enzoflam	1	42.5%	282.1	664.1	16.9%	10.6%
Sumo-L	7	2.9%	174.7	5,940.3	113.6%	18.5%

Source: *IMS SSA MAT March 2015*

Vitamins/Minerals/Nutrients

Vitamins, minerals and nutrients provide a source of supplement for sustaining good health. Our vitamins, minerals and nutrients portfolio includes multi-vitamins with nutrients, vitamin B12, metabolites, and protein and nutrients supplements. For fiscal year 2015, we were ranked sixth in terms of domestic sales of our multi-vitamins, with a market share of 3.7% (*Source: IMS SSA MAT March 2015*). Our key brands in the vitamins, minerals and nutrients category include A to Z NS, Uprise D3 and A to Z Gold. Uprise D3 accounted for ₹334.5 million in domestic sales for fiscal year 2015 and has a market share of 10.8% (*Source: IMS SSA MAT March 2015*). We have seen overall market growth of 19.1% for this therapeutic area from fiscal year 2011 to 2015 (*Source: IMS SSA MAT March 2015*).

Set forth below is a brief description of our key products in the vitamins/minerals/nutrients therapeutic area:

- ***A to Z NS*** is a multi-vitamin and multi-mineral product that is used as a health supplement by doctors for various ailments or as prophylaxis. This product contains major vitamins and minerals. The product is used in several therapeutic areas to improve the general well-being of a person suffering from chronic illnesses and also during convalescence.

- ***Uprise D3*** (cholecalciferol) is a form of Vitamin D and is prescribed for the treatment of Vitamin D deficiency, which is associated with rickets or used as a nutritional supplement. Vitamin D-3 is also being used in other therapeutics such as diabetes and metabolic disorders.

- ***A to Z Gold*** contains multi-vitamin, multi-mineral along with anti-oxidants. The product is used in several therapeutic areas to improve the general wellbeing of a person suffering from chronic illnesses such as diabetes and cardio-vascular disorders.

The following table illustrates the key brands in our vitamins, minerals and nutrients product category, their respective ranking, market share in their sub-segment and our domestic sales for fiscal year 2015:

Key Brand	Rank	Market Share %	Our Domestic Sales for fiscal year 2015 (₹ million)	Overall Market Size (in ₹ million)	CAGR (2011-15) %	Market CAGR (2011-15) %
A to Z NS	4	4.4%	730.8	16,635.2	7.5%	12.2%
Uprise D3	2	10.8%	334.5	3,101.1	N/A(1)	89.2%
A to Z Gold	1	14.5%	136.8	943.4	28.2%	3.0%

Source: IMS SSA MAT March 2015

(1) *Uprise D3 was launched in 2012*

Others

In addition to the above product categories, we have a number of other products in therapeutic areas such as anti-diabetic, cardiac, neuro-psychiatry and dermatology. Our key brands in these product categories include Olkem, Glucoryl-M, Melbild and Donep.

The following table illustrates certain of our other key brands their respective ranking, market share in their sub-segment and our domestic sales for fiscal year 2015:

Key Brand	Rank	Market Share %	Our Domestic Sales for fiscal year 2015 (₹ million)	Overall Market Size (in ₹ million)	CAGR (2011-15) %	Market CAGR (2011-15) %
Olkem	15	2.6%	47.6	1,799.4	N/A[(1)]	26.2%
Glucoryl-M	16	1.7%	201.4	11,874.0	80.1%	29.1%
Donep	1	40.2%	124.5	309.8	22.6%	13.1%
Melbild	3	5.6%	112.9	2,003.7	N/A[(2)]	33.7%

Source: IMS SSA MAT March 2015
[(1)] *Olkem was introduced in 2013*
[(2)] *Melbild was introduced in 2015*

Sales, Marketing and Distribution

As of June 30, 2015, we had a dedicated sales and marketing team with 5,856 medical representatives, which allow us to penetrate the domestic market through frequent visits to doctors across all specialties and visits to pharmacies to ensure that our brands are adequately stocked.

Our field force is complemented by our strong distribution network across India, which is based on our distribution model. Each manufacturing unit transfers the completed and packaged products to one of our eight central warehouses (located in Maharashtra, Daman, Punjab, Haryana and West Bengal). Each central warehouse then distributes to one of our 15 consignees, 55 C&F agents or 39 sales depots. From there, the product reaches the stockist at the end of the distribution channel.

We strategically use a division-based marketing approach to cater to specialist medical practitioners by offering them a wide range of products from our various therapeutic areas. Primarily for marketing purposes, we have established strategic business units, each having its own marketing and sales team that cater to the certain specified therapeutic areas and target specialist medical practitioners in those areas. We believe our strategy of having dedicated teams with specific product portfolios, focused marketing and promotional strategies catering to specific specialty areas enables us to build brands and prescriber relationships.

Our International Operations

We have grown our international operations through strategic acquisitions and organic growth since 2009 and for fiscal year 2015, 25.3% of our net revenue from operations was attributable to our international business as compared to 12.6% in fiscal year 2011. Our international operations grew at a CAGR of 45.7% between fiscal year 2011 and fiscal year 2015. Our products are sold in 56 countries, either directly through our Subsidiaries or indirectly, through supply, distribution and other arrangements with various global pharmaceutical companies and local distributors.

Our United States operations

In the U.S., we offer a broad selection of generic drugs to major drug chains, wholesalers, food and grocery stores, distributors and managed care companies.

As of June 30, 2015 we have filed 66 ANDAs in the United States, of which 18 have been approved, two have been tentatively approved and 46 are pending approval. 29 of these 66 ANDAs have are Para IV filings including FTFs. An ANDA contains data which, when submitted to the USFDA's Office of Generic Drugs, provides for the review and ultimate approval of a generic drug product. Once approved, an applicant may manufacture and market the generic drug product to provide a safe, equivalent and cost-effective alternative. Further, if a generic company is the first to file its ANDA with a Paragraph IV certification (i.e., a certification that the patent in question is invalid or is not infringed by the generic product) and prevails in the subsequent lawsuit against the patent holder, that generic company is granted a period of market exclusivity of 180 days. We have also filed 13

DMFs in support of our ANDA development work. A DMF is a submission to the USFDA that may be used to provide confidential detailed information about facilities, processes, or articles used in the manufacturing, processing, packaging, and storing of one or more drug substance. We have also filed one NDA that has received final approval.

Our Other International Operations

Outside the United States and India, our key markets are Australia, Europe, South East Asia, Latin America, Africa and CIS.

We have also built a presence in other regulated and emerging markets in Europe, South East Asia, Latin America, Africa and CIS through our Subsidiaries and by actively engaging in our relationships with international companies. Set out below is a brief description of our operations in some of our other key international markets:

Australia: In Australia, our pharmaceutical operations are run through our Subsidiary, Pharmacor Pty Ltd (which we acquired in 2009). Pharmacor Pty Ltd has a portfolio of approximately 100 products including one recently launched exclusive generic product. Pharmacor has a dedicated sales and marketing team that covers customers across the country. In addition to our own products, Pharmacor also sells several products in-licensed from global companies. Pharmacor has a fully functional field sales, tele-marketing, regulatory, distribution and commercial infrastructure to operate nationwide in Australia. We distribute our prescription and over-the-counter products to individual pharmacies, pharmacy groups, pharmacy co-ops, aged care and hospitals in Australia.

Chile: We operate in Chile through Ascend Laboratories SpA, our operating sales and marketing subsidiary. We operate in Chilean market and offer bioequivalence generics. We currently sell more than 14 products. We have fully developed regulatory, commercial, sales and marketing infrastructure in Chile and use third parties for warehousing and logistics. We have developed a tender simulation and pricing model in Chile, which enables us to evaluate and successfully participate in institutional tenders. In addition, we supply in the retail market to a number of large and small retail chains, distributors and independents. Through our marketing partner, some of our products are also promoted to physicians and dispensed through retail pharmacies and hospitals.

Philippines: We operate in Philippines through our Subsidiary, Alkem Laboratories Corporation. We have a country-wide presence in Philippines, and cover doctors, hospitals, pharmacies and institutional accounts. We offer branded generics products catering to diverse therapeutic segments and our portfolio consists of 13 branded generics. We have outsourced our warehousing and supply chain to a third-party distributor. We now have presence of our drugs in drug store chains and have entered in to supply agreements with domestic pharmaceutical companies.

Kazakhstan: We operate in Kazakhstan through our operating subsidiary, The Pharma Network (TPN). We cover most of the high potential areas of Kazakhstan through own field force. We offer branded generics catering to polyclinics as well as hospitals and have a total of 17 brands in our portfolio. Our warehousing and logistics in Kazakhstan are handled by a third party. Supplies to the end user are routed through national distributors which cater to major polyclinics, hospitals and pharmacies.

The following table sets out the location and number of employees in our key international markets as of June 30, 2015.

Country	Legal Entity	Number of Employees	Number of employees in sales functions
Australia	Subsidiary	17	13
Chile	Subsidiary	6	4
Philippines	Subsidiary	87	75
Kazakhstan	Subsidiary	38	27

Sales and Marketing

We have an expansive global sales and marketing network, with our products sold in 55 countries. Our experienced sales and marketing team of 239 personnel (as of June 30, 2015) has demonstrated success in commercializing and selling generic prescription products.

Marketing in certain international markets through dossier registration and supply agreements

We have entered into out-licensing arrangements and long-term supply agreements with certain companies for marketing and distributing our products across various international markets.

Typically, we identify potential marketing partners in each country based on the partner's capability to handle registrations of products, marketing activities and distribution network. Based on the requirements of each market, we enter into exclusive or non-exclusive marketing agreements for each of our products. In most of these countries, the products are registered in our name. However, in certain countries where local regulations require that the products be registered in the partner's name, the products are registered either jointly with our partner or registered in our name and then transferred to the partners name.

We also endeavour to enter into supply agreements with counterparties that have the facilities and personnel to promote, sell and distribute our pharmaceutical products. We assist our supply agreement counterparties in obtaining the relevant market authorizations for them to be able to market our products.

Based on the requirements of each market, the tenure of these agreements is typically between three and five years and they may be renewed by mutual agreement between parties. Customarily, these agreements are exclusive or semi-exclusive (exclusive as to certain products only within the country) in nature and have specific performance clauses for both the parties, wherein either party may terminate the agreements if the mutually agreed milestones are not fulfilled by either party. Pricing arrangement of such agreements depends on factors such as volumes, competition, market share of the product and whether promotional activities to be undertaken by the partners.

As we have gained substantial experience working closely with our supply agreement counterparties over the years, we believe that we have been able to establish prudent business practices and procedures to cater to the international markets.

Manufacturing facilities

We have the capabilities to manufacture finished pharmaceutical formulations as well as APIs. We own and operate 14 manufacturing facilities across five locations in India and two manufacturing facilities in the United States. In order to serve our domestic and international markets, we own and operate formulation and API manufacturing facilities which have been built in accordance with the WHO cGMP guidelines. Each of our manufacturing facilities has separate quality control units to monitor the manufacturing quality of our products. Of the 14 facilities in India, our facilities at Ankaleshwar and Mandwa are API manufacturing facilities. The remaining Indian facilities, including those at Daman, Baddi and Sikkim, manufacture formulations.

We have developed capabilities in finished pharmaceutical formulations to manufacture dosage forms such as oral tablets, capsules, semi solids, liquids, dry syrup, nasal spray, soft gelatine capsules and injectables. We also handle products that require specialised environment control conditions for manufacturing.

The regulatory requirements in India and international markets require equipment and facilities to be compliant with the cGMP in all stages of development and manufacture. All of our manufacturing facilities are cGMP compliant and our manufacturing facilities have been approved by several regulatory authorities *inter alia* the USFDA, the UK-MHRA and TGA Australia (see table below).

We also enjoy certain tax benefits for operations at six of our domestic manufacturing units.

In addition to our manufacturing facilities in India, we own two manufacturing facilities in the United States. In December 2013, we acquired an API research and manufacturing facility in California. This facility is also capable of pre-clinical API supplies as well as process research and development. This facility is also in the business of contract research and manufacturing services apart from API manufacturing and sales. Further, in June, 2015, we acquired a formulation facility in St. Louis (Missouri), United States that has been successfully manufacturing and developing pharmaceutical products since 1998 and is capable of manufacturing oral liquids, nasal sprays and semi-solids pharmaceutical formulations. The facility offers comprehensive drug product development and manufacturing services to the pharmaceutical industry.

The following table sets forth the principal details with respect to each of our manufacturing facilities, including the products manufactured at such facility, the certifications held by the facility and the key geographies the products are manufactured for distribution in.

Facility	Owned/ Leased	Built-up Area (sq. ft.)	Year of establishment or acquisition	Manufacturing capabilities	Installed Capacity* (in millions)	Actual Production (in millions)	Major certifications and approvals**	Geographical focus
1. Alkem - Sikkim – Kumrek	Land - Leasehold	19,274	2007	Tablet packing (numbers)	2,556	1,737.6	WHO-GMP	India
				Injectables (Vials)	134.3	78.1		
				Dry syrup (Bottles)	9.2	2.1		
2. Alkem - Sikkim - Samardung	Land - Leasehold	12,441	2012	Tablet (packing) (numbers)	221.8	132.3	WHO-GMP	India
				Injectables (Vials)	135.0	88.7		
				Dry syrup (Bottles)	41.4	24.3		
3. Alkem - Baddi – Unit 1 (Immunosuppressant Block)	Owned	27, 502	2007	Tablet (Coating) (numbers)	46.82	15.85	Immunosuppressant Block: USFDA, UK-MHRA, TGA-Australia, INVIMA-Columbia	Global markets
				Dry syrup (Bottles)	0.12	0.02		
				Capsule (numbers)	116.42	3.81		
Baddi – Unit 1 (Cephalosporin – Block			2005	Tablet – coating (numbers)	93.0	17.0	Cephalosporin – Block: Columbia-INVIMA, Sudan, UAE, Malawi, Ethiopia	
				Injectables (Vials)	52.8	17.6		
				Dry syrup (Bottles)	13.6	2.8		
				Capsule (numbers)	229.2	34.5		
Baddi – Unit 1 (General block)			2005	Tablet – coating (numbers)	693.0	463.4	General – Block: USFDA, UK-MHRA, TGA-Australia, Columbia-INVIMA	
				Capsule (numbers)	332.6	119.3		
4. Alkem - Baddi – ß – lactam	Owned	11,484	2012	Tablet – coating (numbers)	280.9	95.3	WHO-GMP	India
				Injectables (Vials)	24.5	10.3		
				Dry syrup (Bottles)	21.1	15.5		
				Capsules (numbers)	332.6	105.3		
5A. Alkem - Daman - Amaliya (C Block)	Owned	21,789	2002	Tablet/ Capsules - granulation – (Numbers)	316.6	101.4	Cephalosporin -Block: USFDA, UK-MHRA, TGA-Australia, MCC South Africa	United States
				Dry syrup (Bottles)	6.1	0.2		
5B. Alkem - Daman - Amaliya (G Block)	Owned		2000	Tablet/ Capsules - granulation –	1,365.7	843.3	General-Block: Indian-GMP,	United States

Facility	Owned/ Leased	Built-up Area (sq. ft.)	Year of establishment or acquisition	Manufacturing capabilities	Installed Capacity* (in millions)	Actual Production (in millions)	Major certifications and approvals**	Geographical focus
				(Numbers)			USFDA, UK- MHRA, TGA-Australia, MCC-South Africa, WHO-Geneva	
				Capsules (Numbers)	Included in tablets	Included in tablets		
6. Alkem - Daman – ß –lactam	Owned	11,930	2004	Tablet - granulation – (numbers)	40.0	32.5	Indian-GMP, TGA-Australia, MCC-South Africa, Columbia-INVIMA	Global
				Capsules - granulation – (numbers)	254.1	29.8		
				Dry syrup (Bottles)	17.0	3.4		
				Injectables (Vials)	22.4	4.6		
7. Alkem - Daman – Kachigam	Owned	N/A. Under renovation	1998	Tablet	Under renovation	Under renovation	Indian-GMP	India
				Capsules				
				Dry Syrup				
				Injectables				
8. Alkem - Ankaleshwar	Land – Leasehold	3,997	2001	APIs	N/A	N/A	Indian-GMP, USFDA, TGA-Australia	Captive API plant for the US
9. Alkem - Mandwa	Owned	26,478	1992	APIs#	N/A	N/A	Indian GMP	India
10. Indchemie - Daman-Somnath	Owned	1,880	acquired in 2015	Capsules (Encapsulation) (numbers)	116.8	61.8	ISO 22000:2005 certification	India
				Jelly & Candy (Kg)	206.9	115.92		
11. Indchemie - Daman-Amaliya	Leased	5,108	acquired in 2015	Soft gelatin capsules (Gelmass Preparation) (Numbers)	352.4	337.1	WHO-GMP, Kenya FDA, Tanzania	India
12. Indchemie - Baddi-Beta lactum	Owned	11,988	acquired in 2015	Tablet - granulation – (numbers)	172.6	167.9	WHO-GMP, Kenya FDA, Nafdac Nigeria	India
				Capsules (Numbers)	565.4	544.5		
				Dry syrup (Bottles)	28.1	15.2		
Indchemie -Baddi-General Block				Ointment (Numbers)	9.4	2.2		
				Liquids (Liters)	62.4	53.2		
				Capsules (Numbers)	693.1	614.0		
13. Indchemie - Sikkim-Kumrek	Leased	4,422	acquired in 2015	Capsule (numbers)	65.2	43.5	WHO-GMP	India
				Tablet - granulation – (numbers)	282.7	173.7		
14. Cachet - Baddi	Owned	11,500	acquired in 2015	Liquid	54.7	46.3	WHO-GMP, ISO	Global
				Tablet -	903.3	823.2		

Facility	Owned/ Leased	Built-up Area (sq. ft.)	Year of establishment or acquisition	Manufacturing capabilities	Installed Capacity* (in millions)	Actual Production (in millions)	Major certifications and approvals**	Geographical focus
				granulation – (numbers)			9001:2008, ISO 22000:2005, ISO 14001:2004, FSSAI (Food products), UAE, Yemen, Ethiopia, Ivory Coast, Uganda	
				Capsule (numbers)	115.2	46.5		
				Powder	6.7	1.2		
				Sachet	29.8	14.5		
15. California, United States	Owned	33,000	2012	APIs	N/A	N/A	USFDA	United States
16. St Louis (Missouri), United States	Owned	75,000	2015	Liquids, nasal sprays, semi-solids and solids	N/A	N/A	USFDA	United States

* *maximum achievable capacity based on two shifts. The data is indicative.*
** *some of our certifications and approvals are under renewal. Please refer to the chapter "Licences and Approvals" on page 435 for details.*

Contract Manufacturing

In addition to the products manufactured at our own manufacturing facilities, we also engage other pharmaceutical companies to manufacture products for us on a loan-license basis, where we do not have the requisite capabilities (for instance the capability to produce the required dosage form).

We also purchase certain pharmaceutical products on a "principal-to-principal" basis from other manufacturers who manufacture the products based on their technology and know-how. We then brand the products and sell them in the market. For instance, we purchase certain bio-similar and dermatological products on a principal-to-principal basis.

Further, in certain cases, we may prefer to have the products manufactured at a plant owned or operated by another pharmaceutical company if that plant enjoys certain fiscal benefits. For instance, certain creams and ointments are manufactured for us on a loan-license basis.

Raw Materials

Our manufacturing processes require a wide variety of raw materials. These raw materials include APIs, excipients, colorants, packaging materials (such as primary, printed and other materials) and services from good manufacturing practice service providers. We purchase these raw materials from suppliers that have been approved by our internal quality control department after a quality assurance approval process. At our Ankaleshwar and Mandwa facilities, we manufacture APIs that we also use in-house for the manufacture of our pharmaceutical products.

We conduct the following procedures prior to approving any vendor:

- we ensure that the raw materials are produced and supplied according to the quality standards specified and also that the vendor is able to maintain the same standard of quality for all its supplies;

- this is done by conducting a risk assessment in relation to the vendor to reduce the risk with respect to finished product formulation, conducting vendor audits to ensure that regulatory and legal requirements are complied with and identifying any potential for improvement; and

- each vendor is periodically re-evaluated to ensure that it is complying with all our requirements.

Depending on the raw material that we require, we either enter into a contract to purchase it, obtain it through backward integration with our in-house API division or undertake spot buying.

We also import certain materials from Europe and intermediates and chemicals from China. There are multiple sources that can supply the majority of the raw materials that we require.

We also have arrangements with suppliers for raw materials for products meant for the regulated markets, which include terms with respect to quality, timely supplies and availability.

In February 2015, we initiated a procurement spend optimization program with a leading global management consulting firm to focus on optimizing procurement spend across categories and enhancing procurement systems and practices.

Utilities

For our manufacturing processes, our electricity requirements are met from the state electricity boards. We use our own water sources for all of our units except Ankaleshwar, where water is sourced from the notified area authority, Ankaleshwar.

In the fiscal year 2015, our utilities cost for power and fuel aggregated ₹533.1 million and our utilities cost as a percentage of our total expense (excluding depreciation and finance costs) was 1.6% on a consolidated basis.

Research and Development

We conduct research and development activities at our facilities in Taloja and Bangalore in India and California and St. Louis in the United States. Our research and development facilities at Taloja have been accredited by the Department of Science and Technology, Government of India. For fiscal year 2015, our revenue expenditure on research and development amounted to 4.5% of our net revenues from operations for the period.

As of June 30, 2015, we had 483 qualified scientists and pharmacists who proactively engage in continuous product and process development, 426 scientists based at Taloja, 20 scientists at California, 34 scientists at Bengaluru and three scientists at St. Louis (Missouri). Our in-house capabilities are integral to the success of our business and provide us with the capacity to develop a wide range of dosage forms and APIs. Our research and development team focuses on the following key areas:

- formulation development;
- API research;
- development of biological products; and
- cGMP bioavailability and bioequivalence studies.

Set forth below are details of some of our key research and development initiatives:

Formulation Development

Our formulation development division at our Taloja facility focuses on the selective backward integration of certain formulations for products in domestic and international markets and niche segments. These niche segments include modified release dosage forms, transdermal dosage forms, osmotic controlled release oral delivery system technology, semi-solid dosage forms, injectables and nasal products.

API Research

API research is the starting point for many of our initiatives in pharmaceutical products. We develop multiple synthetic routes for the same molecule and select the most robust and cost effective route that matches innovator product specifications. Our scientists based at our Taloja facility and our California facility have expertise in chiral chemistry; polymer based chemistry, peptides chemistry and complex products.

Development of Biological Products

Biological products are fast becoming the modality of choice in therapeutic areas such as oncology, auto-immune diseases and rheumatology. We have an advanced biological products development laboratory at Bengaluru where we employ 34 scientists working on the development of biosimilars. The laboratory is equipped to develop biosimilars from "Clone to Clinic". We have established two major platforms: one of these is mammalian based for the expression of complex molecules such as monoclonal antibodies and another one is microbial based for the expression of non-glycosylated proteins. The major focus areas are monoclonal antibodies, therapeutic proteins and small protein peptides.

GCP Bioavailability and Bioequivalence Studies

Our bioequivalence centre in Taloja is a 60 bed well-equipped clinical research centre audited by DCGI, USFDA and UK-MHRA and several other regulatory agencies. Through our centre, we conduct GCP bioavailability and bioequivalence studies to develop generic products.

Intellectual Property

Our intellectual property department looks after patent filing, patent prosecution, design filing, infringement analysis and patent litigations, among other things, for our domestic and international markets. The department typically performs the following functions for formulations, APIs and biologicals, across all our markets:

- assistance in selection of the generic product pipeline for regulated as well as emerging markets;
- devising generic filing strategies, particularly for ANDAs;
- providing in-house opinions and obtaining attorney opinions for competitors' key patents;
- assistance to litigation counsels in drafting Paragraph IV letters and managing patent litigations, if any;
- patent landscaping, infringement analysis and freedom to operate analysis for our products and processes;
- patent filing and prosecution for our inventions; and
- advise to our business development team on selection and launch of products if there are any patent issues.

For details in relation to our intellectual properties please refer to the chapter "*Licences and Approvals*" on page 435.

Our Drug Regulatory Affairs Department

Our regulatory activities include filings in India, United States, Australia, EU and other countries. We have a central regulatory team that prepares and manages regulatory submissions. Our regulatory capabilities extend over various categories of molecules (small molecules, large molecules, biosimilars), dosage forms (oral solid dosage, oral liquid, injectables, dry powder, semi solid, Nasal Spray and liquids) and type of applications (for e.g., various types of generic applications (such as ANDA, NDA, MAA-DCP/National, Hybrid-MAA).

As of June 30, 2015, we have filed the following applications in international markets:

Country	Filed	Approved
US (ANDA)	66	18 (2 tentative approval)
US (NDA)	1	1
Australia	20	18
Europe MAA	15	8
Philippines (Dossiers for each strength)	53	51
Chile (Dossiers for each strength)	93	47
Kazakhstan (Dossiers for each strength)	65	52
Other countries (Dossiers for each strength)	983	681

Our regulatory affairs department also provides support in managing the regulatory activities for our Subsidiaries. The team is also involved in providing collaboration support to our partners involved in contract manufacturing. Our regulatory and compliance activities also involve product safety monitoring with a well-defined global pharmacovigilance system to monitor and report product safety.

Quality Control

In line with our quality policy, we have set up quality functions across the organization to consistently monitor the process operations for assuring the quality, safety and efficacy of our products in the domestic and export markets. Our Quality Management Systems complies with various international regulatory and cGMP standards and we perform periodic reviews of systems, practices and documentation in place across our manufacturing facilities through regular audits. Our formulation manufacturing facilities based at Daman, Baddi have been inspected and accredited by the USFDA, UK-MHRA, TGA and other regulatory agencies. In addition, our API manufacturing facility based at Ankaleshwar (Gujarat) has also been inspected and accredited by USFDA.

We have established an independent quality assurance function, which reports directly to our chief executive officer. This corporate quality assurance, oversee all quality operations of our manufacturing facilities and imposes stringent controls on facility, equipment, materials, vendors, transportation, warehousing, engineering and utilities and govern all practices in accordance to approved standard operating procedures. We recruit qualified staff to perform various operations at different levels and have regular on-the-job, good manufacturing practice and safety training. We also employ external trainers for mentoring our employee’s skills.

Our quality function monitors all stages of product development, starting from input material control (raw material and packaging material), in-process control, semi-finished and finished product controls. Apart from this all equipment, instruments and calibrated at regular intervals. We also monitor and control the environmental parameters (temperature/humidity/differential pressures) within our manufacturing facility and periodically validate all critical utility systems (water, air handling systems and steam). Only the products that meet our quality specifications are released into the market for distribution. All products are subjected to extensive stability testing programs to understand the real product behaviour during shelf life. We also monitor in-market product quality through annual product quality review mechanisms.

We believe that all our manufacturing facilities possesses adequate effluent treatment processes and minimize any contamination of the surrounding environment or pollution. All these environment protection systems are laid down as per the statutory requirements of applicable laws and environmental policies.

Competition

We compete with different companies depending on the market and type of products. Our main competitors in India include leading domestic players such as Torrent Pharmaceuticals Limited, Ipca Laboratories Limited and Alembic Limited and leading global players that have penetrated the domestic market such as GSK, Pfizer and Abbott, who offer branded generics. In the U.S. generics market, our principle competitors are Teva Pharmaceutical Industries Limited, Mylan N.V., Actavis PLC, Apotex Research Private Limited, Amneal Pharmaceuticals Co. India Private Limited, Sun Pharmaceutical Industries Limited Dr. Reddy’s Laboratories Limited, Lupin Limited, Zydus Cadila Healthcare Limited and Camber Pharmaceuticals Inc.

Insurance

All our assets, including property, plant and equipment are insured for standard perils, such as fire, riots, strikes, malicious damage, floods and earthquakes. We also have a transit insurance policy that covers our products during transit. We have product liability insurance for the APIs, pharmaceutical products and research and manufacturing products that we sell. We also maintain medical insurance policies and personal accident insurance policies for our employees. Our policies are subject to customary exclusions and deductibles.

We believe that our insurance coverage is consistent with industry standards for companies in India.

Employees

As of June 30, 2015, we had a total of 13,132 employees across our domestic and international operations.

The table below shows the breakdown of our employees by geographic region:

Location	Number of Employees
India	12,761
United States	99
Other Countries	272
Total	**13,132**

The table below shows the functional breakdown of our employees:

Function	Number of Employees
Medical Representatives	6,033
Managers	2,614
Manufacturing facility employees	2,705
R&D facility employees	517
Corporate	756
Distribution	507
Total	**13,132**

In addition to our own employees, our operations also involve additional workers who are hired on a contract labour basis through registered contractors.

We have encountered no significant work disruptions to date and we believe that we have maintained good relations with our employees.

Properties

Our registered and corporate office is located at Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, having a built up area of 3,684.3 square meters and is owned by us. In addition, our manufacturing facilities, research and development facilities, sales and marketing and administration offices are located in various districts in India and internationally.

Environmental Matters

We are subject to significant Indian national and state environmental laws and regulations, including regulations relating to the prevention and control of water pollution and air pollution, environmental protection, hazardous waste management and noise pollution, in addition to the analogous laws and regulations in the foreign jurisdictions in which we do business. These laws and regulations govern the discharge, emission, storage, handling and disposal of a variety of substances that may be used in or result from our operations. We also handle dangerous materials including explosive, toxic and combustible materials.

Corporate Social Responsibility

We demonstrate our commitment towards our communities by committing our resources and energies to social development and we have aligned our CSR programs with Indian legal requirements.

KEY INDUSTRY REGULATIONS AND POLICIES

The following description is a summary of the relevant sector specific laws, policies and regulations, as prescribed by the Government or State Governments which are applicable for our Company and its subsidiaries. The information detailed in this chapter has been obtained from publications available in the public domain. The regulations set out below are not exhaustive, and are only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional legal advice.

A. LAWS APPLICABLE TO THE PHARMACEUTICAL INDUSTRY

The Drugs and Cosmetics Act, 1940 ("DCA")

The DCA regulates the import, manufacture, distribution and sale of drugs and cosmetics. In view of the provisions of the DCA, no person can import, manufacture, distribute, stock and sell any drugs and cosmetics, except under the licence granted for respective operations by the authority notified under the DCA. The DCA prescribes the standards for purity, identity and strength of drugs and cosmetics while also prohibiting the import of certain categories of drugs and cosmetics. The DCA mandates that every person holding a license must keep and maintain such records, registers and other documents as may be prescribed which may be subject to inspection by the relevant authority.

The DCA provides for the Ayurvedic Siddha and Unani Drugs Technical Advisory Board to advise the Central and State Governments on technical matters. The legislation provides the procedure for testing and licensing of new drugs. These procedures involve obtaining a series of approvals for different stages at which the drugs are tested, before the Drug Controller General of India ("**DCGI**") grants the final license to allow the drugs to be manufactured and marketed. At the first instance, an application is made to the DCGI, an authority established under the DCA. The DCGI issues a no objection certificate upon examining the medical data, the chemical data and the toxicity of the drug. This allows the drug to move on to the next stage of testing at the central drug laboratories. At the central drug laboratories the drug is subjected to a series of tests for its chemical integrity and analytical purity and if it meets the standards required by the authority, the authority issues a certificate in that respect.

The Drugs and Cosmetics Rules, 1945 ("**DC Rules**") have been enacted to give effect to the provisions of the DCA to regulate the manufacture, distribution and sale of drugs and cosmetics in India. The DC Rules prescribe the procedure for submission of report to the Central Drugs Laboratory, of samples of drugs for analysis or test, the forms of Central Drugs Laboratory's reports thereon and the fees payable in respect of such reports. The DC Rules also prescribe the drugs or classes of drugs or cosmetics or classes of cosmetics for the import of which a licence is required, and prescribe the form and conditions of such licences, the authority empowered to issue the same and the fees payable therefor. The DC Rules provide for the cancellation or suspension of such licence in any case where any provisions or rule applicable to the import of drugs and cosmetic is contravened or any of the conditions subject to which the licence is issued is not complied with. The DC Rules further prescribe the manner of labelling and packaging of drugs.

The DC Rules lay down the process mechanics and guidelines for clinical trial, including procedure for approval for clinical trials. Clinical trials require obtaining of free, informed and written consent from each study subject. The DC Rules also provide for compensation in case of injury or death caused during clinical trials. The Central Drugs Standard Control Organization has issued the guidance for industry for submission of clinical trial application for evaluating safety and efficacy, for the purpose of submission of clinical trial application as required under the DC Rules. The Indian Council of Medical Research has issued the Ethical Guidelines for Biomedical Research on Human Participants, 2006 which envisages that medical and related research using human beings as research participants must, necessarily, *inter alia*, ensure that the research is conducted in a manner conducive to, and consistent with, their dignity, well-being and under conditions of professional fair treatment and transparency. Further such research is subjected to evaluation at all stages of the same.

The Essential Commodities Act, 1955 ("ECA")

The ECA gives powers to the Central Government, to control production, supply and distribution of, trade and commerce in certain essential commodities for maintaining or increasing supplies and for securing their equitable distribution and availability at fair prices or for securing any essential commodity for the defence of India or the efficient conduct of military operations. Using the powers under it, various ministries/ departments of the Central Government have issued control orders for regulating production, distribution, quality aspects, movement and prices pertaining to the commodities which are essential and administered by them. The State Governments have also issued various control orders to regulate various aspects of trading in essential commodities such as food grains, edible oils, sugar and drugs. Penalties in terms of fine and imprisonment are prescribed under the ECA for contravention of its provisions.

National Pharmaceuticals Pricing Policy, 2012 ("2012 Policy")

The 2012 Policy replaced the drug policy of 1994 and laid down the principles for pricing of essential drugs as specified in the National List of Essential Medicines - 2011 ("**NLEM**") declared by the Ministry of Health and Family Welfare, Government of India and modified from time to time, so as to ensure the availability of such medicines at reasonable price, while providing sufficient opportunity for innovation and competition to support the growth of the Industry. The prices are regulated based on the essential nature of the drugs rather than the economic criteria/ market share principle adopted in the drug policy of 1994. Further, the 2012 Policy regulates the price of formulations only, through market based pricing which is different from the earlier principle of cost based pricing. Accordingly, the formulations are priced by fixing a ceiling price and the manufacturers of such drugs will be free to fix any price equal to or below the ceiling price.

The Drugs (Price Control) Order, 2013 ("DPCO 2013")

The DPCO was issued by the Central Government under section 3 of the ECA and in supersession of the Drugs (Prices Control) Order, 1995, thereby giving effect to the 2012 Policy. The DPCO 2013, *inter alia*, provides that the Central Government may issue directions to the manufacturers of active pharmaceutical ingredients or bulk drugs and formulations to increase production or sell such active pharmaceutical ingredient or bulk drug to such manufacturer of formulations and direct the formulators to sell the formulations to institutions, hospitals or any agency, procedures for fixing the ceiling price of scheduled formulations of specified strengths or dosages, retail price of new drug for existing manufacturers of scheduled formulations, method of implementation of prices fixed by Government and penalties for contravention of its provisions. The Government has the power under the DPCO 2013 to recover amounts charged in excess of the notified price from the manufacturer, importer or distributor and the said amounts are to be deposited in the Drugs Prices Equalization Account. The DPCO 2013 prescribes certain instances in which case the provision of the DPCO 2013 will not be applicable. These provisions are applicable to all scheduled formulations irrespective of whether they are imported or patented, unless they are exempted. However, the prices of other drugs can be regulated, if warranted in public interest.

Clinical Establishments (Registration and Regulation) Act, 2010 ("**CERR Act**")

The CERR Act has been enacted by the Central Government to provide for registration and regulation of all clinical establishments in the country with a view to prescribing the minimum standards of facilities and services provided by them. The CERR Act also seeks to prescribe minimum standards of facilities and services which may be provided by such clinical establishments.

The Food Safety and Standards Act, 2006 (**"FSSA"**)

The FSSA was enacted on August 23, 2006 with a view to consolidating the laws relating to food and to establish the Food Safety and Standards Authority of India ("**Food Authority**"), for laying down science based standards for articles of food and to regulate their manufacture, storage, distribution, sale and import, to ensure availability of safe and wholesome food for human consumption. The Food Authority is required to provide scientific advice and technical support to the Government of India and the state governments in framing the policy and rules relating to food safety and nutrition. The FSSA also sets out requirements for licensing and registration of food businesses, general principles of food safety, and responsibilities of the food business operator and liability of manufacturers and sellers, and adjudication by 'Food Safety Appellate Tribunal'. In exercise of powers under the FSSA, the Food Authority has framed the Food Safety and Standards Rules, 2011 ("**FSSR"**) which have been operative since August 5, 2011. The FSSR provides the procedure for registration and licensing process for food business and lays down detailed standards for various food products. The FSSR also sets out the enforcement structure of 'commissioner of food safety', 'food safety officer' and 'food analyst' and procedures of taking extracts, seizure, sampling and analysis.

The Food Authority has also framed the following food safety and standards regulations in relation to various food products and additives:

- Food Safety and Standards (Licensing and Registration of Food Businesses) Regulations, 2011;

- Food Safety and Standards (Packaging and Labelling) Regulations, 2011;
- Food Safety and Standards (Food Product Standards and Food Additives) Regulations, 2011;
- Food Safety and Standards (Prohibition and Restriction on Sales) Regulations, 2011;
- Food Safety and Standards (Contaminates, Toxins and Residues) Regulations, 2011; and
- Food Safety and Standards (Laboratory and Sampling Analysis) Regulations, 2011.

The key provisions of the FSSA are:

- Establishment of the Food Authority to regulate the food sector;
- The Food Authority will be aided by several scientific panels and a central advisory committee to lay down standards for food safety. The standards will include specifications for ingredients, limit of quantities of contaminants, tolerance limits of pesticide drugs residue, biological hazards and labels;
- Enforcement through 'state commissioners of food safety' and other local level officials;
- Registration or licensing requirement for every entity in the food sector. Such licence or a registration would be issued by local authorities;
- Every distributor is required to be able to identify any food article by its manufacturer, and every seller by its distributor; and
- Any entity in the sector is bound to initiate recall procedures if it finds that the food sold has violated specified standards.

The Narcotic Drugs and Psychotropic Substances Act, 1985 ("NDPS Act")

The NDPS Act makes stringent provisions for the control and regulation of operations relating to narcotic drugs and psychotropic substances, to provide for the forfeiture of property derived from, or used in, illicit traffic of narcotic drugs and psychotropic substances and to implement the provisions of the International Convention on Narcotic Drugs and Psychotropic Substances. The NDPS Act authorises the Central Government to take all such measures as it deems necessary or expedient for the purpose of preventing and combating abuse of narcotic drugs and psychotropic substances. The NDPS Act prohibits the production, manufacture, possession, sale, purchase, transportation, warehousing, usage, consumption, import or export of any narcotic drug or psychotropic substance, except for genuine medical or genuine scientific purposes as provided.

The Narcotic Drugs and Psychotropic Substances (Amendment) Act, 2014 ("**NDPS Amendment**") broadens the object of the NDPS Act from containing illicit use to also promoting the medical and scientific use of narcotic drugs and psychotropic substances. Further, the NDPS Act has been amended to allow for management of drug dependence.

The Poisons Act, 1919 ("Poisons Act")

The Poisons Act regulates the import, possession and sale of poisons. It empowers the State Government to frame rules for regulation of possession for sale and sale of poisons. It also empowers the Central Government to prohibit the import of any specified poison into India across any customs frontier defined by the Central Government and also regulates the grant of license. Any contravention of the provisions of the Poisons Act may be punished with imprisonment or fine or both.

The Drugs and Magic Remedies (Objectionable Advertisements) Act, 1954 ("DMRA")

The DMRA seeks to control advertisements of drugs in certain cases and prohibits advertisement of remedies that claim to possess magic qualities. In terms of the DMRA, advertisements include any notice, circular, label, wrapper or other document or announcement. It also specifies the ailments for which no advertisement is allowed and prohibits advertisements that misrepresent, make false claims or mislead. Further, the Drugs and Magic Remedies (Objectionable Advertisements) Rules, 1955 have been framed for effective implementation of the provisions of the DMRA.

The Sales Promotion Employees (Conditions of Service) Act, 1976 ("Sales Promotion Act")

The Sales Promotion Act regulates the conditions of service of sales promotion employees and applies to pharmaceutical industry. It provides the conditions of appointment, leave and maintenance of registers and other documents of such employees. It provides enabling provision for application of the provisions of labour laws including The Workmen's Compensation Act, 1923, The Industrial Disputes Act, 1947, The Minimum Wages

Act, 1948, The Maternity Benefit Act, 1961, The Payment of Bonus Act 1965 and The Payment of Gratuity Act, 1972 to sales promotion employees. The Sales Promotion Act provides monetary penalties for breach of its provisions.

The Indian Boilers Act, 1923 ("Boiler Act")

Under the provisions of the Boilers Act, an owner of a boiler is required to get the boiler registered and certified for its use. The Boilers Act also provide for penalties for illegal use of boilers.

The Legal Metrology Act, 2009 ("Legal Metrology Act")

The Legal Metrology Act, replaces the Standard Weights and Measures Act, 1976. The Legal Metrology Act seeks to establish and enforce standards of weights and measures, regulate trade and commerce in weights, measures and other goods which are sold or distributed by weight, measure or number and for matters connected therewith or incidental thereto. The key features of the Legal Metrology Act are (a) appointment of Government approved test centres for verification of weights and measures; (b) allowing the companies to nominate a person who will be held responsible for breach of provisions of the Legal Metrology Act; and (c) more stringent punishment for violation of provisions.

Ethical Guidelines for Biomedical Research on Human Participants, 2006 ("ICMR Code")

The Indian Council of Medical Research has issued the ICMR Code which envisages that medical and related research using human beings as research participants must, necessarily, *inter alia*, ensure that the research is conducted under conditions in a manner conducive to and consistent with their dignity, well-being and under conditions of professional fair treatment and transparency. Further such research is subjected to evaluation at all stages of the same.

As required by the ICMR Code, it is mandatory that all proposals on biomedical research involving human participants should be cleared by an appropriately constituted institutional ethics committee ("**IEC**") to safeguard the welfare and the rights of the participants. The IEC should have a maximum strength of 8 to 12 persons with the chairman being preferably from outside the institution so as to maintain independence of the committee. The other members should be a mix of medical, non-medical, scientific and non-scientific persons including lay persons to reflect the differed viewpoints.

These ethics committees are entrusted not only with the initial review of the proposed research protocols prior to initiation of the projects but also have a continuing responsibility of regular monitoring of the approved programmes to foresee the compliance of the ethics during the period of the project. Such an ongoing review have to be in accordance with the international guidelines wherever applicable and the standard operating procedures of the WHO.

The ICMR Code also provides that the human participants may be paid for the inconvenience and time spent, and should be reimbursed for expenses incurred, in connection with their participation in the research. They may also receive free medical services. During the period of research if any such participant requires treatment for complaints other than the one being studied necessary, free ancillary care or appropriate treatments may be provided. However, payments should not be so large or the medical services so extensive as to make prospective participants consent readily to enrol in research against their better judgment, which would then be treated as undue inducement.

B. ENVIRONMENTAL LAWS

Pharmaceutical manufacturers must also ensure compliance with environmental legislation. Some of the important environmental legislations that are applicable to us are the Water (Prevention and Control of Pollution) Act, 1974, the Air (Prevention and Control of Pollution) Act, 1981, the Water (Prevention and Control of Pollution) Cess Act, 1977 and the Environment Protection Act, 1986. Prior to the undertaking of a project for construction, development or modification of a plant, system or structure, our Company will be required to file an Environment Impact Assessment ("**EIA**") with the State Pollution Control Board and the Ministry of Environment and Forests ("**MOEF**"). The relevant authority will assess the impact of the project on the environment before granting clearance. The clearance may be granted subject to certain conditions/alterations required to be made in the project.

Environment (Protection) Act, 1986 ("EP Act")

The EP Act was enacted as a general legislation to safeguard the environment from all sources of pollution by enabling coordination of the activities of the various regulatory agencies concerned, to enable creation of an authority with powers for environmental protection, regulation of discharge of environmental pollutants etc. The purpose of the EP Act is to act as an "umbrella" legislation designed to provide a frame work for Central government co-ordination of the activities of various central and state authorities established under previous laws, such as Water Act and Air Act. It includes water, air and land and the interrelationships which exist among water, air and land, and human beings and other living creatures, plants, micro-organisms and property.

Air (Prevention and Control of Pollution) Act, 1981 ("Air Act")

The Air Act has been enacted to provide for the prevention, control and abatement of air pollution. The statute was enacted with a view to protect the environment and surroundings from any adverse effects of the pollutants that may emanate from any factory or manufacturing operation or activity. It lays down the limits with regard to emissions and pollutants that are a direct result of any operation or activity. Periodic checks on the factories are mandated in the form of yearly approvals and consents from the corresponding pollution control boards in the state.

Water (Prevention and Control of Pollution) Act, 1974 ("Water Act")

The Water Act was enacted in 1974 in order to provide for the prevention and control of water pollution by factories and manufacturing industries and for maintaining or restoring the wholesomeness of water. The Water Act prohibits the use of any stream or well for the disposal of polluting water, in violation of standards set down by the State Pollution Control Board. The Water Act requires that approvals be obtained from the corresponding pollution control boards in the state.

Water (Prevention and Control of Pollution) Cess Act, 1977 ("Water Cess Act")

The Water Cess Act has been enacted to provide for the levy and collection of a cess on water consumed by persons carrying on certain industries and by local authorities with a view to augment the resources of Central and State Pollution Control Board for the prevention and control of water pollution , constituted under the Water Act.

The Bio Medical Waste (Management and Handling) Rules, 1998 ("BMW Rules")

The BMW Rules apply to all persons who generate, transport, treat, dispose or handle bio-medical waste in any form. The BMW Rules mandate every occupier of an institution generating bio-medical waste to take steps to ensure that such waste is handled without any adverse effect to human health and environment and to set up biomedical waste treatment facilities as prescribed under the BMW Rules. The BMW Rules further require such persons to apply to the prescribed authority for grant of authorization and submit an annual report to the prescribed authority and also to maintain records related to the generation, collection, storage, transportation, treatment, disposal, and/ or any form of handling of bio-medical waste in accordance with the BMW Rules and the guidelines issued thereunder.

The Manufacturing, Storage & Import of Hazardous Chemicals Rules, 1989 ("MSIHC Rules")

The MSIHC Rules, as amended in the year 2000, stipulate that an occupier in control of an industrial activity has to provide evidence for having identified the major accident hazards and taking adequate steps to prevent such major accidents and to limit their consequences to persons and the environment. Further, the occupier has an obligation to show that he has provided necessary information, training and equipment including antidotes to the persons working on the site to ensure their safety. Also, the occupier is under an obligation to notify the concerned authority on the occurrence of a major accident on the site or pipeline within 48 hours.

The Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008 ("Hazardous Waste Rules")

The Hazardous Waste Rules define the term 'hazardous waste' and any person who has control over the affairs of a factory or premises or any person in possession of the hazardous waste is classified as an 'occupier'. In terms of the Hazardous Waste Rules, occupiers have been, *inter alia*, made responsible for safe and environmentally sound handling of hazardous wastes generated in their establishments and are required to obtain license/authorisation from the respective state pollution control board for generation, processing, treatment, package, storage, transportation, use, collection, destruction, conversion, offering for sale, transfer or the like of the hazardous waste.

Noise Pollution (Regulation and Control) Rules, 2000

The Noise Pollution (Regulation and Control) Rules, 2000 seek to regulate and control the noise producing and generating sources including from industrial activity. In terms of the Environment Protection Rules, 1986, as amended from time to time, the maximum permissible sound pressure level for new diesel generator sets with rated capacity up to 1000 Kilovolt Ampere, manufactured on or after January 1, 2005 shall be 75 dB(A) at one meter from the enclosure surface. Integral acoustic enclosure should be provided at the manufacturing stage itself. Every manufacturer / importer of diesel generator sets is further required to have valid certificates of Type Approval and Conformity of Production for each year, for all the product models being manufactured / imported from January 1, 2005. The Central Pollution Control Board is the nodal agency.

Public Liability Insurance Act, 1991 ("**Public Liability Act**")

The Public Liability Act as amended, imposes liability on the owner or controller of hazardous substances for any damage arising out of an accident involving such hazardous substances. A list of 'hazardous substances' covered by the legislation has been enumerated by the Government by way of a notification. The owner or handler is also required to take out an insurance policy insuring against liability under the legislation. The rules made under the Public Liability Act mandate that the employer has to contribute towards the Environment Relief Fund, a sum equal to the premium paid on the insurance policies. This amount is payable to the insurer.

The Explosives Act, 1884 ("The Explosives Act")

The Explosives Act, as amended, regulates the manufacture, possession, use, sale, transport, import and export of explosives and empowers the Central Government to make rules for the regulation and prohibition of these activities in relation to any specified class of explosives. Persons lawfully involved in these activities are required to obtain a license from the appropriate authority in terms of the provisions of the Explosives Act.

C. LABOUR LAWS

We are required to comply with certain labour and industrial laws, which includes the Factories Act, 1948, Industries (Development and Regulation) Act, 1951, Industrial Disputes Act, 1947, the Employees' Provident Funds and Miscellaneous Provisions Act 1952, the Minimum Wages Act, 1948, the Payment of Bonus Act, 1965, Workmen Compensation Act, 1923, the Payment of Gratuity Act, 1972, Contract Labour (Regulation and Abolition) Act, 1970, the Payment of Wages Act, 1948 and the amongst others.

D. INTELLECTUAL PROPERTY LAWS

Intellectual property in India enjoys protection under both common law and statute. The following laws relating to intellectual property also applies to our Company:

The Trade Marks Act, 1999 ("**Trademark Act**")

The Trade Marks Act which came into force on December 30, 1999 governs the law pertaining to trade marks in India. A trade mark is essentially any mark capable of being represented graphically and distinguishing goods or services of one person from those of others and includes a device, brand, heading, label, ticket, name, signature, word, letter, numeral, shape of goods, packaging or combination of colours or combination thereof. In India, trademarks enjoy protection under both statutory and common law. Indian trademarks law permits the registration of trademarks for goods and services. Certification trademarks and collective marks can also be registered under the Trademark Act. The Registrar of Trademarks is the authority responsible for registration of the trademarks, settling opposition proceedings and rectification of the register of trademarks. The Trademark (Amendment) Act 2010 has been enacted to cover Indian nationals as well as foreign nationals to secure simultaneous protection of trademarks in other countries. Registration of a trademark grants the owner a right to exclusively use the trademark as a mark of goods and services and prevents the fraudulent use of deceptively similar marks by any third party.

Indian Copyright Act, 1957 ("Copyright Act")

The Copyright Act provides for registration of copyrights, transfer of ownership and licensing of copyrights, and infringement of copyrights and remedies available in that respect. The Copyright Act affords copyright protection to original literary, dramatic, musical or artistic works, cinematograph films, and sound recordings. Once registered, copyright protection lasts for 60 years from the death of the author, subsequent to which the work falls in the public domain and any act of reproduction of the work by any person other than the author would not amount to infringement. The remedies available in the event of infringement of copyright include civil proceedings for damages, account of profits, injunction and the delivery of infringing copies to the copyright owner, as well as criminal remedies, including imprisonment of the accused and imposition of fines and seizure of infringing copies. While copyright registration is not a prerequisite for acquiring or enforcing a copyright, registration creates a presumption favouring ownership of the copyright by the registered owner.

The Patents Act, 1970 ("Patents Act")

The Patents Act governs the patent regime in India. India is a signatory to the Trade Related Agreement on Intellectual Property Rights ("**TRIPS**"); India recognizes both product as well as process patents. The new regime provides for:

- Patent protection period of 20 years;
- Recognition of product patents in respect of food, medicine and drugs;
- Patent protections allowed on imported products; and
- Under certain circumstances, the burden of proof in case of infringement of process patents may be transferred to the alleged infringer. An application for a patent can be filed in any of the 4 patent offices in India.

The Design Act, 2000 ("**Design Act**")

The Design Act came into force in May 2001 to consolidate and amend the law relating to protection of designs. A design refers to the features of shape, configuration, pattern, ornamentation or composition of lines or colours applied to any article, in two or three dimensional or both forms. In order to register a design, it must be new and original and must not be disclosed to the public anywhere in India or any other country by publication in tangible form or in any other way prior to the filing date. A design should be significantly distinguishable from known designs or combination of known designs in order for it to be registered. A registered design is valid for a period of ten years after which can be renewed for a second period of five years, before the expiration of the original period of ten years. After such period the design is made available to the public by placing it in the public domain.

In addition to the domestic laws, India is a party to several international intellectual property related instruments including the Patent Co-operation Treaty, 1970, the Paris Convention for the Protection of Industrial Property, 1883, and as a member of the World Trade Organisation, India is a signatory to the Agreement on Trade Related aspects of Intellectual Property Rights, 1995. Our Company's intellectual property rights primarily include patents and trademarks for its various products and process. Our Company spends considerable time and effort on developing new products and rely upon various forms of intellectual property legislation to protect the process as well as the products. For details of the intellectual property we seek to protect, please refer the chapter "*Our Business*" on page 129.

E. TAXATION LAWS

The Central Sales Tax Act, 1956 ("Central Sales Tax Act")

Central Sales Tax Act, as amended, formulates principles for determining (a) when a sale or purchase takes place in the course of inter-state trade or commerce; (b) when a sale or purchase takes place outside a State and (c) when a sale or purchase takes place in the course of imports into or export from India. The Central Sales Tax Act provides for levy, collection and distribution of taxes on sales of goods in the course of inter-state trade or commerce and also declares certain goods to be of special importance in inter-state trade or commerce and specifies the restrictions and conditions to which state laws imposing taxes on sale or purchase of such goods of special importance (called as declared goods) shall be subject. Central sales tax is levied on interstate sale of goods. Sale is considered to be inter-state when (a) sale occasions movement of goods from one state to another or (b) is effected by transfer of documents during their movement from one state to another. Central sales tax is payable in the state from which movement of goods commences (that is, from which goods are sold). The tax collected is retained by the state in which it is collected. The Central Sales Tax Act is administered by sales tax authorities of each State. The liability to pay tax is on the dealer, who may or may not collect it from the buyer.

Law on Service Tax

There is no specific legislation on the regulation of service tax as on date and the provisions contained in chapters V and VA (Section 64 to 96-I) of the Finance Act 1994 govern the levy of service tax. Service tax is a tax payable on services provided by the service provider to the Government of India. The Ministry of Finance on June 1, 2015 vide Notification no. 14/2015, amended the current rate of service tax and increased it to 14% from the erstwhile effective rate of 12.36%. The tax gets attracted on the provision of the services, whereas the charge crystallizes only on receipt of the consideration. Service tax is payable both on receipt and actual basis. As the levy of service tax is on the provision of service, the services provided before the date of the levy coming into being would not be liable.

Law on Value Added Tax ("VAT")

VAT is a tax on the final consumption of goods or services and is ultimately borne by the consumer. The term 'value addition' implies the increase in value of goods and services at each stage of production or transfer of goods and services. It is a multi-stage tax with the provision to allow input tax credit on tax at an earlier stage, which can be appropriated against the VAT liability on subsequent sale. This input tax credit in relation to any period means setting off the amount of input tax by a registered dealer against the amount of his output tax. The VAT liability of the dealer/manufacturer is calculated by deducting input tax credit from tax collected on sales during the payment period. If the tax credit exceeds the tax payable on sales in a month, the excess credit will be carried over to the end of next fiscal year. If there is any excess unadjusted input tax credit at the end of second year, then the same will be eligible for refund. VAT is basically a state subject, derived from Entry 54 of the State List, for which the states are sovereign in taking decisions. The state governments, through taxation departments, carry out the responsibility of levying and collecting VAT in the respective states. The Central Government facilitates the successful implementation of VAT. The Ministry of Finance is the main agency for levying and implementing VAT, both at the Centre and the State level.

F. FOREIGN INVESTMENT LAWS

The Consolidated FDI Policy allows for FDI up to 100%, under the automatic route for greenfield investments in the pharmaceuticals sector and FDI up to 100%, for brownfield investments (investments in existing companies) under the government approval route.

On January 7, 2014, SEBI notified the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014 ("**SEBI FPI Regulations**") pursuant to which the existing classes of portfolio investors namely FIIs and QFIs were subsumed under a new category namely 'foreign portfolio investors' or 'FPIs'. Furthermore, RBI on March 13, 2014 amended the FEMA Regulations and laid down conditions and requirements with respect to investment by FPIs in Indian companies. In terms of the SEBI FPI Regulations, an FII who holds a valid certificate of registration from SEBI shall be deemed to be a registered FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations. Accordingly, such FIIs can participate in this Offer in accordance with Schedule 2 of the FEMA Regulations. An FII shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations. Further, a QFI who had not obtained a certificate of registration as an FPI could only continue to buy, sell or otherwise deal in securities until January 6, 2015. Hence, such QFIs who have not registered as FPIs under the SEBI FPI Regulations shall not be eligible to participate in the Offer.

In terms of the SEBI FPI Regulations, the issue of Equity Shares to a single FPI or an investor group which means the same set of ultimate beneficial owner(s) investing through multiple entities) is not permitted to exceed 10% of our post-Offer Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10% of the total paid-up Equity Share capital of the Company and the total holdings of all FPIs put together shall not exceed 24% of the paid-up Equity Share capital of the Company. The aggregate limit of 24% may be increased up to the sectoral cap by way of a resolution passed by our Board, followed by a special resolution passed by the shareholders of the Company and subject to prior intimation to RBI. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FIIs (being deemed FPIs) shall be included. The existing individual and aggregate investment limits an FII or sub account in the Company is 10% and 24% of the total paid-up Equity Share capital of the Company, respectively.

G. OTHER LAWS

In addition to the above, our Company is also required to comply with the provisions of the Companies Act, and other applicable statutes imposed by the Centre or the State for its day-to-day operations. Our Company is also amenable to various central and state labour laws and tax laws.

HISTORY AND CERTAIN OTHER CORPORATE MATTERS

Our Company was incorporated as a private limited company 'Alkem Laboratories Private Limited' on August 8, 1973 at Patna under the Companies Act, 1956 and subsequently became a deemed public limited company under section 43A(2) of Companies Act, 1956 on October 26, 1988. Pursuant to our Company passing a resolution under section 21 of Companies Act, 1956 and upon issuance of a fresh certificate of incorporation consequent on change of name dated August 21, 2001, the name of our Company was changed to 'Alkem Laboratories Limited' with effect from October 26, 1988.

For information on our Company's activities, services, market, growth, technology, managerial competence, standing with reference to prominent competitors, major suppliers and customers, please refer to the chapters "*Management*", "*Our Business*" and "*Industry Overview*" on pages 174, 129 and 115, respectively.

Changes in the Registered Office

Our registered office was originally located at 'Exhibition Road, Patna – 800 001, Bihar, India'. Our Company filed Company Petition No. 356(17)/ ERB/ 2007 before the Company Law Board, Eastern Region Bench at Kolkata for shifting the registered office of our Company from the State of Bihar to the State of Maharashtra, as approved by a special resolution at its extra-ordinary general meeting held on January 29, 2007. The Company Law Board, Eastern Region Bench at Kolkata passed an order dated July 30, 2007 whereby it confirmed the alteration of the situation clause in the Memorandum of Association, from the State of Bihar to the State of Maharashtra. Pursuant to the order, the registered office of our Company was shifted to 'Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra, India' with effect from August 2, 2007. This change was effected for administrative convenience.

Major Events

Year	Milestone
1973	Incorporation of our Company.
1978	Our Company established its first plant at Taloja, Maharashtra.
1988	Our Company became a deemed public limited company.
1992	Our Company established its manufacturing facility in Mandwa, Maharashtra. This facility was converted into an API facility in 2005.
1998	Our Company established its Kachigam manufacturing facility in Gujarat.
2001	Startronic Pharmachem Private Limited and Indo Propkem amalgamated with our Company.
2002	Our Company established its Amaliya manufacturing facility in Gujarat.
2003	Our Company set up its research and development facility at Taloja, Maharashtra.
2005	Our Company established its manufacturing facility in Baddi, Himachal Pradesh.
2006	Our anti-infective drug Taxim became the first drug in the Indian pharmaceutical industry to cross ₹1,000 million in terms of domestic sales in India (*Source: IMS Research*)
2007	Our Company established its manufacturing facility in Kumrek, Sikkim.
	Our Company filed its first ANDA in the United States for the drug, Amlodipine.
	Our Company shifted its Registered Office from Patna, Bihar to Mumbai, Maharashtra.
2009	Our Company acquired Pharmacor, a generic pharma company in Australia.
2010	Our Company acquired The PharmaNetwork, LLC, the holding company of Ascend Laboratories LLC.
2011	Our Company acquired Enzene Biosciences Limited.
2012	Our Company acquired an API manufacturing facility in the United States.
2014	Our Company acquired the Clindac.
2015	Our Company acquired a formulation manufacturing facility in the United States.

Awards and achievements

Year	Awards and achievements
2002	Our Company was awarded the Pharma Business and Technology Excellence Award in 2002 as 'India's Most Esteemed Pharmaceutical Company'
2004	Our product Taxim was awarded the Pharma Business and Technology Excellence Award for successful brand in 2004
2005	Our Company was awarded the Overall Performance Award for Group B at the 5th Express Pharma Awards in 2005

Year	Awards and achievements
2009	Our Company received a certificate of appreciation for outstanding export performance in the category of formulations by the Pharmaceuticals Export Promotion Council of India, supported by Ministry of Commerce and Industry, GOI
	Our Company received the certificate of appreciation in the category of 'Formulation Experts' by the Pharmaceuticals Export Promotion Council of India, supported by Ministry of Commerce and Industry, GOI
2013	Our Company was awarded the India's most admired pharma company award for 2013 at the 6th Annual Pharmaceutical Leadership Summit in 2013
2014	Our Product 'Clavam' was awarded as the ' Brand of the Year' at the AWACS Award, 2014

For details on the description of our Company's activities, products and the growth of our Company, please refer to the chapters "*Our Business*", "*Management's Discussion and Analysis of Financial Conditions and Results of Operation*" and "*Basis for Offer Price*" on pages 129, 358 and 99, respectively.

Changes in the Memorandum of Association of our Company

The following changes have been made to the Memorandum of Association of our Company since its incorporation:

Date of shareholders' Approval	Nature of change
February 21, 1976	Increase in the initial authorized share capital from ₹500,000, comprising of 5,000 Equity Shares of ₹100 each to ₹1,500,000, comprising of 15,000 Equity Shares of ₹100 each, by addition of 10,000 Equity Shares of ₹100 each.
June 25, 1983	Increase in the authorized share capital from ₹1,500,000, comprising of 15,000 Equity Shares of ₹100 each to ₹2,400,000, comprising of 24,000 Equity Shares of ₹100 each, by addition of 9,000 Equity Shares of ₹100 each.
September 29, 1994	Sub-division of the authorized share capital of ₹100,000,000 of ₹100 each, into 10,000,000 Equity Shares of ₹10 each and Increase of authorised share capital by 9,760,000 Equity Shares of ₹10 each.
December 28, 1998	Alteration of the objects clause of the MoA by insertion of new sub-clause 4A to the objects incidental or ancillary to the main objects: *4A* To amalgamate with any company or companies or to sell, exchange, lease, under lease, surrender, abandon, sub-divide, mortgage or otherwise deal with, either absolutely, conditionally, or for any limited interests, all or any part of the undertaking, property, rights or privileges of the Company, as a going concern or otherwise, or to with any public body, corporation, company, society, or association, or to any person or persons, for such consideration as the company may think fit, and in particular for any stock, shares (whether wholly or partly paid), debentures, debenture-stock, securities or property of any other company.
August 19, 2006	Increase in the authorized share capital from ₹100,000,000, comprising of 10,000,000 Equity Shares of ₹10 each to ₹150,000,000, comprising of 15,000,000 Equity Shares of ₹10 each, by addition of 5,000,000 Equity Shares of ₹10 each.
January 29, 2007	Alteration of the situation clause of the Memorandum of Association of our Company for shifting of the Registered Office of our Company from the state of Bihar to the state of Maharashtra pursuant to the order passed by the Company Law Board Eastern Region Bench at Kolkata by way of its order dated July 30, 2007.
March 16, 2015	Sub-division of the authorized share capital of ₹150,000,000, into 75,000,000 Equity Shares of ₹2 each.
March 16, 2015	Increase in the authorized share capital from ₹150,000,000, comprising of 75,000,000 Equity Shares of ₹2 each to ₹500,000,000, comprising of 250,000,000 Equity Shares of ₹2 each, by addition of 175,000,000 Equity Shares of ₹2 each.

Main objects of our Company

Our main objects enable us to carry on our current business as well as the business proposed to be carried out. The main objects of our Company are:

"*1. To carry on the business of manufacturers, buyers, sellers, importers and exporters of and/ or dealers in Pharmaceuticals, Cosmetics, Beauty-aids, Oils, Chemicals, Food-products and Provisions, Veterinary and Surgical Equipment, Medicinal preparations including Spirit.*

2. To carry on the business of Distributors of Pharmaceuticals, Cosmetics, Veterinary, Pesticides, Surgical Equipment, Fertilizer and Medical preparations and other allied products including Spirits."

Our shareholders

As on the date of the Draft Red Herring Prospectus, the total number of holders of Equity Shares is 45. For further details of our shareholding pattern, please refer to the chapter "*Capital Structure – Shareholding pattern of our Company*" on page 91.

Our holding company

As on date of this Draft Red Herring Prospectus, we do not have a holding company.

Our Subsidiaries

For details regarding our Subsidiaries, please refer to the chapter "*Our Subsidiaries*" on page 163.

Time/ cost overrun, defaults and lock out /strikes

There have been no time and cost over runs for any of our projects. Except one lockout at Taloja from December 8, 1993 to May 15, 1994, our Company has not suffered any strikes or lock-outs.

Injunction or restraining order

Except as mentioned in the chapter "*Outstanding Litigation and Material Developments*" on page 398 our Company is not operating under any and there are no injunctions or restraining orders.

Technology, market competence and other details regarding our Company

For details of our Company's business, products and services, its growth, standing with reference to the prominent competitors, management, technologies and services, please refer to the chapters "*Our Business*" and "*Industry Overview*" on pages 129 and 115, respectively.

Capital raising through equity and debt

Except as mentioned in the chapter "*Capital Structure*" on page 71, our Company has not raised any capital by way of equity or convertible debentures. For details of debts facilities availed by our Company, please refer to "*Financial Indebtedness*" on page 382.

Defaults or rescheduling of borrowings with financial institutions/ banks

There have been no defaults or rescheduling of borrowings with the financial institutions/banks for which a notice has been issued or any action has been taken by any financial institutions/banks.

Revaluation of assets

Our Company has not revaluated its assets for a period five years prior to the filing of this Draft Red Herring Prospectus.

Scheme of arrangement and amalgamations

1. Scheme of amalgamation of Startronic Pharmachem Private Limited with our Company.

The scheme of amalgamation of Startronic Pharmachem Private Limited with our Company (the "**Scheme**") was sanctioned by the High Court of Patna (the "**High Court**"), vide its order dated March 8, 2001, read with the order dated March 16, 2001 ("**Order**").

Upon the Merger becoming effective, all of the business and undertaking of Startronic Pharmachem Private Limited including all its assets, properties, interests, debts and liabilities along with the reserves were transferred to and vested in our Company. Pursuant to the merger, our Company issued and allotted one fully paid up equity shares of ₹10 each of our Company, for every four equity shares of ₹100 each of Startronic Pharmachem Private Limited.

2. Scheme of amalgamation of Indo Propkem Limited with our Company.

The scheme of amalgamation of Indo Propkem Limited with our Company (the "**Scheme**") was sanctioned by the High Court of Patna (the "**High Court**"), vide its order dated March 8, 2001, read with the order dated March 16, 2001, ("**Order**").

Upon the Merger becoming effective, all of the business and undertaking of Indo Propkem Limited including all its assets, properties, interests, debts and liabilities along with reserves were transferred to and vested in our Company. Pursuant to the Merger, our Company issued and allotted seventy fully paid up equity share of ₹10 each of our Company, for every one equity shares of ₹100 each of Indo Propkem Limited.

Summary of key agreements

Shareholders' Agreement dated July 13, 2015 between our Company and our Promoters

The Company and our Promoters (Shareholders' Group 1 and Shareholders' Group 2), have entered into a shareholder's agreement dated July 13, 2015 (the "**SHA**") to provide for certain matters relating to the rights and obligations of the Promoters.

The SHA provides that the number of directors on the Board of Directors our Company (the "Board") would be capped at maximum of twelve directors or such number as permitted under the Companies Act. Further, Shareholders' Group 1 and Shareholders' Group 2 have a right to appoint three directors each to the Board from the members of Shareholders' Group 1 and Shareholders' Group 2 respectively, or such other person as may be nominated by the Shareholders' Group 1 or Shareholders' Group 2 respectively, as long as each of Shareholders' Group 1 and Shareholders' Group 2 holds more than 15% of the Company on a fully diluted basis. The appointment of such directors will be made in accordance with applicable law. Further, in case, the shareholding of Shareholders' Group 1 or Shareholders' Group 2, is less than 15% but more than 10% (on a fully diluted basis), the Shareholder's Group 1 or the Shareholder's Group 2, as the case may be would be entitled to appoint two directors from within the members of Shareholders' Group 1 and Shareholders' Group 2 respectively, or such other person as may be nominated by the Shareholders' Group 1 or Shareholders' Group 2 respectively. In the event, shareholding of either Shareholders' Group 1 or Shareholders' Group 2 falls below 10% (on a fully diluted basis), directors nominated by Shareholder's Group 1 or Shareholder's Group 2, as the case may be shall be required to resign from the Board. In the event the strength of the Board is proposed to be increased, the Shareholders' Group 1 and Shareholders' Group 2 shall each be entitled to additionally appoint one director from members of Shareholders' Group 1 and Shareholders' Group 2 respectively, or such other person as may be nominated by the Shareholders' Group 1 or Shareholders' Group 2 as the case may be subject to shareholding requirements as mentioned above. Further, the SHA provides that both the Chairman and the Managing Director of the Board will be a director who has been appointed by either Shareholders' Group 1 or Shareholders' Group 2, such that where one position is held by a director who has been appointed by Shareholders' Group 1, the other position will be held by held by a director who has been appointed by Shareholders' Group 2. The SHA provides that the constitution of a valid quorum for a Board meetings requires at least four directors. Of the four directors, one director must be present from the Shareholders' Group 1, one director must be present from Shareholders' Group 2 and the remaining two directors are required to be Independent Directors.

The SHA places certain restrictions with respect to sale or transfer of shares by members of Shareholders' Group 1 and Share holders' Group 2 and also sets forth the procedure to be followed in case of such sale or transfer ("**Transfer Process**"). The SHA requires that if any member of Shareholders' Group 1 or Shareholders' Group 2, who proposes to sell or otherwise transfer any or all his shares, is required to first offer such shares ("**Sale**

Shares") to members of their respective shareholder groups. The members of the respective shareholder group are required to communicate their intention to purchase the Sale Shares within sixty days of the offer being made. In case members of the respective shareholder groups refuse or otherwise do not communicate their intention to purchase the Sale Shares within this period, the member of the Shareholders' Group 1 or the member of the Shareholders' Group 2, as the case may be, who proposes to sell or transfer the Sale Shares is required to then offer the Sale Shares to members of the other shareholder group and such sale should be completed within a period of sixty days of the offer being made. In case members of the Shareholders' Group 1 or the Shareholders' Group 2 as the case may be, refuse or otherwise do not communicate their intention to purchase the Sale Shares within this period, then the member of the shareholder group who proposes to sell or transfer the Sale Shares can make an offer to sell or transfer the Sale Shares to a third party within a period of sixty days. In the event, the sale or transfer to the third party cannot be completed during this period; the Transfer Process would have to be followed again if the member of the shareholder group continues to propose to sell or transfer the Sale Shares. The SHA prohibits the sale or transfer of Sale Shares to any third party who is a competitor of our Company or their affiliates unless all members of each of the shareholder groups mentioned above provide their consent.

Further, the SHA provides that certain matters which include changes to the constitutional documents of the Company or changes to the maximum number of directors, commencement of any new line of business or winding up or liquidation of the Company would require the affirmative vote of the majority of the Shareholders' Group 1 directors and the majority of Shareholders' Group 2 directors at the meeting of the Board. The SHA shall automatically terminate when the Shareholders' Group 1 and Shareholders' Group 2 cumulatively cease to hold at least 25% of the share capital of the Company on a fully diluted basis and consequently all rights and obligations of the parties to this SHA would cease to exist.

Financial and strategic partners

Our Company does not have any financial and strategic partners as of the date of filing this Draft Red Herring Prospectus.

OUR SUBSIDIARIES

Our Company has the following subsidiaries:

Indian Subsidiaries:

1. Cachet Pharmaceuticals Private Limited;
2. Indchemie Health Specialities Private Limited;
3. Enzene Biosciences Limited; and
4. Alkem Real Estate LLP.

Foreign Subsidiaries:

5. Alkem Laboratories Korea, Inc., Korea;
6. Alkem Laboratories (Nigeria) Limited, Nigeria;
7. Alkem Laboratories (Pty) Limited, South Africa;
8. Alkem Laboratories Corporation, Philippines;
9. Alkem Pharma GmbH, Germany;
10. Ascend Laboratories LLC, U.S.;
11. Ascend Laboratories Sdn Bhd, Malaysia;
12. Ascend Laboratories SpA, Chile;
13. Ascend Laboratories (UK) Limited, UK;
14. Pharmacor Pty Ltd, Australia;
15. Pharmacor Limited, Kenya;
16. ThePharmaNetwork LLC, U.S.;
17. The PharmaNetwork LLP, Kazakhstan;
18. S&B Holdings BV, The Netherlands; and
19. S&B Pharma Inc, Delaware, U.S.

Details of our Subsidiaries

1. Cachet Pharmaceuticals Private Limited ("Cachet")

Corporate information

Cachet was incorporated on April 25, 1978 under the Companies Act, 1956. Our Company acquired 51% shareholding of Cachet on March 27, 2015 and Cachet became our Subsidiary with effect from March 27, 2015.

Cachet is involved in the business of manufacturing, marketing and distribution of *inter alia* pharmaceuticals, cosmetics, surgical equipment and medicinal preparations.

Capital structure

The capital structure of Cachet is as follows:

	No. of equity shares of ₹100 each
Authorised capital	15,000
Issued, subscribed and paid-up capital	15,000

Shareholding pattern

The shareholding pattern of Cachet is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of ₹100 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	7,650	51.0
2.	Prerana Kumar	758	5.0
3.	Basudeo N. Singh	731	4.9
4.	Anita Singh	585	3.9
5.	Samprada Singh	545	3.6
6.	Dhananjay Kumar Singh	525	3.5
7.	Mritunjay Kumar Singh	525	3.5
8.	Satish Kumar Singh	467	3.1
9.	Samprada Singh (HUF)	443	2.9
10.	Manju Singh	428	2.8
11.	Madhurima Singh	365	2.4
12.	Seema Singh	365	2.4
13.	Sarvesh Singh	340	2.3
14.	Sandeep Singh	340	2.3
15.	Jayanti Sinha	233	1.5
16.	Rajesh Kumar	225	1.5
17.	Balmiki Prasad Singh	175	1.2
18.	Archana Singh	150	1.0
19.	Rajeev Ranjan	150	1.0
Total		**15,000**	**100.0**

2. Indchemie Health Specialities Private Limited ("Indchemie")

Corporate Information

Indchemie Health Specialities Private Limited was incorporated on April 30, 1986 under the Companies Act, 1956. Our Company acquired 51% shareholding of Indchemie on March 30, 2015 and Indchemie became our Subsidiary with effect from March 30, 2015.

Indchemie is involved in the business of manufacturing, preparing, acquiring, buying, selling, importing, and marketing of *inter alia* pharmaceutical products, drugs, medicines, mixtures and vitamins.

Capital Structure

The capital structure of Indchemie is as follows:

	No. of equity shares of ₹10 each
Authorised capital	250,000
Issued, subscribed and paid-up capital	250,000

Shareholding Pattern

The shareholding pattern of Indchemie is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of ₹10 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	127,500	51.0

Sr. No.	Name of the shareholder	No. of equity shares of ₹10 each	Percentage of total equity holding (%)
2.	Basudeo N. Singh	18,750	7.5
3.	Mritunjay Kumar Singh	16,500	6.6
4.	Dhananjay Kumar Singh	16,500	6.6
5.	Samprada Singh	16,364	6.5
6.	Rekha Singh	11,375	4.5
7.	Balmiki Prasad Singh	11,192	4.5
8.	Satish Kumar Singh	9,676	3.9
9.	Samprada Singh (HUF)	4,277	1.7
10.	Manju Singh	2,866	1.1
11.	Archana Singh	2,500	1.0
12.	Divya Singh	2,500	1.0
13.	Aniruddha Singh	2,500	1.0
14.	Meghna Singh	2,500	1.0
15.	Shrey Shreeanant Singh	2,500	1.0
16.	Madhurima Singh	1,250	0.5
17.	Seema Singh	1,250	0.5
Total		**250,000**	**100.0**

3. Enzene Biosciences Limited ("Enzene")

Corporate Information

Enzene was incorporated on August 28, 2006 as "Enzene Biosciences Private Limited" under the Companies Act, 1956. Enzene became our Subsidiary with effect from November 4, 2011 pursuant to the share purchase agreement dated August 22, 2011 between Enzene, Dr. Chandrashekharan, Ms. Pushpalatha and our Company, whereby our Company acquired 80% stake in Enzene. The name of Enzene was changed to "Enzene Biosciences Limited" on January 16, 2012 pursuant to receipt of fresh certificate of incorporation upon change of name on conversion to public limited company. Our Company further acquired balance 20% stake in Enzene with effect from August 1, 2014 and consequently Enzene has become a wholly owned subsidiary of our Company.

Enzene is carrying on the business of research and development in biosimilars.

Capital structure

The capital structure of Enzene is as follows:

	No. of equity shares of ₹10 each
Authorised capital	1,500,000
Issued, subscribed and paid-up capital	1,120,250

Shareholding pattern

The shareholding pattern of Enzene is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of ₹10 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	1,120,244	99.9
2.	Basudeo N. Singh#	1	0.0*
3.	Amit Ghare#	1	0.0*
4.	Sandeep Singh#	1	0.0*
5.	Manish Narang#	1	0.0*
6.	Rajesh Dubey#	1	0.0*
7.	P.V. Damodaran#	1	0.0*
		1,120,250	**100.0**

**Negligible in terms of percentage.*
 # as nominee for our Company

4. Alkem Real Estate LLP

Alkem Real Estate LLP was incorporated under the Limited Liability Partnership Act, 2008 as a limited liability partnership on October 31, 2012 with Limited Liability Partnership identification number AAB-1923.

Mr Samprada Singh and Mr. Basudeo N. Singh are the partners of Alkem Real Estate LLP. Mr. Sandeep Singh is the Company's representative on Alkem Real Estate LLP.

As on date Alkem Real Estate LLP doesn't undertake any activity and an application has been filed for striking off the name of Alkem Real Estate LLP from the records of the registrar of Companies.

5. Alkem Laboratories Korea, Inc.

Corporate information:

Alkem Laboratories Korea, Inc., was incorporated on August 7, 2012 in South Korea.

Alkem Laboratories Korea, Inc. is involved in dealing with product registrations and to carry on the business of importing, exporting, manufacturing, marketing, selling, distribution of pharmaceutical products.

Capital structure:

The capital structure of Alkem Laboratories Korea, Inc. is as follows:

	No. of equity shares of South Korean Won 100 each
Authorised capital	15,000
Issued, subscribed and paid-up capital	15,000

Shareholding pattern:

The shareholding pattern of Alkem Laboratories Korea, Inc., is as follows:

Sr. No.	**Name of the shareholder**	**No. of equity shares of South Korean Won 100 each**	**Percentage of total equity holding (%)**
1.	Alkem Laboratories Limited	15,000	100.0
	Total	**15,000**	**100.0**

6. Alkem Laboratories (NIG.) Limited ("Alkem Nigeria")

Corporate information:

Alkem Nigeria was incorporated on September 17, 2007 in Nigeria. Alkem Nigeria has been our Subsidiary since its incorporation.

Alkem Nigeria is involved in the business of manufacturing and dealing (whether in wholesale or retail) in all kinds of drugs, surgical, scientific, electrical, chemical, photographical and other apparatus.

Capital structure

The capital structure of Alkem Nigeria is as follows:

	No. of ordinary shares of Naira 1 each
Authorised and Subscribed Capital	50,000,000
Issued and Paid-up capital	27,156,388*

**Our Company has paid up to the extent of 27,156,388 Naira and would be required to pay up further capital as and when relevant calls are made by Alkem Nigeria*

Shareholding pattern

The shareholding pattern of Alkem Nigeria is as follows:

Sr. No.	Name of the shareholder	No. of ordinary shares of Naira 1 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited represented by Mr. Ashish Sinha	49,999,999	99.9
2.	P.V. Damodaran***	1	0.0*
Total		**50,000,000****	**100.0**

**Negligible in terms of percentage.*
***of alloted capital of 50,000,000 our Company has received fully paid 27,156,388 shares of naira 1 each*
****on behalf of our Company*

7. Alkem Laboratories (Pty) Limited ("Alkem South Africa")

Corporate information:

Alkem South Africa was incorporated on May 26, 2008 in South Africa. Alkem South Africa has been our Subsidiary since its incorporation.

Alkem South Africa is involved in the business of manufacturing, distribution, import, export and marketing of pharmaceutical products.

Capital structure:

The capital structure of Alkem South Africa is as follows:

	No. of equity shares of Rand 10 each
Authorised capital	50,000
Issued, subscribed and paid-up capital	15,890

Shareholding pattern:

The shareholding pattern of Alkem South Africa is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of Rand 10 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	15,889	99.9
2.	Sandeep Singh	1**	0.0*
Total		**15,890**	**100.0**

**Negligible in terms of percentage.*
***on behalf of our Company*

8. Alkem Laboratories Corporation ("Alkem Corp")

Corporate information:

Alkem Corp was incorporated on November 7, 2008 in the Philippines. Alkem Corp has been our Subsidiary since its incorporation.

Alkem Corp is involved in the business of manufacturing, buying, wholesale selling, importing and exporting of and/ or dealing in pharmaceuticals, drugs, cosmetics, chemicals, food products, oils, powder, surgical equipment and medicinal preparations.

Capital structure:

The capital structure of Alkem Corp is as follows:

	No. of shares of Pesos 100 each
Authorised capital	1,790,000
Issued and subscribed capital	518,000

Paid-up capital	200,000

Shareholding pattern:

The shareholding pattern of Alkem Corp is as follows:

Sr. No.	Name of the shareholder	No. of shares of Pesos 100 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	517,995	99.9
2.	Sandeep Singh	1**	0.0*
3.	Somdutta Awasthi	1**	0.0*
4.	Philip Sigfrid A Fortun	1**	0.0*
5.	Gregorio Y Narvasa	1**	0.0*
6.	Roderic R C Salazar III	1**	0.0*
	Total	518,000	**100.0**

[*]Negligible in terms of percentage.
***on behalf of our Company*

9. Alkem Pharma GmbH

Corporate Information:

Alkem Pharma GmbH (originally called Blitz FO8-eins-eins-drei GmbH) was incorporated on May 20, 2008 in Germany. Our Company acquired one share of Euro 24,750 from Blitzstart Holding AG and one share of Euro 250 from Blitz Beteiligungs GmbH, in the company 'Blitz FO8-eins-eins-drei GmbH' *vide* a share purchase agreement dated November 10, 2008. Our Company changed the name of 'Bitz FO8-eins-eins-drei GmbH' to 'Alkem Pharma GmbH' on March 25, 2009.

Alkem Pharma GmbH is involved in the business of marketing, distributing, buying, selling, manufacturing, importing and exporting of pharmaceutical products, food products, cosmetics, beauty aids, oil, veterinary, surgical equipment, medical preparations and other allied products including spirits; and to carry on the research and development activities.

Capital structure:

The capital structure of Alkem Pharma GmbH is as follows:

Registered capital	25,000 Euros
Issued, subscribed and paid-up capital	1 share of Euro 24750
	1 share of Euro 250

Shareholding pattern:

The shareholding pattern of Alkem Pharma GmbH is as follows:

Sr. No.	Name of the shareholder	No. of equity shares in Euros	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	1 share of Euro 24750	100.00
		1 share of Euro 250	

10. Ascend Laboratories LLC, U.S.

Corporate information:

Ascend Laboratories LLC was incorporated on January 2, 2003, in the United States. On May 13, 2005 Ascend Laboratories LLC became a wholly owned subsidiary of ThePharmaNetwork LLC. Ascend Laboratories LLC became our Subsidiary pursuant to the acquisition of ThePharmaNetwork LLC by our Company on July 15, 2010.

Shareholding pattern:

Our Subsidiary ThePharmaNetwork LLC owns 100% of the issued and outstanding membership interests in Ascend Laboratories LLC.

11. Ascend Laboratories Sdn Bhd ("Ascend Malaysia")

Corporate information

Ascend Malaysia was incorporated on December 13, 2010 in Malaysia. Ascend Malaysia has been our Subsidiary since its incorporation.

Ascend is involved in the business of *inter alia* production, manufacturing, registration, distribution, marketing and/ or dealing in all kinds of drugs, medicines, chemicals, proprietary medicines, pharmaceuticals and all manners of medicinal, chemical, pharmaceutical and other preparations and to engage in research & development of all kinds of drugs, chemicals, medicines, proprietary medicines.

Capital structure

The capital structure of Ascend Malaysia is as follows:

	No. of equity shares of RM 1 each
Authorised capital	100,000
Issued, subscribed and paid-up capital	2

Shareholding pattern

The shareholding pattern of Ascend Malaysia is as follows:

Sr. No.	**Name of the shareholder**	**No. of equity shares of RM 1 each**	**Percentage of total equity holding (%)**
1.	Alkem Laboratories Limited	2	100.00
	Total	**2**	**100.00**

12. Ascend Laboratories SpA

Corporate information:

Ascend Laboratories SpA was incorporated on July 19, 2011 in Chile. Ascend Laboratories SpA has been our Subsidiary since its incorporation.

Ascend Laboratories SpA is involved in the application, processing, gathering and maintaining medical records, on their own behalf or on behalf of Alkem Laboratories Limited, before the Public Health Institute of Chile and before any kind of political bodies, such as the Metropolitan Health Services of Environment and/ or any agency under the Ministry of Health of Chile, and the transfer of assignment of title to any such health records.

Capital structure

The capital structure of Ascend Laboratories SpA is as follows:

	No. of equity shares of Chilean Pesos 1000 each without nominal value
Authorised capital	1,000 Nominative shares, without nominal value
Issued, subscribed and paid-up capital	1,000

Shareholding pattern

The shareholding pattern of Ascend Laboratories SpA is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of Chilean Pesos 1,000 each without nominal value	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	1,000	100%
	Total	**1,000**	**100%**

13. Ascend Laboratories (UK) Limited ("Ascend UK")

Corporate information:

Ascend UK Limited was incorporated on August 6, 2014 in the United Kingdom. Ascend UK has been our Subsidiary since its incorporation.

Ascend UK is involved in the business of *inter alia* marketing, sales and distribution of pharmaceutical products in United Kingdom.

Capital structure:

The capital structure of Ascend UK is as follows:

	No. of equity shares of GBP 1 each
Authorised capital	250,000
Issued Capital	250,000

Shareholding pattern

The shareholding pattern of Ascend UK is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of GBP 1 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	250,000*	100.0
	Total	**250,000***	**100.0**

** partly paid. Our Company has remitted GBP 100,000 as on date.*

14. Pharmacor Pty Limited ("Pharmacor Australia")

Corporate information

Pharmacor Pty Limited was incorporated as "Pharmacor Ltd" on August 1, 2006. S&B Holdings BV (earlier known as Alkem Laboratories BV), wholly owned subsidiary of our Company acquired 51% stake (34,883,721 shares) in Pharmacor Australia on June 30, 2009. It acquired a further 29% stake (19,767,442 shares) on April 1, 2011 in Pharmacor Australia. On December 18, 2012 our Company acquired 20% stake in Pharmacor Australia (13,662,791 shares). On January 31, 2013 our Company purchased balance 80% stake in Pharmacor Australia from S&B Holdings BV and consequently Pharmacor Australia has become a wholly owned subsidiary of our Company.

Pharmacor Australia is involved in the sales, marketing, commercialisation, wholesale, distribution or import of generic, branded generic or branded pharmaceutical products.

Capital structure

The capital structure of Pharmacor Australia is as follows:

	No. of equity shares of AUSD 0.034 each
Authorised capital	68,313,954
Issued, subscribed and paid-up capital	68,313,954

Shareholding pattern

The shareholding pattern of Pharmacor Australia is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of AUSD 0.034 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	68,313,954	100.0
	Total	**68,313,954**	**100.0**

15. Pharmacor Limited ("Pharmacor Kenya")

Corporate information:

Pharmacor Kenya was incorporated on May 15, 2012 in Kenya. Pharmacor Kenya has been our Subsidiary since its incorporation.

Pharmacor Kenya is involved in business of *inter alia* manufacturing, distributing and dealing in all kinds of drugs, pharmaceuticals, medical and chemical preparations, health and nutritional products, water purifying chemicals, water testing and treatment equipment, patent pharmaceuticals, medical and medical preparations.

Capital structure

The capital structure of Pharmacor Kenya is as follows:

	No. of equity shares of Shillings 100 each
Authorised capital	1,000
Issued, subscribed and paid-up capital	1,000

Shareholding pattern

The shareholding pattern of Pharmacor Kenya as follows:

Sr. No.	Name of the shareholder	No. of equity shares of Shillings 100 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	999	99.9
2.	Ashish Sinha	1*	0.1
	Total	**1,000**	**100.0**

**on behalf of our Company*

16. ThePharmaNetwork LLC, U.S.

Corporate information

ThePharmaNetwork LLC, U.S. was incorporated on March 8, 2000 in the United States. ThePharmaNetwork LLC, U.S. became our Subsidiary with effect from July 15, 2010 pursuant to the signing of the membership units purchase agreement dated July 15, 2010 among ThePharmaNetwork LLC, U.S. Mr. Jonathan B. Rome, Ms. Fern R. Rome and our Company.

ThePharmaNetwork LLC, U.S. is involved in the product development, registration, sales, promotion, distribution and marketing of pharmaceuticals, active pharmaceutical ingredients and related products and services.

Capital structure

S&B Holdings BV (earlier known as Alkem Laboratories BV)owns 100% of the issued and outstanding membership units in ThePharmaNetwork, LLC.

17. ThePharmaNetwork LLP

Corporate information:

ThePharmaNetwork LLP was incorporated on August 14, 2012 in Kazakhstan. ThePharmaNetwork LLP has been our Subsidiary since its incorporation.

ThePharmaNetwork LLP is involved in trading and intermediary trading activity; organization of different consulting, servicing and personal services to population, companies and organisations; export-import trade and other commercial transactions and foreign economic activity.

Capital structure:

The capital structure of ThePharmaNetwork LLP is as follows:

	In Tenge
Charter capital	161,800
Paid-up capital	161,800

Shareholding pattern:

The shareholding pattern of The PharmaNetwork LLP is as follows:

Sr. No.	Name of the shareholder	Capital contribution in tenge	Percentage of contribution (%)
1.	Alkem Laboratories Limited	161,800	100.0
	Total	**161,800**	**100.0**

18. S&B Holdings BV

Corporate information:

S&B Holdings BV was incorporated on June 17, 2009 as 'Alkem Laboratories BV' in the Netherlands. Its name was changed to S&B Holdings BV with effect from October 4, 2010. S&B Holdings BV has been our Subsidiary since its incorporation.

S&B Holdings BV is involved in the financing of business and companies, incorporating, managing and supervising companies; developing and trading in industrial property rights; trading in currencies, securities and items of property in general.

Capital structure:

S&B Holdings BV does not have any authorized share capital. The issued and subscribed capital is EUR 35,590,552, divided into 35,590,552 shares of EUR 1 each and is fully paid up capital.

Shareholding pattern

The shareholding pattern of S&B Holdings BV is as follows:

Sr. No.	Name of the shareholder	No. of shares of EUR 1 each	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	35,590,552	100.0
	Total	**35,590,552**	**100.0**

19. S&B Pharma Inc., Delaware, U.S.

Corporate information:

S&B Pharma Inc., Delaware, U.S. was incorporated on January 25, 2012 in the United States. S&B Pharma Inc. was a joint venture Company in which our Company held 49% equity stake and 51% stake was held by S&B Holdings B.V, a wholly owned subsidiary of our Company in Netherlands. On March 27, 2015 Alkem acquired 51% stake from S&B Holdings B.V. and consequent thereto S&B Pharma Inc., became a wholly owned subsidiary of our Company.

S&B Pharma Inc. is incorporated to engage in any lawful act or activity for which corporations may be organized under the general corporation Law of the State of Delaware.

Capital Structure:

The capital structure of S&B Pharma Inc. is as follows:

	No. of equity shares of USD 0.01 per share
Authorised capital	500,000
Issued, subscribed and paid-up capital	50,100

Shareholding pattern:

The shareholding pattern of S&B Pharma Inc. is as follows:

Sr. No.	Name of the shareholder	No. of equity shares of in USD 0.01 per share	Percentage of total equity holding (%)
1.	Alkem Laboratories Limited	50,100	100.0
Total		**50,100**	**100.0**

Other confirmations

1. There are no accumulated profits or losses of any of our Subsidiaries that are not accounted for by our Company.

2. None of our Subsidiaries have made any public or rights issue in the last three years, nor have they become sick companies or are under winding up. None of our Subsidiaries are listed on any stock exchange in India or abroad.

3. Details of Subsidiaries that contribute more than 5% of our consolidated net revenue or profits or assets as at and for the period ended March 31, 2015.

Sr. No.	Name of Subsidiary	Membership Units	Net consolidated revenue from operation *(in ₹ million)*	PAT *(in ₹ million)*	Holding of our Company (%)	Listing status
1.	ThePharmaNetwork LLC	66,501,766	6,459.7	1,017.3	100%	Not listed

Material transactions

Other than as disclosed in "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on page 271, there are no sales or purchase between any of the Subsidiaries and our Company where such sales or purchases exceed in value in the aggregate 10% of the total sales or purchases of our Company.

Business Interest of the Subsidiaries in our Company

Except as stated in "*Our Business*" and "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on pages 129 and 271 respectively, none of our Subsidiaries have any interest in our Company's business.

Sales/ Purchases between our Company and Subsidiaries

Except as stated in "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on page 271 there have been no sales/ purchases between our Company and Subsidiaries.

Common Pursuits

All of our Subsidiaries except Alkem Real Estate LLP, are engaged in activities similar to that of our Company. Our Company will adopt the necessary procedures and practices as permitted by law to address any conflict situation as and when they arise.

OUR MANAGEMENT

Board of Directors

The Articles of Association provides that our Company shall not have less than three Directors and not more than 15 Directors. We currently have 12 Directors on our Board of Directors.

The following table sets forth details of our Board of Directors as of the date of filing of this Draft Red Herring Prospectus with SEBI:

Sr. No.	Name, designation, occupation, DIN, nationality, address, date of appointment and term	Age	Other directorships/ partnerships/ trusteeships
1.	***Samprada Singh*** **Designation:** Chairman Emeritus **Occupation:** Business **DIN:** 00760279 **Address:** Budha Colony, Boring Road, Patna – 800 001, Bihar, India. **Nationality:** Indian **Date of appointment:** August 8, 1973 **Term:** Non Retiring Director	85 years	1. Ashadeep Foundation; 2. Nanhamati and Samprada Singh Foundation; 3. Alkem Healthscience LLP; 4. B & S Family Ventures LLP; 5. Alkem Real Estate LLP; 6. ThePharmaNetwork LLC, U.S.; 7. Nanhamati Singh Trust; 8. Ashadeep Foundation Trust; 9. Nanhamati and Samprada Singh Foundation Trust; and 10. Alkem Laboratories Limited – Employees Superannuation Fund
2.	***Basudeo N. Singh*** **Designation:** Executive Chairman **Occupation:** Business **DIN:** 00760310 **Address:** 31A, Suraiya Apartments, Sir Pochkanwala Road, Worli Seaface, Worli, Mumbai – 400 030, Maharashtra, India. **Nationality:** Indian **Date of appointment:** August 8, 1973 **Term:** Non Retiring Director	74 years	1. Enzene Biosciences Limited; 2. Ashadeep Foundation; 3. B & S Family Ventures LLP; 4. Alkem Healthscience LLP; 5. Alkem Real Estate LLP; and 6. ThePharmaNetwork LLC, U.S. 7. Ashadeep Foundation Trust; and 8. Alkem Laboratories Limited – Employees Superannuation Fund
3.	***Dhananjay Kumar Singh*** **Designation:** Joint Managing Director **Occupation:** Business **DIN:** 00739153 **Address:** 16, Vasudha Apartment, SH Tandel Marg, Prabhadevi, Mumbai – 400 025, Maharashtra, India. **Nationality:** Indian **Date of appointment:** October 25, 1988	53 years	1. Alkem Foundation; and 2. Alkem Laboratories (Pty) Limited.

Sr. No.	Name, designation, occupation, DIN, nationality, address, date of appointment and term	Age	Other directorships/ partnerships/ trusteeships
	Term: Liable to retire by rotation		
4.	***Sandeep Singh*** **Designation:** Joint Managing Director **Occupation:** Business **DIN:** 01277984 **Address:** 403/ 404, Richoux Society, Junction of St. Joseph's road and Kantwadi road, Bandra (West), Mumbai – 400 050, Maharashtra, India. **Nationality:** Indian **Date of appointment:** August 9, 2013 **Term:** Liable to retire by rotation	33 years	1. Alkem Laboratories (Pty) Limited; 2. Alkem Laboratories Corporation; 3. Pharmacor Pty Limited; 4. ThePharmaNetwork LLC; 5. Ascend Laboratories (UK) Limited; 6. S&B Pharma Inc.; 7. Alkem Laboratories Korea Inc.; 8. Alkem Pharma GmbH; 9. White Coal Investments Private Limited; 10. Enzene Biosciencies Limited; 11. Alkem Real Estate LLP; and 12. Nikki Arora Fine Jewellery LLP.
5.	***Balmiki Prasad Singh*** **Designation:** Executive Director **Occupation:** Business **DIN:** 00739856 **Address:** First Floor, Room No. 101, West More II, Plot 72A, Pochkhawala Road, Worli, Mumbai – 400 018, Maharashtra, India. **Nationality:** Indian **Date of appointment:** October 25, 1988 **Term:** Liable to retire by rotation	60 years	1. Alkem Foundation; 2. Alkem Healthscience LLP; and 3. Pharmacor Ltd, Kenya.
6.	***Mritunjay Kumar Singh*** **Designation:** Executive Director **Occupation:** Business **DIN:** 00881412 **Address:** Flat – 41/42, Lords Apartments, 4th Floor, 6th Road, Almeida Park, Bandra West, Mumbai – 400 050. **Nationality:** Indian **Date of appointment:** February 11, 2008 **Term:** Liable to retire by rotation	51 years	1. Indchemie Health Specialities Private Limited.
7.	***Mangaldas Chhaganlal Shah*** **Designation:** Independent Director **Occupation:** Service	82 years	-

Sr. No.	Name, designation, occupation, DIN, nationality, address, date of appointment and term	Age	Other directorships/ partnerships/ trusteeships
	DIN: 01353574 **Address:** D-34/ 310, MIG, Gandhinagar, Bandra (East), Mumbai – 400 051, Maharashtra, India. **Nationality:** Indian **Date of appointment:** February 20, 2007 **Term:** Appointed for a period of 5 years with effect from March 16, 2015.		
8.	***Arun Kumar Purwar*** **Designation:** Independent Director **Occupation:** Retired **DIN:** 00026383 **Address:** C-2303/ 4, Floor 23, Ashoka Tower, 63/7-4, Dr. S.S. Rao Road, Parel, Mumbai – 400 012, Maharashtra, India. **Nationality:** Indian **Date of appointment:** July 13, 2015 **Term**: Appointed for a period of 5 years with effect from July 13, 2015.	68 years	1. Reliance Communications Limited; 2. Jindal Steel and Power Limited; 3. Apollo Tyres Limited; 4. IIFL Holdings Limited; 5. IL&FS Renewable Energy Limited; 6. ONGC Tripura Power Company Limited; 7. Jindal Power Limited; 8. Saurya Urja Company of Rajasthan Limited; 9. Balaji Telefilms Limited; 10. Energy Infratech Private Limited; 11. India Venture Advisors Private Limited; and 12. Mizuho Securities India Private Limited.
9.	***Akhouri Maheshwar Prasad*** **Designation:** Independent Director **Occupation:** Retired professional **DIN:** 07066439 **Address:** 158, First Floor, Pataliputra Colony, Patna – 800 013, Bihar, India. **Nationality:** Indian **Date of appointment:** March 16, 2015 (appointed as Independent Director) **Term:** Appointed for a period of 5 years with effect from March 16, 2015.	74 years	-
10.	***Ranjal Laxmana Shenoy*** **Designation:** Independent Director **Occupation:** Professional **DIN:** 00074761 **Address:** A/ 2 Kamdar Park CHSL, Agar Bazar Off Gokhale Road, Dadar,	67 years	1. Transwarranty Finance Limited; 2. Elantas Beck India Limited; and 3. Sunshield Chemicals Limited.

Sr. No.	Name, designation, occupation, DIN, nationality, address, date of appointment and term	Age	Other directorships/ partnerships/ trusteeships
	Mumbai – 400 028, Maharashtra, India. **Nationality:** Indian **Date of appointment:** March 16, 2015 (appointed as Independent Director) **Term:** Appointed for a period of 5 years with effect from March 16, 2015.		
11.	***Sangeeta Kapiljit Singh*** **Designation:** Independent Director **Occupation:** Consultant **DIN:** 06920906 **Address:** 9-A, Harbour Heights, A Building, N.A. Sawant Marg, Colaba, Mumbai – 400 005, Maharashtra, India. **Nationality:** Indian **Date of appointment:** July 13, 2015 (appointed as Independent Director) **Term**: Appointed for a period of 5 years with effect from July 13, 2015.	55 years	1. Tata Securities Limited; 2. Accelya Kale Solutions Limited; 3. S H Kelkar and Company Limited; 4. Valuemoves Computing Private Limited; and 5. Sanguine Consultants.
12.	***Sudha Ravi*** **Designation:** Independent Director **Occupation:** Service **DIN:** 06764496 **Address:** 704/A, 7th Floor, Joanna CHS. Manuel Gonsalves Road, Bandra (West), Mumbai – 400 050, Maharashtra, India. **Nationality:** Indian **Date of appointment:** July 13, 2015 (appointed as Independent Director) **Term**: Appointed for a period of 5 years with effect from July 13, 2015.	60 years	1. Goodyear India Limited; 2. Baroda Medicare Private Limited; 3. MedPlus Health Services Private Limited; 4. Dr. Ramesh Cardiac and Multispecialty Hospital Private Limited; 5. Ozone Urbana Infra Developers Private Limited; 6. Rida Builders & Promoters Private Limited; 7. Royaume Estates Private Limited; 8. Valmark Developers Private Limited; 9. HV venture Projects Private Limited; and 10. Ashiana Landcraft Realty Private Limited.

Relationship between Directors

None of our Directors are related to each other except the following:

Sr. No.	Name of Director	Related to	Relationship
1.	Samprada Singh	Basudeo N. Singh	Brothers (First cousins)
		Balmiki Prasad Singh	Father and son
		Sandeep Singh	Grandfather and grandson
2.	Balmiki Prasad Singh	Samprada Singh	Son and father
		Sandeep Singh	Uncle and nephew

Sr. No.	Name of Director	Related to	Relationship
3.	Sandeep Singh	Samprada Singh	Grandson and grandfather
		Balmiki Prasad Singh	Nephew and uncle
4.	Basudeo N. Singh	Samprada Singh	Brothers (First cousins)
		Dhananjay Kumar Singh	Father and son
		Mritunjay Kumar Singh	Father and son
5.	Dhananjay Kumar Singh	Basudeo N. Singh	Son and father
		Mritunjay Kumar Singh	Brothers
6.	Mritunjay Kumar Singh	Basudeo N. Singh	Son and father
		Dhananjay Kumar Singh	Brothers

Confirmations

None of our Directors is or was a director of any listed company whose shares have been or were suspended from being traded on BSE or NSE, during the last five years preceding the date of this Draft Red Herring Prospectus, during the term of his/ her directorship in such company.

None of our Directors is or was, a director of any listed company which has been or was delisted from any stock exchange during the tenure of directorship in such company.

Brief Profile of our Directors

Mr. Samprada Singh, aged 85 years, our Chairman Emeritus, has served on our Board since incorporation. Mr. Samprada Singh is a respected professional in the Indian pharmaceutical industry having an overall experience of 42 years. He is one of the co-founders of our Company. He holds a bachelors in commerce from University of Patna. He has received various prestigious awards such as the 'Life Time Achievement Award' by Pharma Business and Technology in 2000, the 'Lifetime Achievement Award' at the Pharmaceutical Leadership Summit 2009, 'Asian Grid Leadership Lifetime Achievement Award 2006' and the 'Life Time Contribution Award' by the Express Pharma Excellence Awards in 2004. He has been bestowed with the 'Pride of Bihar' award at the Bihar Healthcare Achievers Awards 2014.

Mr. Basudeo N. Singh, aged 74 years, our Executive Chairman, graduated as Bachelor of Arts from Patna University. He also holds a Master's degree in Political Science from Patna University. Mr. Basudeo N. Singh is the co-founder of our Company and has served on our Board since our incorporation. He has over 40 years of experience in the Indian pharmaceutical industry. He was the president of the Indian Drug Manufacturer's Association for the period 2007 - 2009. He is also the president of a social organisation called the 'Bihar Association'. He has received Business Leader of the Year 2014 in the 7th Annual Pharmaceutical Leadership Summit and Pharmaleaders Business Leadership Awards 2014.

Mr. Dhananjay Kumar Singh, aged 53 years, our Joint Managing Director, graduated as Bachelor in commerce from University of Patna. Mr. Dhananjay Kumar Singh joined our Board in 1988 and at present he is the Joint Managing Director of our Company. He has over 30 years of experience in the Indian pharmaceutical industry. As Joint Managing Director of the Company Mr. Dhananjay Kumar Singh is responsible for marketing (domestic), purchase, human resource development, audit, administration, legal, CSR and branding functions at our Company.

Mr. Sandeep Singh, aged 33 years, our Joint Managing Director, graduated as Bachelor of Commerce from University of Mumbai. Mr. Sandeep Singh joined our board in 2013 and at present he is the Joint Managing Director of our Company. He has been associated with the management of our Company for over 10 years and is responsible for marketing and business operations (domestic and international), business development, strategy, research and development as well as finance functions at our Company.

Mr. Balmiki Prasad Singh, aged 60 years, our Executive Director, has passed his intermediate in Commerce from University of Patna. Mr. Balmiki Prasad Singh joined our Board in 1988. Prior to being appointed to our Board he was employed with our Company in various capacities. He has over 30 years of experience in the Indian pharmaceutical industry.

Mr. Mritunjay Kumar Singh, aged 51 years, our Executive Director, graduated as Bachelor in Science from University of Mumbai and has a diploma in administration management from Jamnalal Bajaj Institute of

Management Studies. Mr. Mritunjay Kumar Singh joined our Board in 1988 and he has been associated with the management of our Company for a period over 24 years. He is also the managing director of Indchemie.

Mr. Mangaldas Chhaganlal Shah, aged 82 years, our Independent Director is a qualified lawyer and holds a Master's degree in Economics and Politics from University of Mumbai. Mr. Mangaldas Chhaganlal Shah has over 50 years of experience as a practicing lawyer with the Bombay High Court.

Mr. Arun Kumar Purwar, aged 68 years, our Independent Director, holds a Master's degree in Commerce from Allahabad University. He is also an associate member of Indian Institute of Bankers. Mr. Arun Kumar Purwar in the past has served as the chairman of State Bank of India from November, 2002 to May, 2006. Mr. Arun Kumar Purwar was the chairman of Indian Bank Association during 2005-2006. He has received various prestigious awards such as the 'CEO of the year' Award from the Institute of Technology and Management in 2004, "Outstanding Achiever of the year" award from the Indian Banks' Association in 2004 and "Finance Man of the Year" award by the Bombay Management Association in 2006.

Mr. Akhouri Maheshwar Prasad, aged 74 years, our Independent Director, holds a Master's degree in Science from Patna University. Mr. Prasad retired from the Indian Revenue Service after serving the Government of India for a period of 37 years. He has held several key positions in the Government including Special Secretary to GoI and Director General, Central Economic Intelligence Bureau, Member of the Central Board of Excise and Customs, Chief Commissioner, Central Excise and Customs, Maharashtra.

Mr. Ranjal Laxmana Shenoy, aged 67 years, our Independent Director, is member of a) the Institute of Chartered Accountants of India; b) the Institute of Cost Accountants of India and c) the Institute of Company Secretaries of India. Mr. Shenoy also holds a Bachelor's degree in Law from University of Mysore and a Masters' degree in Law from Mumbai University. He is also an Associate Member of the Indian Institute of Bankers (C.A.IIB). Mr. Shenoy has over 30 years of working experience with companies in different industrial segments, including the position of whole-time director- finance and legal and company secretary, in Merck Limited, India, (formerly known as E. Merck (India) Limited) .

Ms. Sangeeta Kapiljit Singh, aged 55 years, our Independent Director, graduated as Bachelor of Arts from University of Mumbai. She has also completed post graduate course in strategic human resource management from Harvard Business School, Massachusetts, U.S. She has previously served as executive director in KPMG in the capacity of head of human resource for India from August 2007 to February 2013.

Ms. Sudha Ravi, aged 60 years, our Independent Director, graduated as Bachelor of Science from Madras University. She also holds a Bachelor's degree in Law from Mumbai University. She is also an associate of the Indian Institute of Banking and Finance. Ms. Sudha Ravi has over 30 years of experience across banking and financial services and is currently an executive director (not on board) of Piramal Fund Management Private Limited. Prior to joining Piramal Fund Management Private Limited she has spent more than 30 years at State Bank of India. She was part of the senior management team at State Bank of India and has held the posts of General Manager, Enterprise Risk Management at the Corporate Office, as Representative, Regional Office, Washington D.C. U.S. and as Deputy General Manager and private secretary at the Chairman's Secretariat at State Bank of India. Ms. Sudha Ravi is also the chairperson of ASSOCHAM National Council of Non-Banking Financial Companies.

Terms of appointment of the non-independent Directors

1. Mr. Samprada Singh

Mr. Samprada Singh was re-designated as the Chairman Emeritus of our Company pursuant to a Board resolution dated February 20, 2015 and Shareholders' resolution dated March 16, 2015 with effect from April 1, 2015 and he shall hold office until he resigns. Mr. Samprada Singh is not entitled to any remuneration. Mr. Samprada Singh is entitled for a commission at the rate of 1.75% per annum of the net profits of the Company subject to a maximum of ₹90.0 million per annum for each fiscal year.

2. Mr. Basudeo N. Singh

Mr. Basudeo N. Singh was re-designated as the Executive Chairman of our Company pursuant to a Board resolution dated February 20, 2015 and Shareholders' resolution dated March 16, 2015 for a period of four years with effect from April 1, 2015. He shall not be liable to retire by rotation. Mr. Basudeo N. Singh is entitled to a remuneration of ₹5.8 million per month subject to an increase up to such amount as may be decided by our Board of Directors on a yearly basis with effect from April 1, 2015. Mr. Basudeo N. Singh is also entitled for medical reimbursement of ₹15,000 per annum, leave travel allowance, personal accident insurance premium, provident fund and family pension, gratuity, encashment of leave, Company's car and driver and club fees. Mr. Basudeo N. Singh is not entitled to sitting fees for attending the meeting of our Board of Directors.

3. Mr. Dhananjay Kumar Singh

Mr. Dhananjay Kumar Singh was re-designated as the Joint Managing Director pursuant to Board resolution dated February 20, 2015 and Shareholders' resolution dated March 16, 2015 for a period up to December 31, 2018 and liable to retire by rotation. Mr. Dhananjay Kumar Singh is entitled to a remuneration of ₹2.5 million per month with effect from April 1, 2015. Mr. Dhananjay Kumar Singh is also entitled for medical reimbursement of ₹100,000 per annum, leave travel allowance, personal accident insurance premium, provident fund and family pension, gratuity, encashment of leave, two Company cars with two drivers, club fees and two domestic helpers. Mr. Dhananjay Kumar Singh is not entitled to sitting fees for attending the meeting of our Board of Directors.

4. Mr. Sandeep Singh

Mr. Sandeep Singh was re-designated as the Joint Managing Director pursuant to Board resolution dated February 20, 2015 and Shareholders' resolution dated March 16, 2015 for a period up to December 31, 2018 and liable to retire by rotation. Mr. Sandeep Singh is entitled to a remuneration of ₹2.5 million per month with effect from April 1, 2015. Mr. Sandeep Singh is also entitled for medical reimbursement of ₹100,000 per annum, leave travel allowance, personal accident insurance premium, provident fund and family pension, gratuity, encashment of leave, two Company cars with two drivers, club fees and two domestic helpers. Mr. Sandeep Singh is not entitled to sitting fees for attending the meeting of our Board of Directors.

5. Mr. Balmiki Prasad Singh

Mr. Balmiki Prasad Singh was re-appointed as the Executive Director of our Company pursuant to a Board resolution dated February 20, 2015 and Shareholders' resolution dated March 16, 2015 with effect from April 1, 2015 up to December 31, 2018 and liable to retire by rotation. Mr. Balmiki Prasad Singh is entitled to a remuneration of ₹2 million per month. Mr. Balmiki Prasad Singh is also entitled for medical reimbursement of ₹100,000 per annum, leave travel allowance, personal accident insurance premium, provident fund and family pension, gratuity, encashment of leave, two Company cars with two drivers, club fees and two domestic helpers. Mr. Balmiki Prasad Singh is not entitled to sitting fees for attending the meeting of our Board of Directors.

6. Mr. Mritunjay Kumar Singh

Mr. Mritunjay Kumar Singh was re-appointed as the Executive Director pursuant to a Board resolution dated February 20, 2015 and Shareholders' resolution dated March 16, 2015 with effect from April 1, 2015 up to December 31, 2018 and liable to retire by rotation. Mr. Mritunjay Kumar Singh is entitled to a remuneration of ₹2.5 million per month. Mr. Mritunjay Kumar Singh is also entitled for medical reimbursement of ₹100,000 per annum, leave travel allowance, personal accident insurance premium, provident fund and family pension, gratuity, encashment of leave, two Company cars with two drivers, two domestic helpers and club fees. Mr. Mritunjay Kumar Singh is not entitled to sitting fees for attending the meeting of our Board of Directors.

Arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which the directors were selected as a director or member of senior management

Except for Mr. Samprada Singh, Mr. Basudeo N. Singh, Mr. Balmiki Prasad Singh, Mr. Dhananjay Kumar Singh, Mr. Mritunjay Kumar Singh and Mr. Sandeep Singh who have been appointed on our Board of Directors pursuant to the Shareholders' Agreement, there is no arrangement or understanding with the major shareholders, customers, suppliers or others, pursuant to which any of our Directors were appointed on our Board of Directors. For further details of the Shareholders' Agreement, please refer to the chapter "*History and Certain Corporate Matters*" on page 158.

Details of Service Contracts

Our Company has not entered into any service contracts with any of the Directors of our Company.

Borrowing powers of our Board of Directors

In accordance with the Articles of Association, our Board of Directors has been empowered to borrow funds in accordance with applicable law. The shareholders of our Company in their resolution passed at the AGM held on September 30, 2010, permitted our Board to borrow funds not exceeding ₹15,000 million.

Remuneration of our Directors

The Non-Executive and Independent Directors are paid remuneration by way of sitting fees, and other expenses (travelling, boarding and lodging incurred for attending our Board of Directors / committee meetings/ shareholders meetings) and commission if any. The remuneration of the Executive Directors is fixed by the Nomination and Remuneration committee which is subsequently approved by our Board of Directors and shareholders at a general meeting.

A. Non-Executive/ Independent Directors

Our Company pays sitting fees of ₹20,000 per meeting to the Non-Executive/Independent Directors for attending meetings of our Board of Directors, committees and shareholders.

The following table sets forth sitting fees paid by the Company to our Non-Executive/ Independent Directors for the fiscal year 2015**:**

(in ₹)

Name	Total
Ennapadam Narayanan Shankar*	97,500
Akhouri Maheshwar Prasad	1,00,000
Ranjal Laxmana Shenoy	1,00,000
Mangaldas Chhaganlal Shah	1,60,000
Arun Kumar Purwar	20,000

**has ceased to be Director w.e.f. June 15, 2015*

B. Executive Director

The following table sets forth remuneration paid to our Executive Directors for fiscal year 2015:

(in ₹ million)

Name	Total
Samprada Singh	85.5
Basudeo N. Singh	86.4
Balmiki Prasad Singh	10.0
Dhananjay Kumar Singh	14.8
Sandeep Singh	12.5
Mritunjay Kumar Singh	3.9

Shareholding of Directors in our Company and our Subsidiaries

Shareholding in our Company

The Articles of Association do not require the Directors to hold any qualification Equity Shares in our Company.

The following table sets forth details of the shareholding of our Directors as of the date of this Draft Red Herring Prospectus:

Name of the Director	No. of Equity Shares	% of pre-Offer shareholding
Samprada Singh	4,992,520	4.2
Basudeo N. Singh	8,332,950	7.0
Balmiki Prasad Singh	6,215,760	5.2
Dhananjay Kumar Singh	5,698,260	4.8
Mritunjay Kumar Singh	5,698,260	4.8
Sandeep Singh	1,591,600	1.3

Shareholding in Subsidiaries

The following table sets forth details of the shareholding of our Directors in our Subsidiaries as of the date of this Draft Red Herring Prospectus:

Name of the Director	Company in which the equity shares are held	No. of equity Shares
Samprada Singh	Indchemie Health Specialities Private Limited	16,364
	Cachet Pharmaceuticals Private Limited	545
Basudeo N. Singh	Enzene Biosciences Limited	1
	Indchemie Health Specialities Private Limited	18,750
	Cachet Pharmaceuticals Private Limited	731
Balmiki Prasad Singh	Indchemie Health Specialities Private Limited	11,192
	Cachet Pharmaceuticals Private Limited	175
Dhananjay Kumar Singh	Indchemie Health Specialities Private Limited	16,500
	Cachet Pharmaceuticals Private Limited	525
Mritunjay Kumar Singh	Indchemie Health Specialities Private Limited	16,500
	Cachet Pharmaceuticals Private Limited	525
Sandeep Singh	Alkem Laboratories (Pty) Limited	1 equity share of Rand 10
	Alkem Laboratories Corporation	1 equity share
	Alkem Laboratories Corporation	1 equity share of Pesos 100
	Enzene Biosciences Limited	1
	Cachet Pharmaceuticals Private Limited	340

Shareholding in Associate companies

Our Company does not have any associate companies.

Appointment of relatives of our Directors to any office or place of profit

Except as disclosed below, none of the relatives of our Directors currently hold any office or place of profit in our Company:

1. Mr. Satish Kumar Singh, son of Mr. Samprada Singh, brother of Mr. Balmiki Prasad Singh and father of Mr. Sandeep Singh, is employed as Head of Operations, at a remuneration of ₹2.1 million per month.

2. Mr. Sarandhar Singh, grandson of Mr. Samprada Singh and son of Mr. Balmiki Prasad Singh, is employed as a Vice President, Marketing and Sales, at a remuneration of ₹1.5 million per month.

3. Mr. Sarvesh Singh, grandson of Mr. Samprada Singh and brother of Mr. Sandeep Singh, is employed as a Vice President, Marketing and Sales, at a remuneration of ₹1.5 million per month.

4. Mr. Srinivas Singh, grandson of Mr. Samprada Singh and son of Mr. Balmiki Prasad Singh, is employed as a Vice President, Marketing and Sales, at a remuneration of ₹1.5 million per month.

Shares purchased or sold by our Directors and/ or their relatives in our Company and our Subsidiaries in the last six months prior to the date of filing of the Draft Red Herring Prospectus

Our Company

Our Directors and/ or their relatives have not purchased or sold any Equity Shares of our Company in the last six months prior to the date of filing of the Draft Red Herring Prospectus.

Subsidiaries

Except as stated below none of our Directors and/ or their relatives have purchased or sold any Equity Shares of our Subsidiaries in the last six months prior to the date of filing of the Draft Red Herring Prospectus.

Company in which the equity shares are held	Name of the director/ relative	No. of equity Shares	Date of purchase/ sale
Indchemie	Jayanti Sinha	(17,350)	March 30, 2015
	Lalan Kumar Singh	(10,775)	

Company in which the equity shares are held	Name of the director/ relative	No. of equity Shares	Date of purchase/ sale
	Samprada Singh	(10,611)	
	Balmiki Prasad Singh	(7,258)	
	Satish Kumar Singh	(6,274)	
	Nawal Kishore Singh	(4,200)	
	Samprada Singh (HUF)	(2,773)	
	Manju Singh	(1,859)	
Cachet	Basudeo N. Singh (HUF)	(915)	March 27, 2015
	Samprada Singh	(295)	
	Basudeo N. Singh	(534)	
		305	
	Dhananjay Kumar Singh	(305)	
		305	
	Rekha Singh	(881)	
	Samprada Singh (HUF)	(240)	
	Nawal Kishore Singh	(420)	
	Manju Singh	(232)	
	Satish Kumar Singh	(253)	
	Sarvesh Singh	(185)	
	Sandeep Singh	(185)	
	Mritunjay Kumar Singh	(305)	
		305	
	Jayanti Sinha	(750)	
	Balmiki Prasad Singh	(95)	

Bonus or profit sharing plans

Our Company does not have any bonus or profit sharing plan for our Directors.

Interest of our Directors

All of our Directors may be deemed to be interested to the extent of fees, if any, payable to them for attending meetings of our Board of Directors or a committee or shareholders' meetings thereof as well as to the extent of reimbursement of expenses payable to them under our Articles of Association, and to the extent of remuneration or commission paid to them. Some of our Directors may be deemed to be interested to the extent of transactions carried out with related parties as stated in "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on page 271. Our Directors may also be regarded as interested in the Equity Shares, if any, held by them in our Company.

Our Directors have no interest in any property acquired by us within two years of the date of this Draft Red Herring Prospectus.

Except for Mr. Samprada Singh, Mr. Basudeo N. Singh, Mr. Balmiki Prasad Singh, Mr. Dhananjay Kumar Singh, Mr. Mritunjay Kumar Singh and Mr. Sandeep Singh, our Directors have no interest in the promotion of our Company other than in the ordinary course of business.

Our Company has entered into a leave and licence agreement dated November 1, 2013 with Mr. Dhananjay Kumar Singh and his wife Ms. Madhurima Singh for property located at 15, Vasudha Apartments, SH Tandel Marg, Babasaheb Worlikar Marg, Prabhadevi, Mumbai – 400 025, Maharashtra for a rental of ₹160,000 per month, of which ₹48,000 is payable to Mr. Dhananjay Kumar Singh and the rest to Ms. Madhurima Singh. The agreement is valid up to October 31, 2018.

Our Company has entered into a leave and licence agreement dated November 1, 2013 with Mr. Basudeo N. Singh and his granddaughter Ms. Divya Singh for property located at Flat No 103, 1st floor, Skyflama – A wing, Dosti Flemingo, China Mill Compound, Tokersi Jivraj Road, Parel, Sewari, Mumbai – 4000 015, Maharashtra for a rental of ₹90,000 per month, which is payable to Ms. Divya Singh. The agreement is valid up to October 31, 2018.

No loans hav been availed by our Directors from our Company.

Changes in our Board in the last three years

The following changes have occurred in our Board of Directors in the last three years:

Name	Date of appointment/ change/ cessation	Reason for change
Sandeep Singh	August 9, 2013	Appointed as an additional Director
	August 18, 2014	Change of designation as Director
Nawal Kishore Singh	January 2, 2015	Resignation as Director
Prabhat Narain Singh	February 20, 2015	Resignation as Director
Akhouri Maheshwar Prasad	February 20, 2015	Appointed as an Additional Director – designated as independent director
Ranjal Laxmana Shenoy	February 20, 2015	Appointed as an Additional Director – designated as independent director
Samprada Singh	February 20, 2015	Redesignated as Chairman Emeritus
Basudeo N. Singh	February 20, 2015	Redesignated as Executive Chairman
Dhananjay Kumar Singh	February 20, 2015	Redesignated as Joint Managing Director
Sandeep Singh	February 20, 2015	Redesignated as Joint Managing Director
Arun Kumar Purwar	March 16, 2015	Appointed as Additional Director – designated as independent director
Akhouri Maheshwar Prasad	March 16, 2015	Change of designation as Director – Independent Director
Ranjal Laxmana Shenoy	March 16, 2015	Change of designation as Director – Independent Director
Ennapadam Narayanan Shankar	June 15, 2015	Resignation as Director
Sangeeta Kapiljit Singh	June 29, 2015	Appointed as Additional Director – designated as independent director
Sudha Ravi	June 29, 2015	Appointed as Additional Director – designated as independent director
Arun Kumar Purwar	July 13, 2015	Change of designation as Director – Independent Director
Sangeeta Kapiljit Singh	July 13, 2015	Change of designation as Director – Independent Director
Sudha Ravi	July 13, 2015	Change of designation as Director – Independent Director

Corporate Governance

The provisions of the Listing Agreement with respect to corporate governance will be applicable to our Company immediately upon the listing of the Equity Shares on the Stock Exchanges. We are in compliance with the requirements of the applicable regulations including the Listing Agreement and the Companies Act, 2013, in respect of corporate governance including the constitution of our Board of Directors and committees. Our Board of Directors consists of a total of 12 Directors (including two woman directors) of which six are independent directors (as defined under clause 49), which constitutes 50% of our Board of Directors.

The Board functions either as a full board or through various committees constituted to oversee specific operational areas. Our Company's executive management provides the Board with detailed reports on its performance periodically.

The details of the Audit committee, Nomination and Remuneration committee, Stakeholders' Relationship committee, Corporate Social Responsibility Committee and Risk Management committee are given below:

Committees of the Board

A. Audit Committee

The audit committee was constituted on March 20, 2008 and reconstituted on June 29, 2015. The present constitution of the audit committee is as follows:

Name of the director	Designation in the committee
Ranjal Laxmana Shenoy	Chairman
Sudha Ravi	Member
Mritunjay Kumar Singh	Member

Mr. Manish Narang, Senior Vice President, Legal, Company Secretary and Compliance Officer is the secretary of the audit committee.

Terms of reference of the audit committee:

1. Oversight of the company’s financial reporting process, examination of the financial statement and the auditors’ report thereon and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2. Providing recommendation for appointment, re-appointment and replacement, remuneration and terms of appointment of auditors of the company and the fixation of audit fee;

3. Review and monitor the statutory auditor’s independence and performance and effectiveness of audit process;

4. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

5. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:

   i. Matters required to be included in the ‘Director’s Responsibility Statement’ to be included in the Board’s report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013, as amended;
   ii. Changes, if any, in accounting policies and practices and reasons for the same;
   iii. Major accounting entries involving estimates based on the exercise of judgment by management;
   iv. Significant adjustments made in the financial statements arising out of audit findings;
   v. Compliance with listing and other legal requirements relating to financial statements;
   vi. Disclosure of any related party transactions; and
   vii. Qualifications in the draft audit report.

6. Reviewing, with the management, the quarterly and half-yearly financial statements before submission to the Board for approval;

7. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

8. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;

9. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

10. Discussion with internal auditors any significant findings and follow up there on;

11. Reviewing the findings of any internal investigations by the internal auditors into matters where there is

suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

12. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

13. Look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

14. Review the functioning of the whistle blower mechanism;

15. Approval of appointment of the chief financial officer (i.e., the whole time finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;

16. To investigate any activity within its terms of reference;

17. To seek information from any employee;

18. To obtain outside legal or other professional advice;

19. To secure attendance of outsiders with relevant expertise, if it considers necessary;

20. Approval or any subsequent modification of transactions of the company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company subject to such conditions as may be prescribed;

21. Scrutiny of inter-corporate loans and investments;

22. Valuation of undertakings or assets of the company, wherever it is necessary;

23. Evaluation of internal financial controls and risk management systems; and

24. Carry out any other function as mentioned in the terms of reference of the Audit Committee.

Powers of the Audit Committee shall include the following:

1. To investigate any activity within its terms of reference;

2. To seek information from any employee;

3. To obtain outside legal or other professional advice; and

4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

The Audit Committee also reviews the following information:

1. Management's discussion and analysis of financial condition and results of operations;

2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by the management;

3. Management letters / letters of internal control weaknesses issued by the statutory auditors;

4. Internal audit reports relating to internal control weaknesses; and

5. The appointment, removal and terms of remuneration of the chief internal auditor.

The audit committee met seven times during fiscal year 2015.

B. Nomination and Remuneration Committee

Our Board of Directors has constituted the Nomination and Remuneration Committee in its meeting held on January 30, 2015. This committee was reconstituted on June 29, 2015. The present constitution of the Nomination and Remuneration Committee is as follows:

Name of the director	Designation in the committee
Arun Kumar Purwar	Chairman
Sangeeta Kapiljit Singh	Member
Akhouri Maheshwar Prasad	Member
Basudeo N. Singh	Member

Terms of reference of the Nomination and Remuneration Committee

(a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

(b) Formulation of criteria for evaluation of independent directors and the Board;

(c) Devising a policy on Board diversity;

(d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. Our Company shall disclose the remuneration policy and the evaluation criteria in its Annual Report;

(e) Analysing, monitoring and reviewing various human resource and compensation matters;

(f) Determining the company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

(g) Determining compensation levels payable to the senior management personnel and other staff (as deemed necessary), which shall be market-related, usually consisting of a fixed and variable component;

(h) Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

(i) Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(j) Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including the Insider Trading Regulations and the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003.

(k) Performing such other activities as may be delegated by the Board of Directors and/or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.

The Nomination and Remuneration committee met two times during fiscal year 2015.

Stakeholders' Relationship Committee

The Board of Directors of the Company has constituted a Stakeholders' Relationship Committee in its meeting held on June 29, 2015. The present constitution of the Stakeholders' Relationship Committee is as follows:

Name of the director	Designation in the committee
Ranjal Laxmana Shenoy	Chairman
Dhananjay Kumar Singh	Member
Sandeep Singh	Member
Mangaldas Chhaganlal Shah	Member

The Stakeholders' Relationship Committee was constituted for redressing of shareholders and investors complaints including but not limited to transfer of shares, non-receipt of annual report and non-receipt of dividend.

The scope and function of the Stakeholders' Relationship committee is in accordance with section 178 of the Companies Act, 2013.

The terms of reference of the Stakeholders' Relationship Committee of our Company include the following:

(a) Considering and resolving the grievances of security holders of the Company, including complaints related to transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends, balance sheets of the Company or any other documents or information to be sent by the Company to its shareholders etc.

(b) Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;

(c) Giving effect to all transfer/ transmission of shares and debentures, dematerialization of shares and rematerialisation of shares, split and issue of duplicate/consolidated share certificates, allotment and listing of shares, buy back of shares, compliance with all the requirements related to shares, debentures and other securities from time to time;

(d) Oversee the performance of the registrars and transfer agents of the Company and to recommend measures for overall improvement in the quality of investor services and also to monitor the implementation and compliance of the code of conduct for prohibition of insider trading pursuant to the Insider Trading Regulations, and other related matters as may be assigned by the board of directors; and

(e) Carrying out any other function as prescribed under the equity listing agreement.

C. Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee was constituted on March 16, 2015. The scope and functions of the Corporate Social Responsibility Committee is in accordance with Section 135 of the Companies Act, 2013.

The present constitution of the Corporate Social Responsibility Committee is as follows:

Name of the director	Designation in the committee
Ranjal Laxmana Shenoy	Chairman
Dhananjay Kumar Singh	Member
Balmiki Prasad Singh	Member
Sandeep Singh	Member

Terms of reference of the Corporate Social Responsibility Committee

(a) Formulate and recommend to the board of directors, a "Corporate Social Responsibility Policy" which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act;

(b) Review and recommend the amount of expenditure to be incurred on the activities referred to in clause (a);

(c) Monitor the Corporate Social Responsibility Policy of the Company and its implementation from time to time; and

(d) Any other matter as the Corporate Social Responsibility Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

The Corporate Social Responsibility committee met one time during fiscal year 2015.

D. Risk Management Committee

The Risk Management Committee was constituted by our Board of Directors in the meeting held on June 29, 2015.

The present constitution of the Risk Management Committee is as follows:

Name of the director	Designation in the committee
Dhananjay Kumar Singh	Member
Mritunjay Kumar Singh	Member
Sandeep Singh	Member

The terms of reference of the Risk Management Committee shall include the following:

(a) Laying down risk assessment and minimization procedures and the procedures to inform Board of the same;

(b) Framing, implementing, reviewing and monitoring the risk management plan for the Company; and

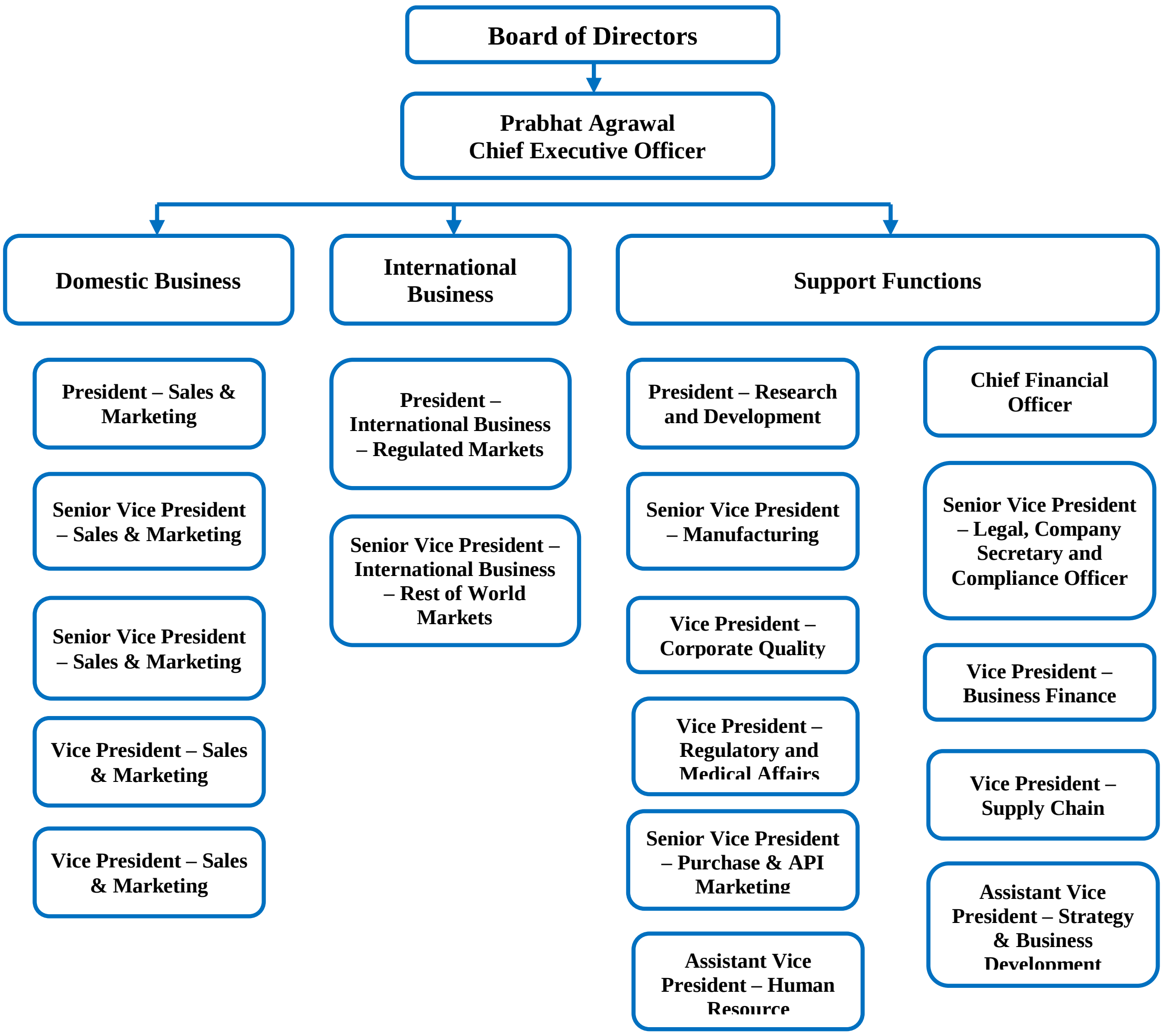
(c) Performing such other activities as may be delegated by the Board of Directors and/or are statutorily prescribed under any law to be attended to by the Risk Management Committee.

Policy on prevention of insider trading

We are in compliance with the provisions of the Insider Trading Regulations.

Mr. Manish Narang, the Senior Vice President, Legal, Company Secretary and Compliance Officer, is responsible for setting forth policies, procedures, monitoring and adhering to the rules for the prevention of dissemination of price sensitive information and the implementation of the code of conduct under the overall supervision of the Board.

Management Organisational Structure



Key managerial personnel

The key managerial personnel of the Company as of the date of the Draft Red Herring Prospectus are as follows:

Mr. Prabhat Agrawal, aged 38 years, is the Chief Executive Officer of our Company. He graduated from University of Mumbai as Bachelor of Commerce. He is also a Chartered Accountant, CFA Charter Holder (Chartered Financial Analyst) and holds a Master's degree in Business Administration from Indian School of Business, Hyderabad. He has been associated with our Company since October, 2014. He has both Indian and international experience in areas such as corporate strategy, operations management and financial management including mergers and acquisitions. Prior to joining our Company he has been associated with Hero Honda Motors Limited, A. F. Ferguson and Company, Aditya Birla Group, Frigoglass India Private Limited and Metalfrio Solutions S.A. He received a compensation of ₹17.8 million during fiscal year 2015.

Mr. Rajesh Dubey, aged 49 years, is the Chief Financial Officer of our Company. He graduated from University of Mumbai as Bachelor of Commerce. He is also a qualified Chartered Accountant. He has been associated with our Company since April, 2010. He vast experience in audit, taxation and finance. Prior to joining our Company he was associated with Lupin Limited. He received a compensation of ₹9.0 million during fiscal year 2015.

Mr. Girish Jain, aged 50 years, is the President, Research and Development, of our Company. He graduated from University of Delhi as Bachelor of Pharmacy. He also holds a Master's degree in Pharmacy and a Ph.D from University of Delhi. He has been associated with our Company since April, 2014. His expertise is in areas such as analytical research and product development. Prior to joining our Company he has been associated with Wockhardt Limited and Ranbaxy Laboratories Limited. He received a compensation of ₹21.1 million during fiscal year 2015.

Mr. Arvind Sharma, aged 55 years, is the President, Sales and Marketing, of our Company. He graduated from University of Calcutta as Bachelor of Science. He has been associated with our Company since May, 2012. He has vast experience in areas such as strategic business unit management, marketing and sales management. Prior to joining our Company he has been associated with Ranbaxy Laboratories Limited, GSK Pharmaceuticals Limited, Glaxo Laboratories Limited and Wockhardt Limited. He received a compensation of ₹15.5 million during fiscal year 2015.

Mr. Manish Narang, aged 45 years, is the Senior Vice President, Legal, Company Secretary and Compliance Officer of our Company. He graduated from University of Delhi as Bachelor of Commerce. He also holds a Bachelor's degree in Law from Chaudhary Charan Singh University, Meerut. He is also a qualified Company Secretary and holds a Master's degree in Management Sciences from University of Pune. He has been associated with our Company since November, 2006. Prior to joining our Company he was associated with Win-Medicare Private Limited and Western India Sugar Chemical Industry Limited. He received a compensation of ₹5.2 million during fiscal year 2015.

Mr. Rajbir Sandhu, aged 54 years, is the Senior Vice President, Sales and Marketing, of our Company. He graduated from Guru Nanak Dev University as Bachelor of Science. He also holds a Master's Degree in Industrial Chemistry from Guru Nanak Dev University. He has been associated with our Company since March, 2011. Prior to joining our Company he was associated with Ranbaxy Laboratories Limited. He received a compensation of ₹7.9 million during fiscal year 2015.

Mr. Amit Ghare, aged 44 years, is the President, International Business, of our Company. He is responsible for regulated markets including U.S., Australia, Europe, North America, South America and Asia. He graduated from University of Pune as Bachelor of Engineering. He also holds a Master's Degree in Business Administration from University of Pune. He has vast experience in areas such as international sales, corporate planning and strategic management and has been associated with our Company since October, 2008. Prior to joining our Company he was associated with Lupin Limited. He received a compensation of ₹14.2 million during fiscal year 2015.

Mr. Anil Arora, aged 51 years, is the Senior Vice President, Manufacturing of our Company. He is responsible for global manufacturing operations. He graduated from Karnataka University, Dharwad as Bachelor of Pharmacy. He is also a qualified Six Sigma Auditor. He has been associated with our Company since June, 2014. He has vast experience in manufacturing of pharmaceuticals and prior to joining our Company he was associated with Abbott India Limited. He received a compensatiozn of ₹11.3 million during fiscal year 2015.

Mr. Mukesh Tiwary, aged 49 years, is the Vice President, Sales and Marketing, of our Company. He graduated from University of Delhi as a Bachelor of Arts. He has also completed a certificate course in import export management from Birla Institute of Liberal Arts and Management Services. Pursuant to his graduation, he has been associated with our Company for more than 17 years. He received a compensation of ₹7.7 million during fiscal year 2015.

Mr. K.R. Prakash, aged 47 years, is the Vice President, Head Corporate Quality, of our Company. He graduated from Bharathiar University as Bachelor of Pharmacy. He also holds a Master's of Science in Pharmaceutical Technology from Vinayaka Missions University. He has been associated with our Company since November 2013. He is experienced in areas such as quality management system, pharmaceutical design, quality control, microbiological laboratory operations and global regulatory requirements of pharmaceutical industries. Prior to joining our Company he was associated with Aurobindo Pharma Limited. He received a compensation of ₹7.1 million during fiscal year 2015.

Mr. Satyavan Manikani, aged 47 years, is the Assistant Vice President, Strategy and Business Development, of our Company. He graduated from University of Pune as Bachelor of Pharmacy. He also holds a Master's Degree in Business Administration from Institute for Technology and Management, Mumbai. He has been associated with our Company since October, 2010. He is experienced in areas such as marketing, sale management, strategic management and business development. Prior to joining our Company he was associated with Ranbaxy Laboratories Limited. He received a compensation of ₹4.5 million during fiscal year 2015.

Mr. Ambrish Kumar Srivastava, aged 57 years, is the Vice President, Regulatory and Medical Affairs, of our Company. He graduated from University of Gorakhpur as Bachelor of Medicine and Bachelor of Surgery (MBBS). He holds a Doctorate of Medicine in Pharmacology from University of Gorakhpur. He has been associated with our Company since October, 2013. His expertise is in undertaking clinical Research, bioavailability and bioequivalence studies (ANDA) and post marketing study. Prior to joining our Company he has been associated with Torrent Private Limited, Dr. Reddy's Laboratories Limited, Indus Biotherapeutics Limited, Zydus Cadilla Healthcare Limited, Elli Lilly Ranbaxy Limited, Cadila Heathcare Private Limited and Lady Hardinge Medical College and Smt. Sucheta Kriplani Hospital, GoI and B.T.D. Medical College, Gorakhpur. He received a compensation of ₹4.2 million during fiscal year 2015.

Mr. Venkatesh S., aged 48 years, is the President and CEO of Ascend Laboratories LLC, our Subsidiary in the United States. He graduated from University of Mumbai as Bachelor of Chemical Engineering. He also holds a Master's degree in Chemical Engineering from Washington State University, U.S. and a Post Graduate Diploma in Business Management from Indian Institute of Management, Ahmedabad. He was associated with our Company up to December 8, 2014 and joined as the President of our Subsidiary, Ascend Laboratories LLC on December 9, 2014. His expertise is in areas such as product development, business development, strategic management and operations management. Prior to joining our Company he has been associated with Pfizer Limited. He received a compensation of ₹11.9 million from our Company and ₹9.16 million from Ascend Laboratories LLC during fiscal year 2015.

Note: Except Mr. Venkatesh S. who is the permanent employee of our Subsidiary, Ascend Laboratories LLC, all our KMPs are permanent employees.

Nature of any family relationship between the key managerial personnel

None of the key managerial personnel are related to each other.

Shareholding of key managerial personnel

None of the key managerial personnel hold any Equity Shares

Stock option plan/sock purchase scheme

Our Company does not have an employee stock option Plan or a stock purchase scheme.

Changes in Key Managerial Personnel

The following are the changes in key managerial personnel other than by way of retirement in the normal course:

Sr. No.	Name of the employee	Designation	Date of change	Reason
1.	Bhagwat Dhingra	Senior Vice President – Marketing and Sales	August 3, 2012	Resignation
2.	Rajendra Gokhale	Assistant Vice president – Corporate Quality	May 15, 2013	Resignation
3.	Dr. Ambrish Srivastava	Assistant Vice president – Clinical Research	October 7, 2013	Appointment
4.	Ravindra Shenoy	Chief Operating Officer	October 10, 2013	Resignation
5.	K. R. Prakash	Vice President – Corporate Quality	November 11, 2013	Appointment
6.	S.B. Roy	President – Research and Development	January 31, 2014	Resignation
7.	Girish Jain	President – Research and Development	April 2, 2014	Appointment
8.	Anil Arora	Senior vice president – Manufacturing	June 2, 2014	Appointment
9.	Rajesh Dubey	CFO	August 1, 2014	Promotion
10.	Prabhat Agrawal	CEO	October 21, 2014	Appointment
11.	Arvind Sharma	President – Marketing and Sales	September 1, 2014	Promotion
12.	S. Venkatesh	Vice president – international business	December 9, 2014	Resignation from our Company and appointment to our Subsidiary, Ascend Laboratories LLC
		President and CEO– Ascend Laboratories LLC	December 9, 2014	

Bonus or profit sharing plan for managerial personnel

Other than the Variable Pay Policy, 2015 ("**Policy**"), our Company does not have a bonus or a profit sharing plan for the management cadre including Key Managerial Personnel. The Policy links the variable pay to be paid as percentage of the cost to the company, grade wise, on basis of performance of our Company, performance of various business units and individual performance of the Eligible Employees. For Eligible Employees in support functions, the determining factor would be performance of our Company and individual performance of the employees. The Policy covers all confirmed managerial grade employees of our Company.

Interest of key managerial personnel

The key managerial personnel do not have any interest in us other than to the extent of the remuneration or benefits to which they are entitled to as per their terms of appointment, reimbursement of expenses incurred by them during the ordinary course of business and loans availed by the certain key managerial personnel as described below.

Arrangements and understanding with major shareholders, customers, suppliers or others

None of our key management personnel have been selected pursuant to any arrangement or understanding with any of our major shareholders, customers, suppliers or others.

Payment of benefits to officers

Except as disclosed in the Draft Red Herring Prospectus, other than statutory payments and remuneration, in the last two years, we have not paid or have intended to pay any other amount or benefit to any of our officers.

Loans taken by key managerial personnel

Except as stated below none of the key managerial personnel has taken loan from our Company:

Sr. No.	Name of KMP	Designation	Amount outstanding as on March 31, 2015
1.	Girish Kumar Jain	President – Research and Development	₹5,000,000
2.	Mukesh Tiwari	Vice President, Marketing & Services	₹3,347,200
3.	Prabhat Agrawal	CEO	₹3,046,244
4.	Manish Narang	Senior Vice President, Legal, Company Secretary and Compliance Officer	₹1,370,000

Sr. No.	Name of KMP	Designation	Amount outstanding as on March 31, 2015
5.	Amit Ghare	President, International Business	₹199,988
6.	Satyavan Manikani	Assistant Vice President, Strategy and Business Development	₹354,000
7.	S. Venkatesh	President and CEO – Ascend Laboratories LLC	USD 100,000

OUR PROMOTERS, PROMOTER GROUP AND GROUP COMPANIES

A. Promoters of our Company

Our Company has 23 Promoters who jointly hold 64,302,440 Equity Shares of our Company which, in aggregate, constitutes 53.8% of the issued and paid-up Equity Share capital of our Company. The details of our Promoters are set forth below:

Mr. Samprada Singh

aged 85 years, is the Chairman Emeritus of our Company. He is a resident Indian national.

For further details, please refer to the chapter "*Our Management*" on page 174.

Mr. Samprada Singh does not have a driving license and voter identity card.

Mr. Balmiki Prasad Singh

aged 60 years, is the Executive Director of our Company. He is a resident Indian national.

For further details, please refer to the chapter "*Our Management*" on page 174.

Mr. Balmiki Prasad Singh does not have a driving license and voter identity card.

Ms. Manju Singh

aged 56 years, is a homemaker and is not involved in the day to day management of our Company. She is a resident of West More II Flat No. 101, Pochkhawala Road, Worli seaface, Mumbai – 400 018, Maharashtra, India and has completed her matriculation from Lakhi Sarai, Bihar. She currently does not hold any directorships.

Ms. Manju Singh is a resident Indian national. Her voter identification number is MT/05/030/030391 and she does not hold a driving license.

Mr. Sarandhar Singh

aged 28 years, is the Vice President – Sales and Marketing with our Company. He is a resident of West More II Flat No. 101, Pochkhawala Road, Worli seaface, Mumbai – 400 018, Maharashtra, India and has completed his 1st year of bachelors in Arts from University of Mumbai. Mr. Sarandhar Singh is a director on the board of Alkem Pharmaceuticals Private Limited.

Mr. Sarandhar Singh is a resident Indian national. He does not have a driving license and voter identity card.

Mr. Srinivas Singh

aged 26 years, is the Vice President – Sales and Marketing with our Company. He graduated as Bachelor of Science from Albright College. He is a resident of West More II Flat No. 101, Pochkhawala Road, Worli Seaface, Mumbai – 400 018, Maharashtra, India. Mr. Srinivas Singh is a director on the board of Alkem Pharmaceuticals Private Limited

Mr. Srinivas Singh is a resident Indian national. He does not have a driving license and voter identity card.

Mr. Satish Kumar Singh

aged 55 years, is the managing director on the board of our Subsidiary, Cachet. He has cleared his standard XII from Magadh University, Bihar. He is a resident of 403/404, Richoux Society, Chimbai Road, Junction of Kantawadi & St. Josephs Road Bandra (West), Mumbai – 400 050, Maharashtra, India. Mr. Satish Kumar Singh is a director on the boards of (i) Okai Logistic Services Private Limited, (ii) Intiva Lifecare OPC Private Limited and (iii) Cachet Pharmaceuticals Private Limited. He is also the managing trustee in Late Shri. KP Srinarayan Charitable Trust.

Mr. Satish Singh is a resident Indian national. The driving license number of Mr. Satish Kumar Singh is MH0120110022516 and he does not have a voter identity card

Ms. Premlata Singh

aged 56 years, is a homemaker and is not involved in the day to day management of our Company. She is a resident of Flat no. 404, Richoux Society, Chimbai Road, Junction of Kantawadi and St. Josephs Road Bandra (West), Mumbai – 400 050, Maharashtra, India and has completed her matriculation from Gavaspur School, Nalanda District, Bihar. She currently does not hold any directorships.

Ms. Premlata Singh is a resident Indian national. She does not have a driving license and voter identity card.

Mr. Sarvesh Singh

aged 33 years, is the Vice President – Sales and Marketing with our Company and has cleared higher secondary certificate course from Mumbai University. He is a resident of 403/404 & 503/504, Richoux Society, Chimbai Road, Junction of Kantawadi and St. Josephs Road Bandra (West), Mumbai – 400 050, Maharashtra, India. Mr. Sarvesh Singh is a director on the boards of (i) White Coal Investments Private Limited, (ii) Nanhamati And Samprada Singh Foundation and (iii) Alkem Pharmaceuticals Private Limited. He is also the trustee in Nanhamati & Samprada Singh Foundation Trust.

Mr. Sarvesh Singh is a resident Indian national. He does not have a driving license and voter identity card.

Ms. Annapurna Singh

aged 30 years, is a homemaker and is not involved in the day to day management of our Company. She graduated as Bachelor of Science from BA Ambedkar University, Muzaffarpur, Bihar. She is a resident of 403/404, Richoux Society, Chimbai Road, Junction of Kantawadi and St. Josephs Road Bandra (West), Mumbai – 400 050, Maharashtra, India. She currently does not hold any directorships.

Ms. Annapurna Singh is a resident Indian national. She does not have a driving license and voter identity card.

Mr. Sandeep Singh

aged 33 years, is the Joint Managing Director of our Company. He is a resident Indian national.

For further details, please refer to the chapter "*Our Management*" on page 174.

Mr. Sandeep Singh is a resident Indian national. His driving license number is MH02 20080028530 and he does not have a voter identity card.

Ms. Inderjit Arora

aged 30 years is one of the partners of Nikki Arora Fine Jewellery LLP which is involved in the jewellery business. She is not involved in the day to day management of our Company. She graduated as Bachelor of Commerce from University of Mumbai and Masters of Science in Management from Sir John Cass Business School, the City University, London. She is a resident of 403/404, Richoux Society, Chimbai Road, Junction of Kantwadi & St. Josephs Road Bandra (West), Mumbai – 400 050, Maharashtra. She currently does not hold any directorships.

Ms. Inderjit Arora is a resident Indian national. Her driving license number is MH02 20033026209 and she does not have a voter identity card.

Mr. Basudeo N. Singh

aged 74 years, is the Executive Chairman of our Company.

For further details, please refer to the chapter "*Our Management*" on page 174.

Mr. Basudeo N. Singh is a resident Indian national. He does not have a driving license and voter identity card.

Ms. Rekha Singh

aged 71 years is a homemaker and is not involved in the day to day management of our Company. She is a resident of 31A, Suraiya Apartments, Sir Pochkanwala Road, Worli Seaface, Worli, Mumbai – 400 030, Maharashtra, India and has studied upto 7th standard from Begusarai, Bihar. She currently does not hold any directorships.

Ms. Rekha Singh is a resident Indian national. Her voter identification number is SHA1815133 and she does not have a driving license.

Mr. Dhananjay Kumar Singh

aged 53 years, is the Joint Managing Director of our Company.

For further details, please refer to the chapter "*Our Management*" on page 174.

Mr. Dhananjay Kumar Singh is a resident Indian national. His voter identification number is MT/05/030/030065 and he does not have a driving license.

Ms. Madhurima Singh

aged 49 years, is a homemaker and is not involved in the day to day management of our Company. Ms. Madhurima Singh has a Master of Science degree from Ranchi University. She is a resident of 15/16, Vasudha Apartments, S.H. Tandel Marg, Dr. Babasaheb Worlikar Chowk, Prabhadevi, Mumbai - 400 025, Maharashtra. She currently does not hold any directorships.

Ms. Madhurima Singh is a resident Indian national and her voter identification number is MT/05/030/030066. She does not have a driving license.

Ms. Divya Singh

aged 22 years, is a doctor by profession and is not involved in the day to day management of our Company. Ms. Divya Singh has a Bachelor of Medicine and Bachelor of Surgery degree from Maharashtra University of Health Sciences, Nashik. She is a resident of 16, Vasudha Apartments, opposite century bazar, Mumbai – 400 025, Maharashtra. She currently does not hold any directorships.

Ms. Divya Singh is a resident Indian national and her driving license number is MH0120110058307 and her voter identity number is TDW4798138.

Mr. Aniruddha Singh

aged 15 years, is currently studying in school and is not involved in the management of our Company. He is a resident of 16, Vasudha Apartments, S.H. Tandel Marg, Dr. Babasaheb Worlikar Chowk, Prabhadevi, Mumbai – 400 025, Maharashtra. He is a resident Indian national.

He does not have a driving license and voter identity card.

Mr. Mritunjay Kumar Singh

aged 51 years, is the Executive Director of our Company.

For further details, please refer to the chapter "*Our Management*" on page 174.

Mr. Mritunjay Kumar Singh is a resident Indian national and his voter identification number is ROL2889236. He does not have a driving license.

Ms. Seema Singh

aged 41 years, is a homemaker and is not involved in the day to day management of our Company. She holds a Bachelors in Arts from University of Patna. She is a resident of Flat – 41/42, Lords Apartments, 6th Road, Almeida Park, Bandra West, Mumbai – 400 050, Maharashtra. She currently does not hold any directorships.

Ms. Seema Singh is a resident Indian national and her voter identification number is FLN0909358. She does not have a driving license.

Ms. Meghna Singh

aged 18 years, is currently undergoing her undergraduate studies in medicine at the DY Patil University and is not involved in the management of our Company. She is a resident of Flat no. 41/42, Lords Apartments, 6th Road, Almeida Park, Bandra West, Mumbai – 400 050, Maharashtra.

Ms. Meghna Singh is a resident Indian national. She does not have a driving license and voter identity card.

Mr. Shrey Shreeanant Singh

aged 9 years, is currently studying in school and is not involved in the management of our Company. He is a resident of Flat no. 41/42, Lords Apartments, 6th Road, Almeida Park, Bandra West, Mumbai – 400 050, Maharashtra. He is a resident Indian national.

He does not have a driving license and voter identity card.

Ms. Archana Singh

aged 47 years, is involved in construction and development business and is not involved in the day to day management of our Company. She graduated as Bachelor of Science from M.M. College, Patna. She is a resident of H. No. E-47, Sector-40, NOIDA, Gautam Budh Nagar, Uttar Pradesh. Ms. Archana Singh is a director on the boards of (i) Tilers Engicon Private Limited; and (ii) Maxblis Construction Private Limited.

Ms. Archana Singh is a resident Indian national and her voter identification number is ZHY50226562. She does not have a driving license.

Samprada Singh (HUF)

Samprada Singh (HUF) is a hindu undivided family represented by Mr. Samprada Singh as its Karta. Mr. Samprada Singh is the karta of the HUF. The members of Samprada Singh (HUF) are:

1. Mr. Samprada Singh;
2. Mr. Nawal Kishore Singh;
3. Mr. Balmiki Prasad Singh; and
4. Mr. Satish Kumar Singh.

We confirm that the PAN, bank account numbers and passport numbers of our Promoters will be submitted to the Stock Exchanges on which the Equity Shares are proposed to be listed at the time of filing this Draft Red Herring Prospectus with the Stock Exchanges.

Interests of Promoters

Except as disclosed in this Draft Red Herring Prospectus, our Promoters are interested in our Company to the extent of their respective shareholding, the dividends received by them on such shareholding, and the remuneration/ commission received by some of our Promoters who are Directors on the Board of our Company or are employed by our Company as the case may be. For details of the our Promoters' shareholding in our Company, please refer to "*Capital Structure - Build-up of Promoters' Shareholding, Promoters' contribution and Lock-in*" on page 74. Our Promoters, Mr. Samprada Singh, Mr. Basudeo N. Singh, Mr. Balmiki Prasad Singh and Mr. Mritunjay Kumar Singh are also interested to the extent of being a Director on our Board, as well as any remuneration and reimbursement of expenses payable to them. Further, our Promoters, Mr. Dhananjay Kumar Singh and Mr. Sandeep Singh are also interested to the extent of being the Joint Managing Directors of our Company, as well as any remuneration and reimbursement of expenses payable to them. For more information, please refer to the chapter "*Our Management*" on page 174. Further, our Promoters are also directors on the board, or are members, or are partners of some of our Subsidiaries and Group Companies and may be deemed to be interested to the extent of the payments made by our Company, if any, to such our Subsidiaries, Associates and Group Companies. For details regarding the payments made by our Company to certain group entities, please refer to "*Financial Statements – Restated Consolidated Statement of Related Party Transactions*" on page 350.

Except as disclosed above, our Promoters confirm that they have no interest in any property acquired by our Company during the two years immediately preceding the date of this Draft Red Herring Prospectus or in any transaction in acquisition of land, construction of building or supply of machinery.

Our Company has entered into a leave and licence agreement dated July 14, 2014 with Mr. Sarvesh Singh and Ms. Annapurna Singh for property located at Flat No E 1203, 12th floor, Goodwill Paradise, Sector 15, Kharghar, Navi Mumbai, Mumbai – 400 050, Maharashtra for a rental of ₹85,963 per month (entitled to escalation of 15% per annum payable to Mr. Sarvesh Singh. The agreement is valid up to July 11, 2015 and renewable up to three terms of 11 months each.

Our Company has entered into a leave and licence agreement dated November 1, 2013 with Mr. Dhananjay Kumar Singh and his wife Ms. Madhurima Singh for property located at 15, Vasudha Apartments, SH Tandel Marg, Babasaheb Worlikar Marg, Prabhadevi, Mumbai – 400 025, Maharashtra for a rental of ₹160,000 per month, of which ₹48,000 is payable to Mr. Dhananjay Kumar Singh and the rest to Ms. Madhurima Singh. The agreement is valid up to October 31, 2018.

Our Company has entered into a leave and licence agreement dated November 1, 2013 with Mr. Basudeo N. Singh and his granddaughter Ms. Divya Singh for property located at Flat No 103, 1st floor, Skyflama – A wing, Dosti Flemingo, China Mill Compound, Tokersi Jivraj Road, Parel, Sewari, Mumbai – 4000 015, Maharashtra for a rental of ₹90,000 per month, which is payable to Ms. Divya Singh. The agreement is valid up to October 31, 2018.

Except as disclosed in "*Our Management - Interest of our Directors*" on page 183 and in "*Financial Statements – Restated Consolidated Statement of Related Party Transactions*" on page 350, our Company has not entered into any contract, agreements or arrangements during the preceding two years from the date of this Draft Red Herring Prospectus or proposes to enter into any such contract in which our Promoters are directly or indirectly interested and no payments have been made to them in respect of the contracts, agreements or arrangements which are proposed to be made with them.

Other than our Subsidiaries and Group Companies, our Promoters do not have any interest in any venture that is involved in any activities similar to those conducted by our Company.

Our Promoters are not related to any sundry debtors of our Company as on March 31, 2015.

Payment or Benefits to Promoters

Except as disclosed above and stated in "*Financial Statements – Restated Consolidated Statement of Related Party Transactions*" and "*Our Management – Interest of our Directors*" on pages 350 and 183, respectively, there has been no payment or benefit provided to our Promoters or Promoter Group by our Company during the two years preceding the date of this Draft Red Herring Prospectus.

Confirmations

Our Promoters and their relatives (as defined under section 2(77) of the Companies Act 2013) have not been declared as wilful defaulters by the RBI or any other governmental authority. Further, there are no violations of securities laws committed by our Promoters in the past and no proceedings for violation of securities laws are pending against them.

Our Promoters and Promoter Group entities are not prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority. Further, our Promoters have never been, a promoter, director or person in control of any other company which is prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority.

Except as disclosed in this Draft Red Herring Prospectus, our Promoters are not interested in any entity which holds any intellectual property rights that are used by our Company.

Companies with which our Promoters have disassociated in the last three years

Other than as disclosed below, Promoters have not disassociated themselves from any of the company during the preceding three years:

Name of promoter	Name of Company disassociated from	Date of Disassociation	Reason
Sandeep Singh	1. Propstack Services Private Limited	June 9 , 2015	Disinvestment

Change in the management and control of our Company

There has not been any change in the management or control of our Company since incorporation.

Shares purchased or sold by our Promoters and/ or their relatives in the Company and the Subsidiaries in the last six months prior to the Draft Red Herring Prospectus

Our Promoters and/ or their relatives have not purchased or sold any Equity Shares of our Company in the six months prior to the Draft Red Herring Prospectus. Except as disclosed below, our Promoter and/or their relatives have not purchased or sold any equity shares in our Subsidiaries in the six months prior to the Draft Red Herring Prospectus.

Subsidiaries

Name of the director/ relative	Company in which the equity shares are held	No. of equity Shares	Date of purchase/ sale
Jayanti Sinha	Indchemie	(17,350)	March 30, 2015
Lalan Kumar Singh		(10,775)	
Samprada Singh		(10,611)	
Balmiki Prasad Singh		(7,258)	

Name of the director/ relative	Company in which the equity shares are held	No. of equity Shares	Date of purchase/ sale
Satish Kumar Singh		(6,274)	
Nawal Kishore Singh		(4,200)	
Samprada Singh (HUF)		(2,773)	
Manju Singh		(1,859	
Basudeo N. Singh (HUF)		(915)	
Samprada Singh		(295)	
Basudeo N. Singh		(534)	
		305	
Dhananjay Kumar Singh		(305)	
		305	
Rekha Singh		(881)	
Samprada Singh (HUF)		(240)	
Nawal Kishore Singh	Cachet	(420)	March 27, 2015
Manju Singh		(232)	
Satish Kumar Singh		(253)	
Sarvesh Singh		(185)	
Sandeep Singh		(185)	
Mritunjay Kumar Singh		(305)	
		305	
Jayanti Sinha		(750)	
Balmiki Prasad Singh		(95)	

B. Promoter Group of our Company

The following individuals and entities constitute our Promoter Group of our Company in terms of Regulation 2(1)(zb) of the SEBI ICDR Regulations:

a. Natural persons who are part of our Promoter Group

The natural persons who are part of the Promoter Group (due to their relationship with our Promoters), other than our Promoters, are as follows:

1. Mr. Nawal Kishore Singh;
2. Ms. Jayanti Sinha;
3. Mr. Nunu Singh;
4. Mr. Krishnandan Sharma;
5. Mr. Ravi Sharma;
6. Ms. Sangeeta Devi ;
7. Ms. Nilam Devi;
8. Ms. Shail Devi;
9. Mr. Sanjay Kumar;
10. Ms. Mira Kumari;
11. Ms. Sushma Singh;
12. Mr. Rajiv Nandan Prasad Singh;
13. Ms. Rita Singh;
14. Ms. Mamta Singh;
15. Ms. Aastha Singh;
16. Mr. Paramjit Singh Arora;
17. Mr. Harcharan Kaur Arora;
18. Mr. Kuldeep Arora;
19. Ms. Gurpreet Arora;
20. Ms. Vidya Devi;
21. Ms. Alkari Devi;
22. Ms. Premlata Thakur;
23. Ms. Rekha Sinha;
24. Ms. Neelima Thakur;
25. Mr. Satyadeo Narain Sharma;
26. Ms. Damyanti Sharma;

27. Mr. Manoj Kumar Sharma;
28. Mr. Saroj Kumar;
29. Mr. Santosh Kumar;
30. Ms. Bibha Sharma;
31. Ms. Bidhu Sharma;
32. Mr. Madan Kumar Singh;
33. Mr. Lalan Kumar Singh;
34. Mr. Raj Kumar Singh;
35. Mr. Ajay Kumar;
36. Mr. Aditya; and
37. Ms. Ananya Sharma.

b. Entities forming part of the Promoter Group

1. Alkem Foundation;
2. Ashadeep Foundation;
3. Nanhamati & Samprada Singh Foundation;
4. Galpha Laboratories Limited;
5. Alkem Pharmaceuticals Private Limited;
6. DAC Research & Health Specialities Private Limited;
7. Suman Agrovet Private Limited;
8. Sureet Propkem Private Limited;
9. White Coal Investment Private Limited;
10. Travelon Services Private Limited;
11. Nikki Arora Fine Jewellery LLP;
12. Intiva Lifecare OPC Private Limited;
13. Okai Logistic Services Private Limited;
14. Alkem Healthscience LLP (Under strike off);
15. B & S Family Ventures LLP (Under strike off);
16. Nanhamati Singh Trust;
17. Ashadeep Foundation Trust;
18. Nanhamati & Samprada Singh Foundation Trust;
19. Alkem Laboratories Limited – Employees Superannuation Fund;
20. Late Shri. KP Srinarayan Charitable Trust;
21. Basudeo N. Singh (HUF);
22. Olympic Agro Industries Limited;
23. Agro Landmark Enterprise;
24. Pinnacle;
25. Amar TV Centre;
26. Tilers Engicon Private Limited;
27. Vmax Constructions Private Limited;
28. Maxblis Construction Private Limited;
29. Aranya properties Private Limited;
30. Aims Max Gardenia Developers Private Limited;
31. Gardenia Aims Developers Private Limited;
32. Gardenia Shelter Private Limited; and
33. Manya Enterprises.

C. Our Group Companies

The companies, partnerships, firms, details of which are provided below, are our Group Companies.

Unless otherwise specifically stated, none of the Group Companies (i) are listed on any stock exchange; (ii) have completed any public or rights issue since the date of its incorporation; (iii) have become a sick company; (iv) are under winding-up; (v) have become defunct; (vi) have made an application to the relevant registrar of companies in whose jurisdiction such Group Company is registered, for striking off its name; or (vii) had negative net worth as of the date of their last audited financial statements.

The following entities are our Group Companies:

1. Vmax Constructions Private Limited;
2. Tilers Engicon Private Limited;
3. Travelon Services Private Limited;
4. Sureet Propkem Private Limited;
5. Suman Agrovet Private Limited;
6. DAC Research & Health Specialities Private Limited;
7. White Coal Investment Private Limited;
8. Intiva Lifecare OPC Private Limited;
9. Okai Logistic Services Private Limited;
10. Ashadeep Foundation;
11. Nanhamati and Samprada Singh Foundation;
12. Alkem Foundation;
13. Nikki Arora Fine Jewellery LLP;
14. Basudeo N. Singh (HUF);
15. Nanhamati Singh Trust;
16. Nanhamati and Samprada Singh Foundation Trust;
17. Late Shri. KP Srinarayan Charitable Trust; and
18. Ashadeep Foundation Trust.

Details of the top five group companies on the basis of turnover:

1. Vmax Constructions Private Limited ("Vmax")

Corporate Information

Vmax was incorporated on September 21, 2010 under the Companies Act, 1956 at New Delhi. Vmax is engaged in the business construction and real estate.

Interest of our Promoters

As on date, Ms. Archana Singh, holds 5,100 equity shares of ₹10 in Vmax, which constitutes 51% of its paid up share capital, respectively. No other Promoter has any interest in Vmax.

Financial Information

The audited financial statements of Vmax for the last three fiscal years are as follows:

(in ₹million except per share data)

Particulars	fiscal year		
	2014	2013	2012
Equity Capital	0.1	0.1	0.1
Reserves (excluding revaluation reserves) and Surplus	49. 9	29.5	12.4
Revenue from Operations & Other Income	463.0	367.6	188.0
Profit/ (Loss) after Tax	20.3	17.1	6.8
Basic EPS (in ₹)	2,035.0	1,712.9	680.8
Diluted EPS (in ₹)	2,035.0	1,712.9	680.8
Net asset value per share (in ₹)	4,995.9	2,960.9	1,248.2

2. Tilers Engicon Private Limited ("Tilers")

Corporate Information

Tilers was incorporated on June 11, 1998 under the Companies Act, 1956 at Bihar. Tilers is engaged in the business of manufacturing and sale of tiles.

Interest of our Promoters

As on date, Ms. Archana Singh, holds 510 equity shares of ₹100 in Tilers, which constitutes 50% of its paid up share capital, respectively. No other Promoter has any interest in Tilers.

Financial Information

The audited financial statements of Tilers for the last three fiscal years are as follows:

(in ₹)

Particulars	fiscal year		
	2014	2013	2012
Equity Capital	102,000	102,000	102,000
Reserves (excluding revaluation reserves) and Surplus	18,000	10,207	4,277
Revenue from Operations & Other Income	655,370	1,083,745	604,295
Profit/ (Loss) after Tax	7,793	5,930	6,521
Basic EPS	7.6	5.8	6.4
Diluted EPS	7.6	5.8	6.4
Net asset value per share	117.7	110.0	104.2

3. Travelon Services Private Limited ("Travelon")

Corporate Information

Travelon was incorporated on January 8, 2010 under the Companies Act, 1956 at Mumbai. Travelon is engaged in the business of travel and a tourist agent. It arranges and operates tours, to promote tourism and they book and reserve tickets and accommodation and all necessary steps in obtaining visas, passports and other travel documents for passengers within India or abroad.

Interest of our Promoters

As on date, Mr. Balmiki Prasad Singh and Mr. Dhananjay Kumar Singh, each hold 5,000 equity shares of ₹10 in Travelon, which constitutes 50% of its paid up share capital, respectively. No other Promoter has any interest in Travelon.

Financial Information

The audited financial statements of Travelon for the last three fiscal years are as follows:

(in ₹million except per share data)

Particulars	fiscal year		
	2015	2014	2013
Equity Capital	0.1	0.1	0.1
Reserves (excluding revaluation reserves) and Surplus	3.3	2.0	1.6
Revenue from Operations & Other Income	1.9	100.1	352.3
Profit/ (Loss) after Tax	1.3	0.4	0.6
Basic EPS (in ₹)	131.1	41.8	61.4
Diluted EPS (in ₹)	131.1	41.8	61.4
Net asset value per share (in ₹)	339.9	208.5	166.8

4. Sureet Propkem Private Limited ("Sureet")

Corporate Information

Sureet was incorporated on April 3, 1990 under the Companies Act, 1956 at Patna. Sureet is engaged in the business of real estate.

Interest of our Promoters

As on date, the following Promoters hold shareholding in Sureet. No other Promoter has any interest in Sureet.

Sr. No.	Name of Shareholder	No of shares held (of ₹100 each)	Percentage of holding (%)
1.	Samprada Singh	99	4.0
2.	Samprada Singh (HUF)	187	7.5
3.	Balmiki Prasad Singh	38	1.5
4.	Satish Kumar Singh	37	1.5

Sr. No.	Name of Shareholder	No of shares held (of ₹100 each)	Percentage of holding (%)
5.	Basudeo N. Singh	160	6.4
6.	Basudeo N. Singh (HUF)	150	6.0
7.	Dhananjay Kumar Singh	87	3.5
8.	Mritunjay Kumar Singh	87	3.5
9.	Rekha Singh	150	6.0
10.	Archana Singh	25	1.0
11.	Madhurima Singh	61	2.4
12.	Seema Singh	61	2.4
13.	Sarandhar Singh	63	2.5
14.	Srinivas Singh	62	2.5
15.	Sarvesh Singh	113	4.5
16.	Sandeep Singh	112	4.5
	TOTAL	**1,492**	**59.7**

Financial Information

The audited financial statements of Sureet for the last three fiscal years are as follows:

(in ₹)

Particulars	fiscal year		
	2015	**2014**	**2013**
Equity Capital	250,000	250,000	250,000
Reserves (excluding revaluation reserves) and Surplus	94,418	94,579	94,579
Revenue from Operations & Other Income	-	-	-
Profit/ (Loss) after Tax	(161)	-	-
Basic EPS (in ₹)	-	-	-
Diluted EPS(in ₹)	-	-	-
Net asset value per share (in ₹)	137.8	137.8	137.8

5. Suman Agrovet Private Limited ("Suman Agrovet")

Corporate Information

Suman Agrovet was incorporated on April 27, 1984 under the Companies Act, 1956 at Patna. Suman Agrovet is engaged in the business of manufacturing of and dealing in, disinfectants, vermifuges, fungicides, insecticides, pesticides and remedies of all kinds for agricultural, fruit growing or other purposes or as remedies for humans or animals and whether produced from vegetables or animal matter or by any chemical process.

Interest of our Promoters

As on date, the following Promoters hold shareholding in Suman Agrovet. No other Promoter has any interest in Suman Agrovet.

Sr. No.	Name of Shareholder	No of shares held (of ₹100 each)	Percentage of holding (%)
1.	Samprada Singh	290	4.0
2.	Samprada Singh (HUF)	551	7.6
3.	Balmiki Prasad Singh	110	1.5
4.	Satish Kumar Singh	110	1.5
5.	Basudeo N. Singh	470	6.4
6.	Basudeo N. Singh (HUF)	450	6.2
7.	Dhananjay Kumar Singh	257	3.5
8.	Mritunjay Kumar Singh	257	3.5
9.	Rekha Singh	432	5.9
10.	Archana Singh	73	1.0
11.	Madhurima Singh	179	2.4
12.	Seema Singh	179	2.4
13.	Sarandhar Singh	184	2.5
14.	Srinivas Singh	184	2.5

Sr. No.	Name of Shareholder	No of shares held (of ₹100 each)	Percentage of holding (%)
15.	Sarvesh Singh	330	4.5
16.	Sandeep Singh	331	4.5
	TOTAL	**4,387**	**60.1**

Financial Information

The audited financial statements of Suman Agrovet for the last three fiscal years are as follows:

(in ₹)

Particulars	fiscal year		
	2015	2014	2013
Equity Capital	730,000	730,000	730,000
Reserves (excluding revaluation reserves) and Surplus	(40,789)	(40,522)	(40,522)
Revenue from Operations & Other Income	-	-	-
Profit/ (Loss) after Tax	(267.0)	-	-
Basic EPS (in ₹)	(0.04)	-	-
Diluted EPS(in ₹)	(0.04)	-	-
Net asset value per share (in ₹)	94.4	94.4	94.4

Details of Group Companies with negative net worth

6. DAC Research & Health Specialities Private Limited ("DAC Research")

Corporate Information

DAC Research was incorporated on September 14, 1990 under the Companies Act, 1956 at Patna. DAC Research is engaged in the business of dairy farm. DAC Research purchases, acquires, keep, maintains, breeds, sells or otherwise dispose all kinds of live or dead stock and deal in milk, cream, butter, ghee, cheese, poultry, eggs, fruits, vegetables oils, veg. ghee, artificial ghee, sausages, meat loaves, bread, manure etc.

Interest of our Promoters

As on date, the following Promoters hold shareholding in DAC Research. No other Promoter has any interest in DAC Research.

Sr. No.	Name of Shareholder	No of shares held (of ₹100 each)	Percentage of holding (%)
1.	Samprada Singh	237	3.9
2.	Samprada Singh (HUF)	450	7.5
3.	Balmiki Prasad Singh	90	1.5
4.	Satish Kumar Singh	90	1.5
5.	Basudeo N. Singh	384	6.4
6.	Basudeo N. Singh (HUF)	366	6.1
7.	Dhananjay Kumar Singh	210	3.5
8.	Mritunjay Kumar Singh	210	3.5
9.	Rekha Singh	353	5.9
10.	Archana Singh	60	1.0
11.	Madhurima Singh	146	2.4
12.	Seema Singh	146	2.4
13.	Sarandhar Singh	150	2.5
14.	Srinivas Singh	150	2.5
15.	Sarvesh Singh	270	4.5
16.	Sandeep Singh	270	4.5
	TOTAL	**3,582**	**59.7%**

Financial Information

The audited financial statements of DAC Research for the last three fiscal years are as follows:

(in ₹)

Particulars	fiscal year		
	2015	2014	2013
Equity Capital	6,00,000	6,00,000	6,00,000
Reserves (excluding revaluation reserves) and Surplus	(7,98,149)	(7,98,149)	(7,98,149)
Revenue from Operations & Other Income	-	-	-
Profit/ (Loss) after Tax	-	-	-
Basic EPS (in ₹)	-	-	-
Diluted EPS(in ₹)	-	-	-
Net asset value per share (in ₹)	(33.0)	(33.0)	(33.0)

7. White Coal Investment Private Limited ("White Coal")

Corporate Information

White Coal was incorporated on August 12, 2004 under the Companies Act, 1956 at Mumbai. White Coal is engaged in the business of trading and investment in shares, debentures, debenture stocks, bonds, obligation and securities of companies and corporates.

Interest of our Promoters

As on date, Mr. Sandeep Singh and Ms. Inderjit Arora, each hold 5,000 equity shares of ₹10 in White Coal, which constitutes 50% of its paid up share capital, respectively. No other Promoter has any interest in White Coal.

Financial Information

The audited financial statements of White Coal for the last three fiscal years are as follows:

(in ₹)

Particulars	fiscal year		
	2015	2014	2013
Equity Capital	100,000	100,000	100,000
Reserves (excluding revaluation reserves) and Surplus	(464,736)	(464,736)	(464,736)
Revenue from Operations & Other Income	-	-	-
Profit/ (Loss) after Tax	-	-	-
Basic EPS (in ₹)	-	-	-
Diluted EPS (in ₹)	-	-	-
Net asset value per share (in ₹)	(36.5)	(36.5)	(36.5)

8. Okai Logistic Services Private Limited ("Okai")

Corporate Information

Okai was incorporated on May 5, 2011 under the Companies Act, 1956, at Mumbai. Okai is engaged in the business of for transporting goods, articles, or things on all routes and lines on National and International level.

Interest of our Promoters

As on date, Mr. Satish Kumar Singh, holds 500 equity shares of ₹100 in Okai, which constitutes 50% of its paid up share capital. No other Promoter has any interest in Okai.

Financial Information

The audited financial statements of Okai for the last three fiscal years are as follows:

(in ₹)

Particulars	fiscal year		
	2015	2014	2013
Equity Capital	100,000	100,000	100,000
Reserves (excluding revaluation reserves) and Surplus	(34,295)	(34,295)	(34,234)
Revenue from Operations & Other Income		0	0
Profit/ (Loss) after Tax	0	0	0

Particulars	fiscal year		
	2015	2014	2013
Basic EPS (in ₹)	0	0	0
Diluted EPS (in ₹)	0	0	0
Net asset value per share (in ₹)	65.7	65.7	65.8

9. Invicta Lifecare Opc Private Limited ("Invicta")

Corporate Information

Invicta was incorporated on July 28, 2014 under the Companies Act, 2013 at Mumbai as a one person company. Invicta is engaged in the business of buying, selling, importing and exporting of and/ or dealing in pharmaceuticals, cosmetics, beauty-aids, oils, chemicals, food-products and provisions, veterinary and surgical equipment, and medicinal preparations including spirit.

Interest of our Promoters

As on date, Mr. Satish Kumar Singh is the sole promoter and shareholder of Invicta and he holds 100% of its capital. No other Promoter has any interest in Invicta.

Financial Information

As Invicta was incorporated in 2014, no financial statements had been prepared for the last three financials years.

Details of other the Group Companies

10. Ashadeep Foundation

Corporate Information

Ashadeep Foundation was incorporated on February 9, 2012 under section 25 of the Companies Act, 1956 at Mumbai. Currently, Ashadeep Foundation is involved in philanthropic activities.

Interest of our Promoters

As on date, Mr. Samprada Singh and Mr. Basudeo N. Singh, each hold 5,000 equity shares of ₹10 each in Ashadeep Foundation, which together constitutes 100% of its paid up share capital. No other Promoter has any interest in Ashadeep Foundation.

11. Nanhamati and Samprada Singh Foundation

Corporate Information

Nanhamati and Samprada Singh Foundation was incorporated on February 27, 2012 under section 25 the Companies Act, 1956 at Mumbai. Currently, Nanhamati and Samprada Singh Foundation is involved in philanthropic activities.

Interest of our Promoters

As on date, Mr. Samprada Singh and Mr. Sarvesh Singh, each hold 5,000 equity shares of ₹10 each in Nanhamati and Samprada Singh Foundation, which together constitutes 100% of its paid up share capital. No other Promoter has any interest in Nanhamati and Samprada Singh Foundation.

12. Alkem Foundation

Corporate Information

Alkem Foundation was incorporated on July 31, 2010 under section 25 the Companies Act, 1956 at Mumbai. Currently, the company is involved in philanthropic activities.

Interest of our Promoters

As on date, Mr. Dhananjay Kumar Singh and Mr. Balmiki Prasad Singh, each hold 5,000 equity shares of ₹10 each in Alkem Foundation, which together constitutes 100% of its paid up share capital. No other Promoter has any interest in Alkem Foundation.

13. Nikki Arora Fine Jewellery LLP

Nikki Arora Fine Jewellery LLP was incorporated under the Limited Liability Partnership Act, 2008 as a limited liability partnership on October 12, 2013 with Limited Liability Partnership identification number AAB-8139.

Nikki Arora Fine Jewellery LLP is primarily engaged in the business of manufacturing and trading in both gold bases and non-gold based jewellery.

Interest of Promoters

The partnership details of Nikki Arora Fine Jewellery LLP are as follows:

Name	Capital Contribution (in ₹)	Percentage of Partnership (%)
Sandeep Singh	2,790,000	50
Inderjit Arora	2,790,000	50

Hindu Undivided Family that form a part of our Group Companies

1. Basudeo N. Singh (HUF)

Basudeo N. Singh (HUF) is a Hindu Undivided Family represented by Mr. Basudeo N. Singh as its karta.

The following are members of the HUF:

(a) Mr. Basudeo N. Singh, (b) Mr. Dhananjay Kumar Singh, and (c) Mr. Mritunjay Kumar Singh.

Trusts that form a part of our Group Companies

1. Nanhamati Singh Trust

Nanhamati Singh Trust is a public charitable trust, set up pursuant to a trust deed dated February 22, 2012 with registration No. IV 314/11-12. The objective of the trust is for the advancement of education and learning including the establishment, maintenance and support of colleges, schools or other educational institutions, professionships, lectureships, scholarships and prizes, establishment and maintenance of clinical laboratories, hospitals, nursing homes and providing medical assistance for medical treatment, annadan (free food distribution) and establishment and maintenance of old age homes, homes for physically challenged men, women and children and persons with disabilities etc.

The trustees of the trust are (a) Mr. Samprada Singh, (b) Mr. H R Nagendra, (c) Mr. Ravindra M Acharya, (d) Mr. H R Dayananda Swamy and (e) Ms. Subhadra Devi.

2. Nanhamati and Samprada Singh Foundation Trust

Nanhamati and Samprada Singh Foundation Trust is a public charitable trust, set up pursuant to a trust deed dated June 19, 2013 with registration No. E29812 (Mumbai). The objective of the trust is for the advancement of education and learning including the establishment, maintenance and support of colleges, schools or other educational institutions, professionships, lectureships, scholarships and prizes, establishment and maintenance of clinical laboratories, hospitals, nursing homes and providing medical assistance for medical treatment, create awareness by organising medical checkup camps, provide relief supplies to affected sections of the society, provide healthcare education, create awareness on AIDS and other chronic diseases, create awareness on female feticide & child labour etc.

The trustees of the trust are (a) Mr. Samprada Narain Singh, (b) Mr. Sarvesh Singh.

3. Late Shri. KP Srinarayan Charitable Trust

Late Shri. KP Srinarayan Charitable Trust is a public charitable trust, set up pursuant to a trust deed dated April 9, 2010 with registration No. E27031 (Mumbai). The objective of the trust is to establish and conduct Pre-primary school, Primary and Secondary School, College, Technical College, Medical College, Reading rooms, libraries, student hostels and also manage and administer any orphanage, Nursing Homes, Hospitals and other institutions irrespective of Caste, creed or social status. To celebrate various public festivals as well as National Festivals. To give provide and or render food, medicine and other help and or assistance in any shape or form to the poor deserving and needy persons. To give, provide and/or render monetary and/or other help and assistance for the relief of persons and animals affected by natural and other calamities such as flood, fire, famine, cyclone, earth-quake, storm, accident, pestilence, drought, epidemic, unbearable cost of living and the like, to give donations, subscriptions or contributions to institutions, establishments, centres or persons doing relief work on such occasions etc.

Mr. Satish Kumar Singh is the managing trustee of Late Shri. KP Srinarayan Charitable Trust.

4. Ashadeep Foundation Trust

Ashadeep Foundation Trust is a public charitable trust, set up pursuant to a trust deed dated June 19, 2013 with registration No. E30182 (Mumbai). The objective of the trust is for the advancement of education and learning including the establishment, maintenance and support of colleges, schools or other educational institutions, professionships, lectureships, scholarships and prizes, establishment and maintenance of clinical laboratories, hospitals, nursing homes and providing medical assistance for medical treatment, create awareness by organising medical checkup camps, provide relief supplies to affected sections of the society, provide healthcare education, create awareness on AIDS and other chronic diseases, create awareness on female feticide & child labour etc.

The trustees of the trust are (a) Mr. Samprada Singh, (b) Basudeo N. Singh.

Companies and LLPs that are under striking off

The following Companies and LLPs have applied to the registrar of companies for voluntary striking off of their names from the records of the registrar of companies. The applications are currently pending with the registrar of companies at various stages.

1. Alkem Pharmaceuticals Private Limited;
2. Alkem Healthscience LLP; and
3. B & S Family Ventures LLP.

1. Alkem Pharmaceuticals Private Limited ("APPL")

Corporate Information

APPL was incorporated on September 6, 1980 under the Companies Act, 1956 at Patna. As on date APPL doesn't undertake any activity and an application has been filed for striking off the name of APPL from the records of the registrar of Companies.

Interest of our Promoters

Except as stated below no Promoter has any interest in APPL.

Sr. No.	Name of Shareholder	No of shares held (of ₹100 each)	Holding %
1.	Samprada Singh	79	1
2.	Samprada Singh HUF	623	8
3.	Basudeo N. Singh	531	6.8
4.	Dhananjay Kumar Singh	290	3.7
5.	Mritunjay Kumar Singh	290	3.7
6.	Rekha Singh	489	6.3

Sr. No.	Name of Shareholder	No of shares held (of ₹100 each)	Holding %
7.	Archana Singh	83	1
8.	Madhurima Singh	202	2.6
9.	Seema Singh	202	2.6
10.	Sarandhar Singh	207	2.6
11.	Srinivas Singh	208	2.6
12.	Sarvesh Singh	373	4.8
13.	Sandeep Singh	374	4.8

2. Alkem Healthscience LLP

Alkem Healthscience LLP was incorporated under the Limited Liability Partnership Act, 2008 as a limited liability partnership on February 18, 2011 with Limited Liability Partnership identification number AAA-3844.

Mr Samprada Singh, Mr. Balmiki Prasad Singh, Mr. Prabhat Narayan Singh and Mr. Basudeo N. Singh are the partners of Alkem Healthscience LLP. Other than Mr Samprada Singh, Mr. Balmiki Prasad Singh and Mr. Basudeo N. Singh, no other Promoter has any interest in Alkem Healthscience LLP. As on date Alkem Healthscience LLP doesn't undertake any activity and an application has been filed for striking off the name of Alkem Healthscience LLP from the records of the registrar of Companies.

3. B & S Family Ventures LLP

B & S Family Ventures LLP was incorporated under the Limited Liability Partnership Act, 2008 as a limited liability partnership on August 12, 2012 with Limited Liability Partnership identification number AAB-0617.

Mr Samprada Singh and Mr. Basudeo N. Singh are the partners of B & S Family Ventures LLP. No other Promoter has any interest in B & S Family Ventures LLP. As on date B & S Family Ventures LLP doesn't undertake any activity and an application has been filed for striking off the name of B & S Family Ventures LLP from the records of the registrar of Companies.

Loss making Group Companies

The following table sets forth the details of our Group Companies which have incurred losses in the last three fiscal years:

Sr. No.	Name of the entity	Loss (Amount in ₹) for the fiscal year		
		2015	2014	2013
1.	Suman Agrovet Private Limited	(267)	-	-
2.	Sureet Propkem Private Limited	(161)	-	-
3.	B & S Family Ventures LLP	(750)	-	-

Common Pursuits among the Group Companies with our Company

Except Alkem Pharmaceuticals Private Limited and Alkem Healthscience LLP, all of whom have applied to the registrar of companies for striking off their names from records of registrar of companies, none of our Group Companies have common pursuits with our Company.

Interest of Group Companies

None of any of our Group Companies have any interest in

- promotion of our Company.
- in the properties acquired by our Company in the last two years before filing of the DRHP or proposed to be acquired by it.
- in any transaction for acquisition of land, construction of building and supply of machinery.

Related Business Transactions with Group Companies and significance on the financial performance of our Company

For information with respect to related party transaction and between our Company and the Group Companies, please refer to "*Financial Statements – Restated Consolidated Statement of Related Party Transactions*" on page 350.

Sale/ Purchase between our Company and Group Companies

Our Group Companies are not involved in any sales or purchase with our Company where such sales or purchases exceed in value in the aggregate of 10% of the total sales or purchases of our Company. For details regarding sale/ purchases between our Company and Group Companies please refer to "*Financial Statements - Restated Standalone Statement of Related Party Transactions*" on page 271.

Business Interest of Group Company

Except as stated in "*Financial Statements – Restated Consolidated Statement of Related Party Transactions*" on page 350, our Group Companies do not have any business interest in our Company.

Defunct Group Companies

None of our Group Companies have remained defunct during the five years preceding the date of filing of this Draft Red Herring Prospectus with SEBI.

DIVIDEND POLICY

The declaration and payment of dividends will be recommended by our Board of Directors and approved by our shareholders, in their discretion, subject to the provisions of the Articles of Association and the Companies Act. The dividends, if any, will depend on a number of factors, including but not limited to our earnings, general financial conditions, capital requirements, result of operations, contractual obligations, overall financial position and other factors considered relevant by our Board of Directors.

In addition, our ability to pay dividends may also be impacted by a number of factors, including restrictive covenants under the loan or financing arrangements our Company may enter into to finance our fund requirements for our business activities. For further details, please refer to the chapter "*Financial Indebtedness*" on page 382.

Dividends/ interim dividend declared in the last five fiscal years

Except as stated below our Company has not declared any dividends in any of the five fiscal years preceding the filing of this Draft Red Herring Prospectus.

Particular	fiscal year				
	2015#	2014	2013	2012	2011
Date of Board resolution	Interim dividends declared on September 26, 2014 and February 20, 2015 and confirmed in the AGM dated July 13, 2015	Interim dividend declared on February 7, 2014 and confirmed in the AGM dated August 18, 2014	Interim dividend declared on March 22, 2013 and confirmed in the AGM dated September 30, 2013	Dividend declared on July 23, 2012	Dividend declared on July 28, 2011
*Proposed dividend *(₹ in Million)*	-	-	-	239.1	179.3
Interim dividend declared *(₹ in Million)*	478.2	239.2	239.1	-	-
Equity Share capital *(₹ in Million)*	239.1	119.6	119.6	119.6	119.6
Rate of dividend on Equity Share capital	200%	200%	200%	200%	150%

**Dividend was declared subject to approval from the Shareholders for the respective fiscal years and was paid after obtaining the approval from the Shareholders*

#During the fiscal year 2015 the Company has subdivided each equity share of face value of ₹10 each fully paid up into 5 equity shares of ₹2 each fully paid up.

In the fiscal year 2015 the Company has allotted bonus shares in the ratio of 1:1 equity shares of ₹2 each fully paid up by capitalisation of general reserve.

The amount paid as dividend in the past is not necessarily indicative of the dividend policy or the dividend amount if any, in the future.

SECTION VI: FINANCIAL INFORMATION

FINANCIAL STATEMENTS

AUDITOR REPORT AND FINANCIAL INFORMATION

INDEPENDENT AUDITOR'S REPORT ON RESTATED FINANCIAL INFORMATION AS REQUIRED UNDER SECTION 26 OF COMPANIES ACT, 2013, READ WITH RULE 4 OF COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014

The Board of Directors
Alkem Laboratories Limited

Devashish, Alkem House
Senapati Bapat Marg, Lower Parel
Mumbai - 400 013

Dear Sirs

We have examined the attached restated standalone financial information of Alkem Laboratories Limited ("the Company") as approved by the Board of Directors of the Company on 29 June 2015, prepared by the management of the Company in terms of the requirements of Section 26 of the Companies Act, 2013 read with The Companies (Prospectus and Allotment of Securities) Rules, 2014, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time (the 'SEBI Regulations'), the Guidance Note on 'Reports in Company's Prospectus (Revised)' issued by the Institute of Chartered Accountants of India ('ICAI') to the extent applicable ('Guidance Note'), and in terms of our engagement agreed with you in accordance with our engagement letter dated 19 May 2015 in connection with the proposed issue of Equity Shares of the Company by way of an offer for sale by the existing shareholders.

These restated standalone financial information have been extracted by the Management from the Company's standalone audited financial statements for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011. We have audited the standalone financial statements of the Company for the financial year ended 31 March 2015. The standalone financial statements for years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 were audited by M/s R.S. Sanghai & Associates, Chartered Accountants and reliance has been placed on the standalone financial statements audited by them. Accordingly, our examination of the restated standalone financial information of the Company for these financial years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 are based solely on the standalone financial statements audited by them and the reports issued by them.

1 In accordance with the requirements of Section 26 of the Companies Act, 2013 read with The Companies (Prospectus and Allotment of Securities) Rules, 2014, the SEBI Regulations; the Guidance Note, as amended from time to time and in terms of our engagement agreed with you, we further report that:

   a) The Restated Standalone Summary Statement of Assets and Liabilities as at 31March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011, examined by us, as set out in Annexure I to this report read with the significant accounting policies in Annexure IVC are after making such adjustments and regroupings as in our opinion were appropriate and are more fully described in the Notes to the Restated Standalone Financial Information enclosed as Annexure IVA and IVB to this report. For the year ended 31 March 2015 reliance has been placed on the financial statements audited by us. For the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 reliance has been placed by us on the financial statements audited by M/s R.S. Sanghai & Associates, Chartered Accountants. As a result of these adjustments, the amounts reported in the above mentioned statements are not necessarily the same as those appearing in the audited financial statements of the Company for the relevant financial years.

   b) The Restated Standalone Summary Statement of Profit and Loss of the Company for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 as set out in Annexure II to this report read with the significant accounting policies in Annexure IVC are after making such adjustments and regroupings as in our opinion were appropriate and are more fully described in the Notes to the Restated Standalone Financial Information enclosed as Annexure IVA and IVB to this report. For the year ended 31 March 2015 reliance has been placed on the financial statements audited by us. For the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 reliance has been placed by us on the financial statements audited by M/s R.S. Sanghai & Associates, Chartered Accountants. As a result of these adjustments, the amounts reported in the above mentioned statements are not necessarily the same as those appearing in the audited financial statements of the Company for the relevant financial years.

c) The Restated Standalone Summary Statement of Cash Flows of the Company for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 as set out in Annexure III to this report read with the significant accounting policies in Annexure IVC are after making such adjustments and regroupings as in our opinion were appropriate and are more fully described in the Notes to the Restated Standalone Financial Information enclosed as Annexure IVA and IVB to this report. For the year ended 31 March 2015 reliance has been placed on the financial statements audited by us. For the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 reliance has been placed by us on the financial statements audited by M/s R. S. Sanghai & Associates, Chartered Accountants. As a result of these adjustments, the amounts reported in the above mentioned statements are not necessarily the same as those appearing in the audited financial statements of the Company for the relevant financial years.

2 Based on the above, and based on the reliance placed on the standalone financial statements audited by M/s R. S. Sanghai & Associates, Chartered Accountants, for the years as mentioned above, we are of the opinion that the Restated Standalone Financial Information:

i) have been made after incorporating adjustments for the changes in accounting policies retrospectively in respective financial years to reflect the same accounting treatment as per the changed accounting policy for all the reporting periods;

ii) have been made after incorporating adjustments for prior period and other material amounts in the respective financial years to which they relate to; and

iii) do not contain any extra-ordinary items that need to be disclosed separately other than those presented in the Restated Standalone Financial Information and do not contain any qualifications requiring adjustments.

3 We have also examined the following restated standalone financial information as set out in the Annexure prepared by the management of the Company and approved by the Board of Directors on 29 June 2015, relating to the Company for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011.

i) Restated Standalone Statement of Share Capital, included in Annexure VA;

ii) Restated Standalone Statement of Reserves and Surplus, included in Annexure VB;

iii) Restated Standalone Statement of Non-Current and Current Investments , included in Annexure VI and VII;

iv) Restated Standalone Statement of Trade receivables, Cash and Bank Balances and Inventories, included in Annexure VIII;

v) Restated Standalone Statement of Long-term Loan and Advances and Other Non-Current Assets, included in Annexure IX;

vi) Restated Standalone Statement of Short-term Loan and Advances and Other Current Assets, included in Annexure X;

vii) Restated Standalone Statement of Long-term Borrowings, included in Annexure XI;

viii) Restated Standalone Statement of Long-term Provisions, included in Annexure XII;

ix) Restated Standalone Statement of Short-term Borrowings, Trade Payables, Other Current Liabilities and Short-term Provision, included in Annexure XIII;

x) Restated Standalone Statement of Income and Expenses, included in Annexure XIV;

xi) Restated Standalone Statement of Other Income, included in Annexure XV;

xii) Restated Standalone Statement of Contingent Liabilities and Commitments, included in Annexure XVI;

xiii) Restated Standalone Statement of Accounting Ratios, included in Annexure XVII;

xiv) Capitalization statement, as appearing in Annexure XVIII;

xv) Restated Standalone Tax Shelter, included in Annexure XIX;

xvi) Restated Standalone Statement of Related Party Transactions, included in Annexure XX; and

xvii) Restated Standalone Statement of Dividend, included in Annexure XXI

4 This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by us or by M/s R. S. Sanghai & Associates, Chartered Accountants, nor should this report be construed as an opinion on any of the standalone financial statements referred to herein.

5 We have no responsibility to update our report for events and circumstances occurring after the date of the report.

6 In our opinion, the above restated standalone financial information contained in Annexure I to XXI of this report read along with the Significant Accounting Policies and Notes to Restated Standalone Financial Information (Refer Annexure IVA, IVB and IVC) are prepared after making adjustments and regrouping as considered appropriate and have been prepared in accordance with Section 26 of the Companies Act, 2013 read with The Companies (Prospectus and Allotment of Securities) Rules, 2014, to the extent applicable, SEBI Regulations, the Guidance note issued in this regard by the ICAI, as amended from time to time, and in terms of our engagement as agreed with you.

7 Our report is intended solely for use of the management and for inclusion in the offer document in connection with the proposed issue of Equity Shares of the Company by way of an offer for sale by the existing shareholders. Our report should not be used, referred to or distributed for any other purpose except with our consent in writing.

For **B S R & Co. LLP**
Chartered Accountants
Firm registration number: 101248W/W-100022

Sadashiv Shetty
Partner
Membership No.: 048648

Mumbai
Date: 29 June 2015

Annexure I - Restated Standalone Summary Statement of Assets and Liabilities

(₹ in Million)

	Particulars	Note/Annexure Reference	As at March 31				
			2015	2014	2013	2012	2011
Equity and Liabilities							
(1)	**Shareholder's funds**						
	(a) Share Capital	Annexure VA	239.1	119.6	119.6	119.6	119.6
	(b) Reserves and Surplus	Annexure VB	30,771.1	27,086.4	22,964.2	18,574.3	14,534.1
	Deferred Government Grant		35.8	-	-	-	-
(2)	**Non-current liabilities**						
	(a) Long-term borrowing	Annexure XI	281.3	539.2	922.8	1,271.9	668.9
	(b) Deferred Tax Liabilities (Net)	Annexure IV-C Note – 5	685.1	465.8	505.5	360.7	253.3
	(c) Long term provisions	Annexure XII	565.1	421.9	442.5	454.4	446.7
(3)	**Current liabilities**						
	(a) Short-term borrowing	Annexure XIII	10,462.8	8,452.2	10,904.6	6,689.0	6,611.3
	(b) Trade payables	Annexure XIII	3,425.2	2,760.5	2,543.4	2,590.2	1,632.4
	(c) Other current liabilities	Annexure XIII	1,476.0	1,668.4	1,247.1	974.4	806.1
	(d) Short-term provisions	Annexure XIII	666.5	501.6	462.5	627.3	636.6
	Total		**48,608.0**	**42,015.6**	**40,112.2**	**31,661.8**	**25,709.0**
	Assets						
(4)	**Non-Current assets**						
	(a) Fixed assets		9,663.5	9,093.9	8,320.6	6,649.2	4,843.1
	(b) Non-current investments	Annexure VI	10,106.5	6,910.4	5,132.2	3,483.6	165.4
	(c) Long-term loans and advances	Annexure IX	6,463.9	4,989.0	3,805.3	2,668.4	1,270.2
	(d) Other non-current assets	Annexure IX	4,601.2	7,826.8	2,927.2	6,765.3	4,604.1
(5)	**Current assets**						
	(a) Current investments	Annexure VII	599.1	2,489.5	661.9	238.1	366.3
	(b) Inventories	Annexure VIII	5,482.4	5,045.6	4,528.0	3,092.2	2,279.2
	(c) Trade receivables	Annexure VIII	3,750.1	2,903.2	2,918.1	2,517.1	1,621.5
	(d) Cash and bank balances	Annexure VIII	6,333.2	1,227.6	9,651.8	4,932.5	9,801.7
	(e) Short-term loans and advances	Annexure X	1,194.7	1,202.1	1,291.8	864.1	396.8
	(f) Other current assets	Annexure X	413.4	327.5	875.3	451.3	360.7
	Total		**48,608.0**	**42,015.6**	**40,112.2**	**31,661.8**	**25,709.0**

Note

1. The above statement should necessarily be read with the basis of preparation and significant accounting policies appearing in Annexure IV C Notes to the Restated Standalone Financial Information appearing in Annexure V - Annexure - XIII and Statement of adjustments to audited Standalone financial statements appearing in Annexure IV A and Annexure IV B.

Annexure II - Restated Standalone Summary Statement of Profit and Loss

(₹ in Million)

	Particulars	Note/Annexure Reference	*For the years ended March 31*				
			2015	**2014**	**2013**	**2012**	**2011**
A	**Income**						
	Revenue from operations						
	Sale of Products	Annexure XIV	32,141.2	26,886.4	23,055.1	19,473.6	16,474.0
	Other operating revenue	Annexure XIV	797.8	894.8	755.6	370.8	232.4
			32,939.0	**27,781.2**	**23,810.7**	**19,844.4**	**16,706.4**
	Less: Excise Duty		1,165.1	1,052.2	801.6	554.4	366.5
	Revenue from operations (Net)		**31,773.9**	**26,729.0**	**23,009.1**	**19,290.0**	**16,339.9**
	Other income	Annexure XV	1,821.3	1,666.8	1,681.0	1,350.1	1,110.3
	Total		**33,595.2**	**28,395.8**	**24,690.1**	**20,640.1**	**17,450.2**
B	**Expenses**						
	Cost of Material Consumed	Annexure XIV	8,541.1	7,514.0	6,483.4	5,863.3	5,150.0
	Purchase of Stock in Trade		5,563.5	4,358.4	3,753.1	2,587.9	1,939.9
	Changes in inventories of finished goods, work-in-progress and Stock- in-Trade	Annexure XIV	(116.2)	(426.9)	(1,211.9)	(707.9)	34.2
	Employee benefits	Annexure XIV	5,491.7	4,535.6	3,684.1	2,758.4	2,516.6
	Finance costs	Annexure XIV	726.3	842.7	792.2	534.7	373.9
	Depreciation & Amortisation		596.8	427.3	360.2	279.4	270.5
	Other expenses	Annexure XIV	8,201.7	6,782.6	6,009.2	4,727.3	3,591.6
	Total		**29,004.9**	**24,033.7**	**19,870.3**	**16,043.1**	**13,876.7**
C	**Restated profit before tax (A - B)**		**4,590.3**	**4,362.1**	**4,819.8**	**4,597.0**	**3,573.5**
D	**Tax expense**						
	Current tax (net of Mat Credit Entitlement "MAT")		-	-	7.1	171.6	327.5
	Deferred tax charge/(credit)		219.4	(39.9)	144.9	107.3	26.5
	Total tax expense		**219.4**	**(39.9)**	**152.0**	**278.9**	**354.0**
E	**Restated profit for the years (C - D)**		**4,370.9**	**4,402.0**	**4,667.8**	**4,318.1**	**3,219.5**

Note

The above statement should necessarily be read with the basis of preparation and significant accounting policies appearing in Annexure IV C, Notes to the Restated Standalone Financial Information appearing in Annexure XIV - Annexure XV and Statement of adjustments to audited Standalone financial statements appearing in Annexure IV A and IV B.

Annexure III - Restated Standalone Summary Statement of Cash Flows

(₹ in Million)

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
A. Cash flows from operating activities					
Profit before taxation (as restated)	4,590.3	4,362.1	4,819.8	4,597.0	3,573.5
Non cash adjustments to reconcile profit before tax to net cash flows					
Depreciation and amortisation	596.8	427.3	360.2	279.4	270.5
Provision for Employee Benefits	248.8	9.6	15.8	32.8	130.5
Provision for anticipated sales return	59.2	47.7	46.7	45.9	33.5
Provision for diminution in value of Investments	(16.4)	(0.5)	8.9	8.5	8.4
(Profit)/Loss on sale of Investments (net)	(152.2)	(6.1)	(26.7)	(112.3)	(115.3)
(Profit)/Loss on sale of Fixed Assets (net)	49.3	24.2	24.5	6.6	4.1
Dividend Received	(3.1)	(5.6)	(4.6)	(2.6)	(1.6)
Income from investment in funds	(283.2)	(51.0)	-	-	-
Interest received	(1,332.2)	(1,499.6)	(1,607.9)	(1,203.4)	(959.1)
Unrealised foreign currency gain/loss on revaluation (net)	(0.2)	(1.1)	(0.1)	(0.6)	0.1
Interest expenses	726.3	842.7	792.2	534.7	373.9
Government Grant Received	35.8	-	-	-	-
Rent and Compensation Received	(34.4)	(104.2)	(33.2)	(30.3)	(6.2)
Subtotal of Adjustments	(105.5)	(316.6)	(424.2)	(441.3)	(261.2)
Operating profit before working capital changes	4,484.8	4,045.6	4,395.6	4,155.7	3,312.3
Changes in working capital: Adjustments for (increase)/ decrease in:					
Trade and other Receivables	(846.8)	14.9	(401.2)	(895.7)	(458.5)
Loans and Advances and Other Current Assets	(401.7)	(407.7)	(568.2)	(835.0)	(606.3)
Inventories	(436.8)	(517.5)	(1,435.9)	(813.0)	(525.0)
Trade Payable and Other Liabilities	672.4	592.7	46.0	869.0	919.3
Subtotal of Adjustments	(1,012.9)	(317.6)	(2,359.3)	(1,674.7)	(670.5)
Cash Generated From Operations	3,471.9	3,728.0	2,036.3	2,481.0	2,641.8
Less: Direct Taxes Paid (net of refunds)	1,056.4	1,085.1	1,067.0	966.0	665.9
Cash Flow before extraordinary items					
Net Cash generated from operating activities	**2,415.5**	**2,642.8**	**969.3**	**1,515.0**	**1,975.9**
B. Cash Flow from Investing Activities:					
Purchases of Fixed Assets	(1,330.3)	(965.2)	(2,028.8)	(2,444.9)	(1,171.6)
Sale of Fixed Assets	28.0	32.5	13.3	13.1	-
(Purchase)/Sale of Investments (Net)	1,017.8	98.7	(270.0)	(2,700.3)	(228.5)
(Investments)/Redemption in Real Estate Fund	227.4	(1,198.7)	(1,250.0)	-	-
Investments in Subsidiaries	(2,382.5)	(2,499.3)	(534.2)	(385.4)	-
(Investments)/ Redemption of Bank Deposits having maturity of more than 3 months	(1,405.8)	3,544.1	(1,045.9)	1,849.7	(6,801.3)
Dividend Received	3.1	5.6	4.6	2.6	1.6
Interest Received	926.4	2,019.3	1,585.1	847.4	959.1
Rent Received	34.1	104.0	33.0	30.0	6.0

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
Income from Investment in funds	283.2	51.0	-	-	-
Net Cash from (used in)/generated from investing Activities	**(2,598.6)**	**1,192.0**	**(3,492.9)**	**(2,787.8)**	**(7,234.7)**
C. Cash Flow from Financing Activities:					
Proceeds/(Repayment) of Long Term Borrowings (Net)	(456.1)	(338.6)	(169.1)	857.3	64.6
Proceeds/(Repayment) Short Term Borrowings (Net)	2,010.5	(2,452.4)	4,215.7	77.7	6,557.1
Dividends and Corporate Dividend Tax paid	(566.7)	(318.6)	(517.0)	(209.2)	-
Interest Paid	(728.2)	(842.0)	(792.4)	(532.0)	(373.9)
Net Cash generated from/ (used in) Financing Activities	**259.5**	**(3,951.6)**	**2,737.2**	**193.8**	**6,247.8**
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	76.4	(116.7)	213.6	(1,079.0)	989.0
Opening Cash and Cash Equivalents	172.9	288.7	75.1	1,153.4	164.5
Foreign exchange difference on cash and cash equivalents	0.2	0.9	-	0.7	(0.1)
Closing Cash and Cash Equivalents	**249.5**	**172.9**	**288.7**	**75.1**	**1,153.4**

Notes:

1) *(₹ in Million)*

Components of cash and cash equivalents	*As at March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
Cash on hand	6.9	5.9	5.2	2.8	2.7
Cheque on Hand	58.6	58.5	54.0	39.1	-
Balance with Banks	184.0	108.5	229.5	33.2	1,150.7
Total Cash and Cash Equivalents	249.5	172.9	288.7	75.1	1,153.4

2) The above statement should necessarily be read with the basis of preparation and significant accounting policies appearing in Annexure IV C, Notes to the Restated Standalone Financial Information appearing in Annexure V - Annexure XV and Statement of adjustments to audited Standalone financial statements appearing in Annexure IV A and IV B.

3) The above Cash Flow Statements has been prepared under the indirect method as set out in Accounting Standard – 3 (‘AS-3’) on cash flow statements prescribed in Companies (Accounting Standard) Rules, 2006.

Annexure IV A - Notes on Material Adjustments

The summary of results of restatement made in the audited Standalone financial statements for the respective years and its impact on the profit/ (loss) of the Company is as follows

(₹ in Million)

Particulars	*For the years ended March 31,*				
	2015	**2014**	**2013**	**2012**	**2011**
(A) Net profit as per audited financial statements	**3,677.0**	**4,441.0**	**4,961.3**	**4,254.8**	**3,234.2**
(B) Material amounts related to adjustments for previous years					
Add/(less): Sundry balances written off/ back	65.6	(35.6)	(29.9)	2.6	27.3
Add /(less): Provisions no longer required written- back	-	(29.2)	(11.3)	1.7	27.9
Add/(less): Excise duty on inventory (finished goods)	-	(200.8)	79.9	120.8	-
Add/(less): Provision for anticipate sales return	398.3	(47.6)	(46.8)	(45.9)	(33.5)
Add/(less): Expense pertaining to previous period	115.7	(115.7)	-	-	-
Add/(less): Advances written off	37.7	(12.2)	-	(25.5)	-
Add/(less): Mark to Market losses	19.8	11.3	(30.5)	(0.6)	-
Add/(less): Short/excess provision of income taxes of earlier years	200.2	-	(4.2)	62.4	(16.5)
(C) Adjustments on account of changes in/ incorrect accounting policies					
Add/(less):product development charges and cost of exhibit batches expensed off	-	240.8	(240.8)	-	-
(D) Deferred tax impact of adjustments	(143.4)	150.0	(9.9)	(52.2)	(19.9)
Total adjustments	693.9	(39.0)	(293.5)	63.3	(14.7)
Restated profit / (loss) for the years(A+B+C+D)	**4,370.9**	**4,402.0**	**4,667.8**	**4,318.1**	**3,219.5**

Note:

The above statement should be read with the notes to restated Standalone summary statements of assets and liabilities, restated Standalone summary statement of profit and loss and restated standalone summary cash flows as appearing in Annexure IV B and Annexure IV C.

Annexure IV B - Notes on Material Adjustments

1. Details of adjustments pertaining to prior years

(a) Sundry balances written off/ back

During the years ended 31 March 2015, 31 March 2012 and 31 March 2011, the Company had written off/ back trade receivables/ payables which were no longer expected to be recovered/ settled. For the purpose of this statement, such write off/back of these receivables/ payables have been appropriately adjusted in the respective years to which they relate.

(b) Provisions no longer required, written-back

During the years ended 31 March 2014 and 31 March 2013, certain liabilities which were recorded in earlier years were written-back. For the purpose of this statement, the said liabilities have been appropriately adjusted in the respective financial statement captions, in the years in which the liabilities were originally recorded.

(c) Excise duty on inventory (finished goods)

Excise duty on closing inventory was charged to the Statement of profit and loss and was not inventorised during the years ended 31 March 2013 and 31 March 2012. For the purpose of this statement, the said excise duty has been appropriately adjusted in the respectively financial statements captions in which the said inventories were originally recorded.

(d) Provision for anticipated sales return

During the year ended 31 March 2015, the Company has recognised a cumulative provision for anticipated sales returns which includes provision for returns of the goods that were sold in previous years. For the purpose of this statement, the Company has recognised this provision in the respective years in which the goods were sold.

(e) Expense recorded pertaining to previous years

During the year ended 31 March 2015, certain item of expenses have been identified as prior period items. For the purpose this statement, such prior period items have been appropriately adjusted in the respective years to which such expenses relate.

(f) Advance written off

During the year ended 31 March 2015, the Company has written off advances given in the previous years. For the purpose of this statement, such amounts have been appropriately adjusted in the respective years to which they relate.

(g) Mark to Market losses

The Company had entered into an interest swap in respect of a borrowing in 2011-12. As at 31st March, 2015, the company has recognised a mark to market loss on such instrument. The losses pertaining to previous years have accordingly been restated in respective previous year

(h) Short/excess provision of income taxes of earlier years

a) Income tax adjustments for earlier years:

The Statement of Profit and Loss for certain financial years include amounts paid/ provided for or refunded/ written back, in respect of shortfall/ excess current tax arising upon filing of tax returns, assessments etc. which have now been adjusted in the respective years to which they relate.

b) Reversal of MAT credit entitlement:

During the year ended 31 March 2007, the Group had recognised MAT credit entitlement which was reversed subsequently during year ended 31 March 2015 in the absence of convincing evidence that the Company will pay normal income tax during the specified period. Accordingly, such reversal of MAT credit entitlement has been adjusted in the respective year to which it relates.

(i) Product development charges and cost of exhibit batches expensed off

During the year ended 31 March 2013, the Company had capitalised research related expenditure incurred as intangible asset under development. The Company had subsequently charged off these expenses to the Statement of profit and loss. For the purpose of this statement, these expenses have been charged off to the statement of profit and loss in the year in which they were incurred.

(j) Deferred tax impact on adjustments

Deferred tax has been computed on adjustments made as detailed above and has been adjusted in the restated statement of profit and loss for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 and the balance brought forward in the Restated Statement of Profit and Loss as at 1 April 2010.

During the year ended 31 March, 2015, the company has performed a reconciliation of the deferred tax liability (net). Based on such reconciliation, unrecorded liabilities pertaining to earlier years in respect of depreciation has been restated to the years in which these should have been originally recorded.

Annexure IV B - Notes on Material Adjustments

2. Material regroupings

Appropriate adjustments have been made in the Restated Summary Financial Information, wherever required, by a reclassification of the corresponding items of income, expenses, assets, liabilities and cash flows in order to bring them in line with the groupings as per the audited financial statements of the Company as at and for the year ended 31 March 2015, prepared in accordance with Schedule III of the Act and the requirements of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009 (as amended). Accordingly, the Company has presented the Restated Summary Financial Information as at and for the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 following the requirements of Schedule III of the Act.

3. Restatement adjustments made in the audited opening balance figures in the net surplus in the statement of profit and loss for the fiscal 2010

Particulars	*(₹ in Million)*
(A) Net Surplus in statement of Profit and Loss as at 1 April 2010 as per audited financial statements	**928.5**
Adjustments:	
Sundry balances written off/ back	(30.0)
Provisions no longer required written back	11.0
Provision for anticipate sales return	(224.4)
(B) Total adjustments	**(243.4)**
(C) Under-provision from income tax	**(241.8)**
(D) Deferred tax impact on adjustments	**75.2**
Net surplus in the Statement of Profit and Loss as at 1 April 2010 (as restated)	**518.5**

Annexure IVC: Notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows for the years ended 31 March 2015, 2014, 2013, 2012 and 2011:

1 Company overview

Alkem Laboratories Limited ("**Company**") Established in 1973 and headquartered in Mumbai, India, Alkem began operations as a health care marketing company. Alkem, one of the India's leading generic and specialty pharmaceutical companies, is a significant player in the branded drugs and generic drugs space. With a wide ranging presence across acute and chronic therapeutic segments with substantial brand share in the Central Nervous System, Gastro-intestinal, Anti-diabetic, Anti-osteoporosis, Antimalarial, Cardiovascular, Immunosuppressants, and Nutraceutical segments, Alkem leads the Indian market in the Anti-infective and Pain Management segments.

2 Basis of preparation of Financial Statements:

The restated Standalone summary Statement of Assets and Liabilities of the Company as at 31 March 2015, 31 March 2014, 2013, 2012, and 2011 and the related restated Standalone summary Statement of Profit and Loss and Cash Flows for the years ended 31 March 2015, 2014, 2013, 2012 and 2011 (collectively referred to as the "Restated Standalone Summary Financial Information') have been prepared specifically for the purpose of inclusion in the draft red herring Prospectus (hereinafter referred to as 'DRHP') to be filed by the Company with the Securities and Exchange Board of India (SEBI) in connection with the proposed Initial Public Offering (hereinafter referred to as 'IPO')

The Restated Standalone Summary Financial Information has been prepared by applying necessary adjustments to the standalone financial statements ('financial statements') of the Company. The financial statements are prepared and presented under the historical cost convention using the accrual system of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and the requirements of the Companies Act, 1956 (up to 31 March 2014), and notified sections, schedules and rules of the Companies Act 2013 (with effect from 01 April 2014), including the Accounting Standards as prescribed by the Companies (Accounting Standards) Rules, 2006 as per section 211(3C) of the Companies Act, 1956 (which are deemed to be applicable as Section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of Companies (Accounts) Rules, 2014), to the extent applicable. The accounting policies adopted in preparation of the financial statement are consistent with those followed in the previous year. The Financial statement are prepared in Indian rupees rounded off to the nearest million.

Operating Cycle:

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalent.

3. Statement of significant accounting policies

3.1 Use of Estimates:

The preparation of restated standalone summary financial information in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affects the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

3.2 Tangible Fixed Assets:

a) Tangible Fixed Assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of an item of tangible fixed assets comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the assets to its working condition for its intended use and any trade discount and rebates are deducted in arriving at purchase price. Cost of the assets also includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

b) Capital work in progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest.

3.3 Intangible Assets:

Intangible assets are recognised only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably. The intangible assets are recorded at cost and are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

3.4 Depreciation and Amortisation:

Depreciation is provided on a straight line basis for all assets. Depreciation is provided based on the useful life of assets. Pursuant to schedule II of Companies Act, 2013, the remaining useful life has been revised wherever appropriate based on an evaluation by an independent valuer. The carrying amount as on April 01, 2014 is depreciated over the revised remaining useful life. Wherever the remaining useful life of the asset is NIL as per Schedule II, the carrying amount as on 1st April, 2014 is recognised in the Statement of Profit & Loss.

Tangible Assets	Useful Life
Leasehold Land	Amortized over the period of Lease
Buildings	5 Years to 59 Years
Plant and Machinery	1 Year to 20 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Office Equipment’s	3 Years to 6 Years

Intangible Assets	Useful Life
Computer Software	3 Year to 6 Years
Trade Marks & Patents	5 Years

3.5 Operating Leases

Assets taken/given on lease under which all risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease payments/receipts under operating leases are recognised as expenses/income on straight line basis over the primary period of lease in accordance with the respective lease agreements.

3.6 Investments:

Long-Term investments are stated at cost which includes cost of acquisition and related expenses. Investments in equity/ordinary shares in foreign currency are stated at cost by converting at exchange rate prevailing at the time of acquisition. Provision for diminution in the value of long-term investments is made only if such decline is other than temporary. Current Investments are carried at lower of cost and fair value. Investments are classified into current and non-current investments. Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as “Current investments”. All other investments are classified as “Non-current investments”. Investment in land and buildings that are not intended to be occupied substantially for use by, or in the operations of the Company, have been classified as investment property. Investment properties are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation on the building component of the investment property is provided in line with the policy on tangible assets.

3.7 Inventories:

a) Raw Materials & Packing Materials are valued at lower of cost or net realisable value; cost is calculated on moving weighted average basis.

b) Finished Goods and Work–in–Progress are valued at lower of cost and net realisable value. In respect of finished goods, cost includes materials, appropriate share of utilities, other overheads and applicable excise duty. Trading Goods are valued at lower of cost (on Moving weighted average basis) or net realisable value. Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

c) Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

3.8 Revenue Recognition:

a) Revenue from sale of goods is recognised when the significant risks and rewards in respect of ownership of products are transferred by the Company and no significant uncertainty exist regarding the amount of consideration that will be derived from the sale of goods as well as regarding its ultimate collection. Revenue from product sales is stated net of returns, sales tax and applicable trade discounts and allowances. Revenue from product sales includes excise duty, wherever applicable. Sales are also netted off for probable non-saleable return of goods from the customers, estimated on the basis of historical data of such returns.

b) Revenue (including in respect of insurance or other claims, interest etc.) is recognised when it is reasonable to expect that the ultimate collection will be made

c) Income from research and product registration (dossiers) services and technology income is recognised as revenue when earned in accordance with the terms of the relevant agreements.

d) Dividend from investment is recognised as revenue when right to receive the payments is established.

e) Interest income is recognised on time proportionate basis.

f) Profit on disposal/ sale of Investments is recognised as income in the period in which the investment is sold/disposed off.

3.9 Export Incentives:

Export benefits available under prevalent schemes are accrued in the year in which the goods are exported and are accounted to the extent considered receivable.

3.10 Excise Duty and CENVAT:

In accordance with the method of accounting regularly employed by the Company, Cenvat has been accounted on the basis of "exclusive method" as recommended by the Institute of Chartered Accountants of India wherever applicable. Provision for excise duty has been made on goods lying in bonded warehouses.

3.11 Research and Development:

Revenue expenditure incurred on research & development is charged to the respective heads in the Profit and Loss account, in the year it is incurred and capital expenditure there on is included in the respective heads under fixed assets.

3.12 Foreign Exchange Transactions:

a) Transactions in foreign currency are recorded at the rate of exchange in force at the time transactions are effected. Exchange differences arising on settlement of all transactions are recognised in the Profit and Loss Account.

b) Exchange Differences arising on translation of short term monetary items denominated in foreign currency are restated using the exchange rate prevailing as at the date of the Balance Sheet and the resulting exchange difference is recognised in Profit and Loss Account.

c) The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement over the maturity period of such items.

d) In case of forward exchange contracts entered into to hedge the foreign currency exposure in respect of short term monetary items, the difference between the exchange rate on the date of such contracts and the yearend rate is recognised in the Profit and Loss Account. Any profit/loss arising on cancellation of forward exchange contract is recognised as income or expense of the year. Premium/discount arising on such forward exchange contracts is amortised as income/expense over the life of contract.

e) Foreign offices/branches: In respect of the foreign offices/branches, which are integral foreign operations, all revenues and expenses (except depreciation) during the year are reported at average rate. Monetary assets and liabilities are restated at the year-end exchange rate. Non-monetary assets and liabilities are stated at the rate prevailing on the date of the transaction. Net gain/loss on foreign currency translation is recognised in the Profit and Loss Account.

3.13 Employee Benefits:

a) Post-Employment Benefits and Other Long Term Benefits:

i) Defined Contribution Plan:

Company's contribution for the year paid/payable to defined contribution retirement benefit schemes are charged to Statement of Profit and Loss

The Company's contribution towards provident fund and superannuation fund for certain eligible employees are considered to be defined contribution plan for which the Company made contribution on monthly basis.

ii) Defined Benefit and Other Long Term Benefit Plans:

Company's liabilities towards defined benefit plans and other long term benefits viz. gratuity and compensated absences expected to occur after twelve months, are determined using the Projected Unit Credit Method. Actuarial valuations under the Projected Unit Credit Method are carried out at the balance sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period of occurrence of such gains and losses. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets.

b) Short term employee Benefits:

Short term employee benefits are benefits payable and recognised in 12 months. Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised undiscounted during the year as the related service are rendered by the employee. These benefits include performance incentives.

3.14 Taxes on Income:

Income Tax is accounted for in accordance with Accounting Standard 22 (AS 22) "Accounting for Taxes on Income". Tax expense comprises both current tax and deferred tax. Current tax is measured at the amount expected to be paid or recovered from the tax authorities using the applicable tax rates.

Minimum Alternate Tax (MAT) under the provision of Income Tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Deferred tax assets and liabilities are recognised for future tax consequence attributable to timing differences between taxable income and accounting income that are measured at relevant substantially enacted tax rates. At each balance sheet date the Company reassesses unrecognised deferred tax assets, to the extent they become reasonably certain or virtually certain as the case may be supported by convincing evidence that they can be realised against future taxable profits.

3.15 Borrowing Costs:

Borrowing costs are interest and other costs (including exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of those tangible fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised. Other borrowing costs are recognised as an expense in the Statement of Profit and Loss of the period in which they are incurred.

3.16 Provision, Contingent Liabilities and Contingent Assets:

A provision is recognised if as a result of a past event, the Company has a present obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The provisions are measured on an undiscounted basis.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

3.17 Impairment of Assets:

Fixed assets are reviewed at each reporting date to determine if there is any indication of impairment. For assets in respect of which any such indication exists and for intangible assets mandatorily tested annually for impairment, the asset's recoverable amount is estimated. For assets that are not yet available for use, the recoverable amount is estimated at each reporting date. An asset is treated as impaired when the carrying cost of the asset or cash generating units exceeds its recoverable value. An impairment loss is charged to Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

3.18 Government Grants:

Government Grants of Capital nature received as cash subsidy is accounted as Capital Reserve in the year of its receipt or when there is a reasonable certainty of its being received. Grants related to depreciable assets are treated as deferred income which is recognised in the profit and loss statement on a systematic and rational basis over the useful life of the asset. Such allocation to income is usually made over the periods and in the proportions in which depreciation on related assets is charged. Government Grants of revenue nature is reduced from related expenses in the statement of Profit and Loss in the year of its receipt or when there is a reasonable certainty of its being received.

3.19 Cash & Cash Equivalents

Cash & Cash Equivalents for the purpose of cash flow statement comprise cash at bank including fixed deposits (having original maturity of less than 3 months), cheques in hand & cash in hand.

3.20 Derivative Instruments

Any Loss arising out of marking of a class of derivative contracts to market price is recognised in the Statement of Profit and Loss. Income, if any, arising out of marking of a class of derivative contracts to market price is not recognised in the Statement of Profit and Loss.

4 Operating lease

The Company has entered into non - cancellable operating lease agreements for premises, cars and computers which expires at various dates over the next five years. Rent expenses debited to the Statement of Profit and Loss is as below:

(₹in Million)

Particulars	**31 March**				
	2015	**2014**	**2013**	**2012**	**2011**
Rent expense	147.6	149.9	117.5	102.0	81.5
Total	**147.6**	**149.9**	**117.5**	**102.0**	**81.5**

The future minimum lease payments in respect of the non-cancellable lease agreements as on the year end is as below:

(₹in Million)

Particulars	**31 March**				
	2015	**2014**	**2013**	**2012**	**2011**
Not later than one year	37.5	22.0	105.4	76.4	65.1
Later than one year but not later than five years	47.5	52.2	230.5	198.8	184.6
Later than five years	1.9	-	64.9	37.0	53.5
Total	**86.9**	**74.2**	**400.8**	**312.2**	**303.2**

5 Deferred tax Liability (net)

Components of deferred tax liability (net) are as follows:

(₹in Million)

Timing Difference on account of	**As at 31 March**				
	2015	**2014**	**2013**	**2012**	**2011**
Deferred tax liabilities					
Tax effect of items constituting Deferred Tax Liabilities					
On differences between book and tax depreciation	977.1	780.8	683.5	543.3	475.0
Less: Tax effect of items constituting Deferred Tax Assets					
- Provision for employee benefits	(239.0)	(154.2)	(158.4)	(154.3)	(143.6)
- Others (includes provision for doubtful debts and advances, deferred Government grant, etc.)	(53.0)	(17.5)	(26.2)	(24.9)	(22.5)
On Restatement adjustments	-	(143.3)	6.6	(3.4)	(55.6)
Net Deferred tax liabilities	**685.1**	**465.8**	**505.5**	**360.7**	**253.3**

6 Auditor's remuneration (excluding service tax)

(₹in Million)

Particulars	**31 March**				
	2015	**2014**	**2013**	**2012**	**2011**
Statutory audit fees	4.5	2.3	2.3	1.7	1.5
Tax audit fees	-	0.8	0.8	0.7	0.5
As advisor or in any other capacity or in respect of Taxation matters	-	0.7	0.7	0.6	0.5
In any other services such as certification, etc.	-	0.8	0.7	0.8	0.5
Reimbursement of out of pocket expenses	0.2	0.3	0.8	0.3	0.2
Total	**4.7**	**4.9**	**5.3**	**4.1**	**3.2**

7 Earnings per share (EPS)

Particulars			**31 March**				
			2015	**2014**	**2013**	**2012**	**2011**
Restated profit after tax attributable to equity shareholders	₹ in Million	A	4,370.9	4,402.0	4,667.8	4,318.1	3,219.5
Weighted average number of equity shares outstanding during the period	Nos.	B	119,565,000	119,565,000	119,565,000	119,565,000	119,565,000

Particulars			31 March				
			2015	2014	2013	2012	2011
Basic and diluted earnings per equity share (₹) - Face value of ₹2 per share	In ₹	(A/ B)	36.6	36.8	39.0	36.1	26.9

Since the split in face value of equity shares from ₹10 each to ₹2 each fully paid up and the issue of bonus shares in the ratio of 1 fully paid up equity shares of face value of ₹2 each for each existing equity shares of face value of ₹2 each is an issue without consideration, the issue is treated as if it had occurred prior to the beginning of the year 2010-11, the earliest period reported.

8 Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, the outstanding dues to the Micro and Small enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Principal amount remaining unpaid to any supplier as at the year end	27.6	468.8	286.5	291.4	295.7
Interest due thereon	1.0	-	-	-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-	-	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	-	-	-	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-	-	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	1.0	-	-	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006.	-	-	-	-	-

9 Employee benefits

The disclosures as required as per the revised Accounting Standard 15 are as under:

I) Defined contribution plan

i) Contribution to Provident Fund administered by Government
ii) Contribution to Superannuation fund administered by LIC

The Company has recognised the following amounts in the Statement of Profit and Loss

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
- Contribution to Provident Fund	117.2	110.6	93.5	72.7	62.7
- Contribution to Superannuation fund	2.8	2.7	2.4	2.0	2.5
Total	**120.0**	**113.3**	**95.9**	**74.7**	**65.2**

II) Defined benefit plan

Gratuity

The Company earmarks liability towards unfunded Group Gratuity and Compensated absences and provides for payment to vested employees as under:

a) On Normal retirement/ early retirement/ withdrawal/resignation:

As per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of service.

b) On death in service:

As per the provisions of Payment of Gratuity Act, 1972 without any vesting period.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2015 by and independent actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31, 2015:

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Gratuity	213.2	65.4	33.1	90.8	91.1

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of gratuity based on the following assumptions:

Particulars	31 March				
	2015	2014	2013	2012	2011
Discount rate	8.00%	10.95%	8.00%	8.00%	8.00%
Salary escalation rate	6.25%	5.00%	5.00%	8.00%	11.00%

(i) Change in present value of obligation

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Opening present value of obligations	409.3	366.1	348.6	270.3	193.5
Interest cost	42.9	28.4	27.3	21.1	15.5
Current service cost	94.0	54.5	53.8	62.3	81.6
Past service cost		-	-	-	-
Benefits paid	(35.9)	(22.2)	(15.6)	(12.5)	(14.3)
Actuarial losses/ (gain)	76.3	(17.5)	(48.0)	7.4	(6.0)
Closing present value of obligations	**586.6**	**409.3**	**366.1**	**348.6**	**270.3**

(ii) Amount recognised in the Balance Sheet

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Closing present value of obligations	586.6	409.3	366.1	348.6	270.3

Closing present value of plan assets	-	-	-	-	-
Closing net liability recognised	**586.6**	**409.3**	**366.1**	**348.6**	**270.3**

Classification into Current / Non-Current

The liability in respect of the plan comprises of the following noncurrent and current portion:

(₹in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Current	328.0	232.0	181.2	143.9	111.6
Non-current	258.6	177.3	184.9	204.7	158.7
	586.6	**409.3**	**366.1**	**348.6**	**270.3**

(iii) Expenses recognised in the Statement of Profit and Loss

(₹in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Current service cost	94.0	54.5	53.8	62.3	81.6
Interest cost on benefit obligation	42.9	28.4	27.3	21.1	15.5
Net actuarial (gain)/ loss recognised in the current year	76.3	(17.5)	(48.0)	7.4	(6.0)
Past Service cost	-	-	-	-	-
Expense recognised in the Statement of Profit and Loss	**213.2**	**65.4**	**33.1**	**90.8**	**91.1**

The Company's liability on account of gratuity is not funded and hence the disclosures relating to the planned assets are not applicable.

(iv) Experience Adjustments

(₹in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Present value of defined benefit obligation	586.6	409.3	366.1	348.6	270.3
Fair value of plan assets	-	-	-	-	-
(Deficit)/ surplus in the plan	(586.6)	(409.3)	(366.1)	(348.6)	(270.3)
Experience adjustment Gain/(Loss) on plan liabilities	(16.4)	31.3	12.5	82.8	(71.2)
Experience adjustment Gain/(Loss) on plan assets	-	-	-	-	-
Actuarial Gain/(Loss) due to change on assumption	92.7	(48.9)	(60.5)	(75.8)	65.2

10 Additional information pursuant to the provisions of Paragraph 5(viii) of Schedule III

a) Consumption of Raw materials

(₹in Million)

Items	31 March				
	2015	2014	2013	2012	2011
Antibiotics	4,013.1	3,693.0	3,153.2	2,693.3	2,799.4
Analgesics	58.8	63.2	59.8	56.5	52.9
Others	2,094.4	1,656.1	1,415.2	1,293.4	1,024.8
Total	**6,166.3**	**5,412.3**	**4,628.2**	**4,043.2**	**3,877.1**

b) Value and % of Imported and Indigenous raw materials, spare parts and components consumed:

(₹in Million)

Items	31 March				
	2015	2014	2013	2012	2011
(i) Raw Materials:					
Imported					
Value	1,395.4	1,090.5	706.3	561.2	337.9
% of total consumption	22.63%	20.15%	15.26%	13.90%	9.10%
Indigenous					
Value	4,770.9	4,321.8	3,921.9	3,482.0	3,539.2
% of total consumption	77.37%	79.85%	84.74%	86.10%	90.90%
Total Value	**6,166.3**	**5,412.3**	**4,628.2**	**4,043.2**	**3,877.1**
% of total consumption	**100.00%**	**100.00%**	**100.00%**	**100.00%**	**100.00%**
(ii) Stores & Spares:					
Imported					
Value	107.3	40.2	46.8	37.0	5.6
% of total consumption	25.63%	10.95%	12.65%	11.92%	2.50%
Indigenous					
Value	311.3	326.7	323.1	273.8	217.9
% of total consumption	74.37%	89.05%	87.35%	88.08%	97.50%
Total Value	**418.6**	**366.9**	**369.9**	**310.8**	**223.5**
% of total consumption	**100.00%**	**100.00%**	**100.00%**	**100.00%**	**100.00%**

c) Value of Imports (on CIF basis)

(₹in Million)

Items	31 March				
	2015	2014	2013	2012	2011
Raw Materials	1,207.2	1,204.2	606.7	425.5	367.5
Components, Stores and Spare Parts & Others	107.3	83.6	89.8	115.0	23.7
Capital Goods	141.2	61.4	260.8	276.8	104.5
Total	**1,455.7**	**1,349.2**	**957.3**	**817.3**	**495.7**

d) Earnings in Foreign Exchange

(₹in Million)

Items	31 March				
	2015	2014	2013	2012	2011
Export of goods (at F.O.B.)	3,443.8	2,775.2	2,253.9	1,702.6	1,519.4
Freight	4.3	8.6	10.2	32.4	15.8
Technology income	-	272.8	270.1	-	-
Royalty Income	41.5	-	-	-	-
Interest	22.6	18.1	-	-	-
Manufacturing Charges	-	18.3	-	15.1	-
Raw Material & Packing Material Sales	-	1.8	-	-	-
Others	4.0	-	-	0.4	0.3
Total	**3,516.2**	**3,094.8**	**2,534.2**	**1,750.5**	**1,535.5**

e) Expenditure in Foreign Exchange (on accrual basis)

(₹in Million)

Items	31 March				
	2015	2014	2013	2012	2011
Travelling Expenses	79.7	36.3	22.8	15.5	7.1
Salaries	113.7	117.8	83.9	57.3	50.2
Legal and Professional Fees	291.3	153.7	98.8	66.9	29.6
License Fees and Product Registrations	211.5	161.9	120.0	57.8	60.5
Reference Samples	37.2	48.6	25.6	24.1	7.6
Other Expenses	401.0	316.6	213.9	151.3	114.5
Total	**1,134.4**	**834.9**	**565.0**	**372.9**	**269.5**

11 Details of purchases, turnover and inventory

a) Purchases of finished goods:

(₹ in Million)

Classification	31 March				
	2015	2014	2013	2012	2011
Tablets	1,415.9	1,198.1	884.1	630.4	459.0
Capsules	1,039.9	793.7	754.5	494.3	363.1
Dry Syrups	94.2	75.3	61.1	13.6	3.4
Liquids	1,254.1	942.1	946.3	732.7	644.1
Injections	739.2	613.3	619.3	389.8	273.0
Others	1,020.2	735.9	487.8	327.1	197.3
Total	**5,563.5**	**4,358.4**	**3,753.1**	**2,587.9**	**1,939.9**

b) Turnover:

(₹ in Million)

Classification	31 March				
	2015	2014	2013	2012	2011
Tablets	13,344.1	11,464.0	9,819.1	7,951.2	6,553.2
Capsules	6,825.4	4,921.1	3,863.6	3,243.3	2,454.6
Dry Syrups	1,960.0	1,446.0	1,232.0	1,044.4	885.9
Liquids	2,818.5	2,160.1	1,882.5	1,624.5	1,438.0
Injections	5,884.4	5,356.8	4,996.4	4,662.4	4,297.5
Bulk Drugs	1.3	39.8	8.0	117.8	282.8
Others	1,307.5	1,498.6	1,253.5	830.0	562.0
Total	**32,141.2**	**26,886.4**	**23,055.1**	**19,473.6**	**16,474.0**

c) Inventories (finished goods including stock-in-trade)

(₹ in Million)

Classification	31 March				
	2015	2014	2013	2012	2011
Tablets	1,068.6	1,030.7	993.5	570.4	348.0
Capsules	763.9	707.8	437.3	216.4	177.3
Dry Syrup	155.5	174.9	128.5	56.1	44.8
Liquids	355.0	321.2	341.5	262.9	120.3
Injections	838.5	992.4	880.0	586.5	393.3
Bulk Drugs	15.4	13.2	30.2	20.2	30.0
Others	376.1	243.7	258.4	109.4	52.1
Total	**3,573.0**	**3,483.9**	**3,069.4**	**1,821.9**	**1,165.8**

d) Inventories (work-in-progress)

(₹ in Million)

Classification	31 March				
	2015	2014	2013	2012	2011
Formulations	232.2	208.3	194.6	219.7	150.2
Bulk Drugs	9.7	6.5	7.7	18.3	36.0
Total	**241.9**	**214.8**	**202.3**	**238.0**	**186.2**

12 Details of foreign currency exposure Hedged

The Company enters into Forward Exchange Contracts, for hedging purposes and not for trading or speculation purposes, to establish the amount of currency in Indian Rupees required or available at the settlement date of certain payables and receivables. The following were the outstanding Forward Exchange Contracts entered into by the Company:

Currency	Buy or sell	Cross Currency	Amount in US $				
			31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
US $	Buy	Indian Rupees	-	-	-	-	6,000,000
US $	Sell	Indian Rupees	-	-	-	-	-

Unhedged

The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are as below:

Particulars	31 March 2015		31 March 2014		31 March 2013		31 March 2012		31 March 2011	
	₹ in Million	Amount in foreign currency	₹ in Million	Amount in foreign currency	₹ in Million	Amount in foreign currency	₹ in Million	Amount in foreign currency	₹ in Million	Amount in foreign currency
Export of goods										
EUR	26.7	397,228.7	117.5	1,421,272.9	159.3	2,292,284.1	75.2	1,107,768.8	63.2	997,127.0
GBP	17.0	183,810.2	5.5	54,911.1	18.1	219,584.9	11.4	140,475.5	7.9	110,187.0
USD	1,819.6	29,103,996.2	1,173.1	19,579,611.1	1,307.9	24,093,727.4	977.3	19,210,492.3	536.3	12,025,078.4
AUD	52.2	1,098,901.7	6.5	118,061.0	8.2	145,223.0	2.3	44,100.0	-	-
Loans & advances										
AUD	51.9	1,092,321.7	55.7	1,008,121.7	26.4	466,964.0	-	-	-	-
EUR	1.4	20,500.0	0.9	15,500.0	0.7	10,500.0	5.0	85,030.0	-	-
USD	830.6	13,289,113.9	647.7	10,811,039.9	370.4	6,822,366.6	300.8	6,147,740.2	-	-
Import of goods and services										
USD	166.9	2,670,727.3	213.1	3,556,245.0	151.5	2,790,224.5	87.0	1,710,670.7	91.5	2,051,123.3
EUR	70.8	1,053,039.1	2.2	27,085.0	3.9	55,777.9	4.5	66,663.8	0.5	8,050.6
AUD	6.5	137,688.7	3.9	70,480.0	8.2	144,218.8	0.1	2,485.6	-	885.0
GBP	0.4	3,803.3	0.7	7,236.0	0.7	8,634.3	2.2	26,861.8	0.1	730.6
CHF			-	-	0.7	12,659.4	1.1	20,000.0	-	-
SGD	-	-	0.6	12,554.0	0.5	12,554.4	-	-	-	-
Unsecured loans										
USD	1,093.8	17,500,000.0	1,408.2	23,503,519.5	2,418.6	44,553,519.5	1,501.3	29,529,337.1	245.3	5,500,000.0
Secured loans										
USD	875.0	14,000,000.0	1,023.5	17,082,132.5	1,357.1	25,000,000.0	1,526.3	30,000,000.0	668.9	15,000,000.0

13 Research and development expenditure

(₹in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Revenue expenditure	1513.1	1529.1	987.3	696.4	485.2

14 Disclosure As per Accounting Standard (AS 29) for provisions is as under:

Provision for anticipated Sales Return:

(₹in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Carrying amount at the beginning of the year	398.2	350.5	303.8	257.9	224.4
Add: Provision made during the year *	59.2	47.7	46.7	45.9	33.5
Less: Amount used/utilised during the year	-	-	-	-	-
Carrying amount at the end of the year	**457.4**	**398.2**	**350.5**	**303.8**	**257.9**

* In line with an opinion of the Expert Advisory Committee of the Institute of Chartered Accountants of India on "Accounting for Sales Returns" the Company has revised its approach for estimating the anticipated returns for date expiry in respect of its sales.

15 During the year, the Company has settled some pending legal matters. As a part of settlement, the Company has paid ₹262.5 million which is shown under Miscellaneous Expenses in Other Expenses.

16 The gross amount required to be spent on Corporate Social Responsibilities ("CSR") by the Company during the year is ₹94.6 Million. The company has spent ₹12.0 million towards CSR as per the approved CSR policy of the Company on research projects related to promotion of positive health, development of women hospital centre and other hospitals. All spends are other than on construction/acquisition of any asset.

17 During the year, the Company observed some procedural non-compliance related to earlier years under the Companies Act, 1956. After obtaining legal opinion the Company has initiated application to the Ministry of Corporate Affairs ('MCA') for Compounding. Pending order from MCA, the Company believes there will be no significant financial impact.

18 Pursuant to the requirement of Companies Act, 2013 the company has determined the remaining useful life of building, plant & machinery based on the report of an independent valuer. In respect of other fixed assets, the company has adhered to the useful lives as recommended in schedule II to the Act. Consequent to the changes in the useful lives of the assets its depreciation during the year is higher by ₹126.7 Million. The Assets without any remaining useful life at the beginning of the year have been charged to the Statement of Profit & Loss aggregating to ₹4.3 Million. Cost of Land forming part of building has been identified and accordingly reclassified and depreciation charged on the land has been reversed amounting to ₹55.2 Million.

19 **a)** During the year Company has acquired 51% equity stake in following companies in India:

i) Indchemie Health Specialties Pvt. Ltd ("IHSPL") at a total cost of ₹1,640.7 Million.

ii) Cachet Pharmaceuticals Pvt. Ltd ("CPPL") at a total cost of ₹638.9 Million pursuant to the acquisition IHSPL & CCPL have become the subsidiary of the Company.

b) During the year company purchased additional 20% equity stake in its subsidiary M/s. Enzene Biosciences Limited ("EBL") at a total cost of ₹35.0 Million. Pursuant to these acquisition EBL has become the wholly owned subsidiary of the company.

c) During the year company has set up wholly owned subsidiary in United Kingdom viz. "Ascend Laboratories (UK) Limited" by way of capital contribution of ₹4.9 Million.

d) During the year company has acquired 51% equity stake in M/s. S&B Pharma Inc. from its wholly owned subsidiary viz. M/s. S&B Holdings B.V. Netherlands. Pursuant to these acquisition M/s. S&B Pharma Inc. has now become direct wholly owned subsidiary of the company.

e) During the year the company has contributed ₹0.1 Million in Alkem Real Estate LLP as capital contribution and the same has been withdrawn pursuant to the process of winding up of the Alkem Real Estate LLP.

20 Modifications in the Audit Report in accordance with the provisions of Companies (Auditor's Report) Order, 2003

Following are the audit modifications which do not require any corrective adjustment in the financial information:-

Financial year ended 31st March, 2015

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

Name of the Statute	Nature of dues	Amount (in ₹ million)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty and Penalty	18.5	2005-2014	Appellate Tribunal, Ahmedabad
	Excise Duty	0.6	2005-2014	Commissioner of Central Excise (Appeals), Daman
	Penalty	12.4	2003-2005	Appellate Tribunal, Mumbai
	Penalty	20.1	2004-2009	Appellate Tribunal, Ahmedabad
	Excise Duty	4.1	2006-2012	Appellate Tribunal, Ahmedabad
	Penalty	4.1	2008-2010	Appellate Tribunal, Ahmedabad
	Excise Duty	14.8	2006-2010	Appellate Tribunal, Ahmedabad

Name of the Statute	Nature of dues	Amount (in ₹ million)	Period to which the amount relates	Forum where the dispute is pending
	Excise Duty	2.5	2007-2009	Appellate Tribunal, Ahmedabad
	Excise Duty	1.0	2007-2009	CESTAT, Kolkata
	Excise Duty	0.6	2007-2009	Commissioner of Central Excise (Appeals), Kolkata
Maharashtra VAT Act, 2002	Value Added Tax	2.1	2003-04	Appellate Tribunal
	Value Added Tax	4.3	2004-2005	Appellate Tribunal
	Value Added Tax	262.2	2009-10	Joint Commissioner (Appeals)
West Bengal VAT Act, 2003	Value Added Tax	0.9	2006-2007	Additional Commissioner of Commercial Taxes (Appeal)
	Value Added Tax	0.3	2007-2008	Additional Commissioner of Commercial Taxes (Appeal)
	Value Added Tax	0.3	2010-2011	Senior Joint Commissioner of Commercial Tax
Income Tax Act, 1961	Income Tax	0.1	2001-2002	Commissioner of Income Tax (Appeal)
	Income Tax	0.6	2002-2003	Commissioner of Income Tax (Appeal)
	Income Tax	0.9	2008-2009	Commissioner of Income Tax (Appeal)
	Income Tax	0.9	2010-2011	Commissioner of Income Tax (Appeal)
Central Sales Tax Act	Sales-Tax & Penalty	349.5	2009-10	Joint Commissioner (Appeals)

Financial year ended 31st March, 2014

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

Name of the Statute	Nature of dues	Amount (in ₹ million)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act 1944,	Excise Duty	3.7	2002-2005	Additional Commissioner of Central Excise
	Excise Duty	4.5	2007-2012	Additional Commissioner of Central Excise
	Excise Duty penalty	6.3	2006-2011	Additional Commissioner of Central Excise (Appeal)
		0.2	2010-2011	
	Excise Duty penalty	14.9	2003-2011	Additional Commissioner of Central Excise (Appeal)
		23.4		
	Excise Duty	1.2	2005-2012	Deputy Commissioner of Central Excise
Maharashtra VAT Act 2002	Value Added Tax	5.1	2003-2004	Deputy Commissioner of Sales Tax (Appeals)
	Value Added Tax	5.7	2004-2005	Joint Commissioner of Sales Tax (Appeals)
West Bengal VAT Act 2003	Value Added Tax	0.9	2006-2007	Additional Commissioner of commercial Taxes (Appeal)
	Value Added Tax	0.3	2007-2008	
Uttar Pradesh VAT Act 2008	Value Added Tax	3.1	2012-2013	Additional Commissioner of Commercial Taxes (Appeal)
Bihar VAT Act 2005	Value Added Tax	3.8	2010-2011	Joint Commissioner of commercial Taxes (Appeal)
		6.3	2011-2012	
Income Tax Act, 1961	Income Tax	0.9	2008-2009	Commissioner of Income Tax (Appeal)
		4.5	2009-2010	

Financial year ended 31st March, 2013

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

Name of the Statute	Nature of dues	Amount (in ₹ million)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act,1944	Excise Duty	3.7	2002-2005	Additional commissioner of central excise
	Excise Duty	4.5	2007-2012	Additional commissioner of central excise
	Excise Duty	6.3	2006-2011	Additional commissioner of central excise (Appeal)
	Penalty	0.2	2010-2011	
	Excise Duty	14.9	2003-2011	Central Excise and Service Tax Appellate Tribunal
	Penalty	23.4		
	Excise Duty	1.2	2005-2012	Deputy commissioner of central excise
Maharashtra VAT Act 2002	Sales Tax	5.1	2003-2004	Deputy commissioner of sales tax (Appeal)
	Sales Tax	5.7	2004-2005	Joint Commissioner of sales Tax (Appeal)
West Bengal VAT Act 2003	Value Added Tax	0.9	2006-2007	Additional Commissioner of commercial Taxes (Appeal)
		0.3	2007-2008	
Uttar Pradesh VAT Act 2008	Value Added Tax	3.1	2012-2013	Additional Commissioner of commercial Taxes (Appeal)
Bihar VAT Act 2005	Value Added Tax	3.8	2010-2011	Joint Commissioner of commercial Taxes (Appeal)
		6.3	2011-2012	
Income Tax Act, 1961	Income Tax	0.9	2008-2009	Commissioner of Income Tax (Appeal)
		4.5	2009-2010	

Financial year ended 31st March, 2012

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

Name of the Statute	Nature of dues	Amount (in ₹ million)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act,1944	Excise Duty	1.8	2004-2005	Additional commissioner of central excise
	Excise Duty	5.8	2003-2005	Central Excise and Service Tax Appellate Tribunal
	Penalty	4.6		
	Excise Duty	1.9	2002-2004	Additional Commissioner of Central Excise
	Penalty on excise duty	2.0	2009	Central Excise and Service Tax Appellate Tribunal
	Excise Duty	8.9	2005-2012	Deputy Commissioner of Central Excise
	Penalty	2.4	2008-2010	Commissioner of Central Excise (Appeal)
	Excise Duty	6.1	2006-2010	Commissioner of Central Excise (Appeal)
	Excise Duty	9.5	2007-2012	Central Excise and Service Tax Appellate Tribunal
	Penalty	14.3		
Maharashtra VAT Act 2002	Sales Tax	5.1	2003-2004	Deputy commissioner of sales tax (Appeals)
		-	2004-2005	
Punjab VAT Act, 2005	Sales Tax	2.2	2010-2011	Joint Director (Enforcement)
	Penalty	0.8		
Bihar VAT Act 2005	Sales Tax	0.9	2002-2003	Commercial Tax Tribunal
		1.1	2003-2004	

Financial year ended 31st March, 2011

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

Name of the Statute	Nature of dues	Amount (in ₹ million)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise duty	1.8	2004-2005	Supreme Court of India
	penalty	31.0	2003-2009	Central Excise of Service Tax Appellate
Various States Sales Tax/ VAT Act	Sales Tax and penalty	5.1	2003-2004	Joint Commissioner / Deputy Commissioner/ Commissioner of Sales Tax (Appeal)of the respective states
		5.7	2004-2005	
		2.1	2008-2009	
		0.4	2009-2010	

		3.0	2010-2011	Sales tax Appellate Tribunal
		2.0	2002-2004	

Annexure VA:

Restated Standalone Statement of Share Capital

(₹in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Share Capital					
Authorised Share Capital					
250,000,000 Equity Shares of ₹2/- each (Previous Years 15,000,000 equity shares of ₹10/- each)	500.0	150.0	150.0	150.0	150.0
	500.0	150.0	150.0	150.0	150.0
Issued, Subscribed and Paid-up Share Capital					
119,565,000 Equity Shares of ₹2/- each fully paid up (Previous Years 11,956,500 equity shares of ₹10 each fully paid up)	239.1	119.6	119.6	119.6	119.6
TOTAL	239.1	119.6	119.6	119.6	119.6

(a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year:

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Numbers of shares outstanding as at the beginning of the year	11,956,500	11,956,500	11,956,500	11,956,500	11,956,500
Add: Increase in the shares after sub-division of face value from ₹10 to ₹2	47,826,000	-	-	-	-
Add: Bonus Shares issued during the year	59,782,500	-	-	-	-
Numbers of shares outstanding as at the end of the year	119,565,000	11,956,500	11,956,500	11,956,500	11,956,500

(b) Rights attached to Equity Shares:

The Company has issued one class of equity shares with voting rights having a par value of ₹2/- per share.

In the event of liquidation of the Company, the shareholders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company:

Name of the shareholders:	*As at 31 March*									
	2015		**2014**		**2013**		**2012**		**2011**	
	Number of Shares	**Percentage of Holding**	**Number of Shares**	**Percentage of Holding**	**Number of Shares**	**Percentage of Holding**	**Number of Shares**	**Percentage of Holding**	**Number of Shares**	**Percentage of Holding**
Mr. Basudeo N. Singh	9,528,600	8.0%	952,860	8.0%	952,860	8.0%	1,191,990	10.0%	1,191,990	10.0%
Mrs. Jayanti Sinha	8,573,000	7.2%	857,300	7.2%	857,300	7.2%	857,300	7.2%	857,300	7.2%
Mr. Nawal Kishore Singh	6,702,360	5.6%	-	-	-	-	-	-	-	-
Mrs. Rekha Singh	-	-	-	-	465,480	3.9%	704,610	5.9%	704,610	5.9%
Mr. Balmiki Prasad Singh	6,215,760	5.2%	621,576	5.2%	621,576	5.2%	621,576	5.2%	525,020	4.4%

(d) Change in face value of equity shares during the year:

Pursuant to the approval of the members at the Extra ordinary General Meeting of the Company held on 16th March, 2015 to the sub-division of the Equity Shares of the Company, each Equity Share of face value of ₹10 each was subdivided to 5 (five) Equity Share of ₹2 each. The effective date for the said sub-division was 16th March, 2015.

(e) Aggregate number of shares allotted as fully paid up during last five years immediately preceding balance sheet date pursuant to contracts without payment received in cash and by way of fully paid bonus shares:

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Equity Shares:					
Fully paid up by way of bonus shares	59,782,500	-	-	-	-

Notes:
1) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure VB:

Restated Standalone Statement of Reserves and Surplus

*(₹ in Million)***)**

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Capital Reserve:					
Investment Subsidies from State Governments					
Balance as per commencement and as at the end of the year	5.2	5.2	5.2	5.2	5.2
General Reserve:					
Balance as per commencement of the year	19,500.0	17,000.0	14,500.0	12,500.0	11,000.0
Less: Bonus issued during the year	119.5				
Add: Transferred from Surplus in the Statement of Profit and Loss during the year	-	2,500.0	2,500.0	2,000.0	1,500.0
Balance as at the end of the year	**19,380.5**	**19,500.0**	**17,000.0**	**14,500.0**	**12,500.0**
Surplus in the Statement of Profit and Loss:					
Balance as per commencement of the year	7,581.2	5,959.0	4,069.1	2,028.9	518.5
Add: Profit after tax for the year	4,370.9	4,402.0	4,667.8	4,318.1	3,219.5
	11,952.1	**10,361.0**	**8,736.9**	**6,347.0**	**3,738.0**
Less: Appropriations:					
Transfer to General Reserve	-	2,500.0	2,500.0	2,000.0	1,500.0
Proposed Dividend on Equity Shares	-	-	-	239.1	179.3
Interim Dividend on Equity Shares	478.3	239.2	239.1	-	-
Dividend Distribution Tax	88.4	40.6	38.8	38.8	29.8
Balance as at the end of the year	**11,385.4**	**7,581.2**	**5,959.0**	**4,069.1**	**2,028.9**
TOTAL	**30,771.1**	**27,086.4**	**22,964.2**	**18,574.3**	**14,534.1**

Notes:

1) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.

2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure VI- Restated Standalone Statement of Non-Current Investments

(₹ in Million)

	Particulars	Numbers of shares/units as on 31 March					*As at 31 March*				
		2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
1.	**Trade Investments**										
	(Valued at cost)										
	In equity shares of subsidiary companies										
	a) Wholly owned Subsidiaries:										
	Alkem Laboratories (NIG) Limited, Nigeria	27,156,388.0	27,156,388.0	27,156,388.0	27,156,388.0	27,156,388.0	9.4	9.4	9.4	9.4	9.4
	Alkem Laboratories (Pty.) Limited, South Africa	15,890.0	15,890.0	15,890.0	15,890.0	15,890.0	0.9	0.9	0.9	0.9	0.9
	Alkem Laboratories Corporation, Philippines	94,000.0	94,000.0	94,000.0	94,000.0	94,000.0	9.6	9.6	9.6	9.6	9.6
	Alkem Laboratories Corporation, Philippines (Share application money)	-	-	-	-	-	62.6	-	-	-	-
	Alkem Laboratories Do Brasil Ltda., Brazil	-	-	-	-	19,236.0	-	-	-	-	4.7
	Alkem Pharma GmbH, Germany	2.0	2.0	2.0	2.0	2.0	1.7	1.7	1.7	1.7	1.7
	Ascend Laboratories Sdn. Bhd., Malaysia	2.0	2.0	2.0	2.0	-	-	-	-	-	-
	S & B Holdings B.V., Netherlands	35,590,552.0	1,050,000.0	1,050,000.0	1,050,000.0	1,050,000.0	2,897.2	2,897.2	397.9	397.9	70.1
	Alkem Laboratories Korea INC	15,000.0	15,000.0	15,000.0	-	-	0.1	0.1	0.1	-	-
	Ascend Laboratories SpA, Chile	1,000.0	1,000.0	1,000.0	-	-	0.1	0.1	0.1	-	-
	Pharmacor Ltd., Kenya	1,000.0	1,000.0	1,000.0	-	-	0.1	0.1	0.1	-	-
	Pharmacor Pty Ltd., Australia	68,313,954.0	68,313,954.0	68,313,954.0	-	-	224.7	224.7	224.7	-	-
	Ascend Laboratory (UK) Limited	250,000.0	-	-	-	-	4.9	-	-	-	-
	b) Other Subsidiaries:										
	Enzene Biosciences Limited, India	1,120,250.0	896,200.0	896,200.0	896,200.0	-	110.0	75.0	75.0	75.0	-
	Enzene Biosciences Limited, India (Share Application Money)	-	-	-	-	-	8.6	8.6	8.6	-	-
	S&B Pharma, Inc, USA	50,100.0	49.0	49.0	-	-	301.0	300.7	300.7	-	-

	Particulars	Numbers of shares/units as on 31 March					*As at 31 March*				
		2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
	Cachet Pharmaceuticals Pvt Ltd	7,650.0	-	-	-	-	638.9	-	-	-	-
	Indchemie Health Specialities Pvt Ltd	127,500.0	-	-	-	-	1,640.5	-	-	-	-
2) In Equity Shares of Other Companies:											
	a) Unquoted (Trade):										
	Bharuch Eco-Aqua Infrastructure Limited	510,000.0	510,000.0	510,000.0	510,000.0	510,000.0	5.1	5.1	5.1	5.1	5.1
	Shivalik Solid Waste Management Limited	18,000.0	18,000.0	18,000.0	18,000.0	18,000.0	0.2	0.2	0.2	0.2	0.2
	b) Unquoted (Non Trade):										
	The Saraswat Co-operative Bank Limited (₹20,000)	2,000.0	2,000.0	2,000.0	2,000.0	2,000.0	0.0	0.0	0.0	0.0	0.0
	Propstack Services Private Limited (₹20,000)	2,000.0	-	-	-	-	0.0	-	-	-	-
3) Investment in Partnership Firm:											
	Alkem Healthscience	-	-	-	-	-	-	-	-	-	12.7
	The PharmaNetwork LLP, Kazakhstan	-	-	-	-	-	0.1	0.1	0.1	-	-
4) Investment In Fund Unquoted (Non Trade) :											
	Unquoted - Non Trade										
	Asia Healthcare Fund Investment Trust	183,566	200,000	200,000	200,000	-	12.8	9.5	5.0	4.0	-
	Tata Capital Healthcare Fund	100,000,000	100,000,000	100,000,000	100,000,000	100,000,000	49.3	44.6	25.0	25.0	25.0
	Avenue Venture Real Estate Fund	22,214	24,487	12,500	-	-	2,221.4	2,448.7	1,250.0	-	-
	India Business Excellence Fund	25	20	20	-	-	22.1	22.5	22.5	-	-
	India Business Excellence Fund-II	100,000	100,000	100,000	100,000	-	40.0	20.0	20.0	10.0	-
	Yournest Angel Fund-Scheme 1	2,000	1,000	-	-	-	15.1	6.4	-	-	-
	Indusage Technology Venture Fund I	20,000	20,000	-	-	-	5.0	5.0	-	-	-
	Motilal Oswal Most Focused Multicap 35 Fund - Regular - Growth	2,039,518	-	-	-	-	25.0	-	-	-	-

Particulars	Numbers of shares/units as on 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
5) Investments in Debentures										
a) Quoted, Non-Convertible										
12.75% Muthhot Finance Limited	-	-	-	200.0	-	-	-	-	20.0	-
11.10% Shriram Transport Finance Company Limited	-	-	5,000.0	5,000.0	-	-	-	5.0	5.0	-
12.15% Religare Fininvest Limited	-	-	50,000.0	50,000.0	-	-	-	50.0	50.0	-
8.63% NHB Limited	7,220.0	7,220.0	-	-	-	36.1	36.1	-	-	-
9.01% NHB Limited	4,000.0	4,000.0	-	-	-	20.2	20.2	-	-	-
12.25% Religare Finvest Limited	-	50,000.0	50,000.0	-	-	-	50.0	50.0	-	-
9% Shriram Transport Finance Company Limited	-	-	8,457.0	8,457.0	8,457.0	-	-	8.5	8.5	8.5
13.09% Manapuram Finance Limited	-	-	50.0	-	-	-	-	43.7	-	-
8% Indian Railway Finance Corporation Limited	108,754.0	108,754.0	108,754.0	108,754.0	-	108.8	108.8	108.8	108.8	-
12.00% ECL Finance Limited	10,000.0	-	-	-	-	10.0	-	-	-	-
b) Unquoted (Non Trade):										
Barclays Investment & Loans(India) Limited 10.82%	-	-	-	400.0	-	-	-	-	400.0	-
19% Wadhwa Group Holdings Private Limited	-	-	50.0	-	-	-	-	52.7	-	-
12.50% Cholamandalam Investment & Finance Limited	40.0	40.0	40.0	40.0	-	20.0	20.0	20.0	20.0	-
10.17% HDB financial Service Limited	200.0	200.0	-	-	-	202.5	202.5	-	-	-
6) Bonds										
Quoted										
11% Bank of India	250.0	-	-	-	-	250.0	-	-	-	-
11% Bank of India	20.0	-	-	-	-	20.0	-	-	-	-
10.25% Tata Capital Ltd.	40.0	40.0	40.0	40.0	40.0	22.2	22.2	22.2	22.2	22.2
9.8% LIC Housing Finance Ltd .	-	-	1,300.0	1,300.0	-	-	-	1,300.0	1,300.0	-
9.68% HDFC Ltd.	-	-	200.0	250.0	-	-	-	201.4	201.4	-
9.70% HDFC Ltd.	-	-	650.0	650.0	-	-	-	652.8	652.8	-
11.5 % Tata Steel Limited	100.0	100.0	100.0	100.0	-	105.5	105.5	105.5	105.5	-
11.40% Tata Power Ltd.	50.0	50.0	50.0	50.0	-	50.6	50.6	50.6	50.6	-

	Particulars	Numbers of shares/units as on 31 March					*As at 31 March*				
		2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
	11.25% Tata Motors Finance Limited	100.0	100.0	100.0	-	-	50.0	50.0	50.0	-	-
	11.80 % Tata Steel Limited	500.0	500.0	500.0	-	-	54.3	54.3	54.3	-	-
	11.03% Tata Motors Finance Limited	100.0	100.0	-	-	-	100.0	100.0	-	-	-
	9.55% Kotak Mahindra Prime	750.0	-	-	-	-	750.0	-	-	-	-
Less: Provision for diminution in the value of Investments			-	-	-	-	-	-	-	-	(4.7)
Total							**10,106.5**	**6,910.4**	**5,132.2**	**3,483.6**	**165.4**

(₹in Million)

		As at 31 March 2015		As at 31 March 2014		As at 31 March 2013		As at 31 March 2012		As at 31 March 2011	
		Cost	Market Value	Cost	Market Value	Cost	Market Value	Cost	Market Value	Cost	Market Value
1	Aggregate value of Unquoted Investments:	8,528.8	NA	6,312.7	NA	2,429.4	NA	958.8	NA	139.5	NA
2	Aggregate value of Quoted Investments:	1,577.7	1,641.2	597.7	597.7	2,702.8	2,702.8	2,524.7	2,524.7	30.6	30.6

(₹in Million)

3	Name of the Partners- Alkem Healthscience	2010-11	
		Profit Sharing Ratio	Capital Accounts as on 31.03.2011
	M/s Alkem Laboratories Limited	60.00%	12.7
	Mr. Samprada Singh	18.70%	0.1
	Mr. Basudeo N. Singh	18.50%	0.4
	Mr. Prabhat Narain Singh	2.80%	0.1
	TOTAL	**100.00%**	**13.3**

4	Name of the Partners-M/s The PharmaNetwork LLP, Kazakhstan	2014-15		2013-14		2012-13	
		Profit Sharing Ratio	₹ in Million Capital Accounts as on 31.03.2015	Profit Sharing Ratio	₹ in Million Capital Accounts as on 31.03.2014	Profit Sharing Ratio	₹ in Million Capital Accounts as on 31.03.2013
	M/s Alkem Laboratories Limited	100.00%	0.1	100.00%	0.1	100.00%	0.1
	TOTAL	100.00%	0.1	100.00%	0.1	100.00%	0.1

5 Bonds and Debentures 8% Indian Railway Finance Corporation Limited, 10.17% HDB Financial Services Limited, 8.63% NHB Limited, 9.01% NHB Limited, 11% Bank of India, 9.55% Kotak Mahindra Prime Aggregating to ₹13,87.5 Million (Previous Year Nil) is in the process of pledge against issuance of stand by letter of credit required for Term Loan of US$ 29.80 Million advanced by Citi Bank USA to ThePharmaNetwork LLC (USA), a 100% step down Subsidiary of the Company.

6 During the year ended 31st March, 2015 the company has contributed ₹0.1 Million in Alkem Real Estate LLP as capital contribution and the same has been withdrawn pursuant to the process of winding up of the Alkem Real Estate LLP.

7 The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.

8 The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C

Annexure VII- Restated Standalone Statement of Current Investments

(₹ in Million)

Particulars	**Numbers of units as on 31 March**					***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**	**2015**	**2014**	**2013**	**2012**	**2011**
a) Quoted (Non Trade):										
1) Mutual Funds:										
Axis Treasury Advantage	-	-	-	-	2,688.5	-	-	-	-	2.7
Bnp Paribas Fixed Term Fund Series 21H GR	-	-	-	-	1,000,000.0	-	-	-	-	10.0
Bnp Paribas Fixed Term Fund Series 21G GR	-	-	-	-	9,000,000.0	-	-	-	-	90.0
IDFC Money Manager Fund IP Inst Paln B Growth	-	-	-	-	6,638,519.3	-	-	-	-	100.0
DSP Black Rock World Gold Fund	-	-	488,997.6	488,997.6	488,997.6	-	-	5.0	5.0	5.0
DSP Black Rock World energy Fund	-	-	488,995.1	488,995.1	977,995.1	-	-	5.0	5.0	10.0
IDFC Money Manager Fund TR DLY Div	13,950.8	46,413.8	79,157.2	311,947.2	514,291.7	0.1	0.5	0.7	3.2	5.2
Benchmark Liqiud Bees (₹784.10)	0.8	0.8	0.7	-	-	-	-	-	-	-
Benchmark Mutual Fund (Nifty Bees)	-	209.0	509.0	509.0	509.0	-	0.1	0.5	0.5	0.5
2) Debentures:										
Non-Convertible:										
Quoted										
12.75% Muthhot Finance Limited	-	-	200.0	-	-	-	-	20.0	-	-
11.10% Shriram Transport Finance Company Limited	-	5,000.0	-	-	-	-	5.0	-	-	-
Manapuram Finance Limited	-	-	-	100.0	-	-	-	-	88.2	-
12.15% Religare Fininvest Limited	-	50,000.0	-	-	-	-	50.0	-	-	-
12.25% Religare Finvest Limited	50,000.0	-	-	-	-	50.0	-	-	-	-
Premier Finance & Trading Company Limited	-	-	-	-	8.0	-	-	-	-	40.0
Unquoted	-									
13.09% Manapuram Finance Limited	-	50.0	-	-	-	-	43.7	-	-	-
3) Commercial Paper: (Unquoted)										
9.50% Barclays Investments Limited	-	-	-	-	-	502.5	-	-	-	-
4) Bonds:										
9.8% LIC Housing Finance Ltd.	-	1,300.0	-	-	-	-	1,300.0	-	-	-
9.68% HDFC Ltd.	-	200.0	-	-	-	-	201.4	-	-	-
9.70% HDFC Ltd.	-	650.0	-	-	-	-	652.8	-	-	-
						-	-	-	-	-
5) Equity Shares:						-	-	-	-	-
AIA Engineering Limited	-	-	-	903.0	903.0	-	-	-	0.3	0.3
Agre Developers Limited (₹612)	-	-	-	12.0	12.0	-	-	-	-	-
Adani Ports & Special Economic Zone Limited	6,297.0	6,297.0	6,297.0	4,414.0	-	0.9	0.9	0.9	0.6	-
Ankur Drugs & Pharma Limited	-	-	-	-	2,950.0	-	-	-	-	0.3

Particulars	Numbers of units as on 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
Ansal Properties & Infra Limited	-	-	-	-	6,280.0	-	-	-	-	0.3
Aurobindo Pharma Limited	-	-	-	4,156.0	-	-	-	-	0.7	-
Axis Bank Limited	-	-	-	1,296.0	1,296.0	-	-	-	1.7	1.7
ACC Ltd	-	549.0	549.0	-	-	-	0.8	0.8	-	-
Asian Paints Ltd	882.0	7,358.0	-	-	-	0.5	3.6	-	-	-
Bajaj Auto Limited	-	101.0	-	42.0	189.0	-	0.2	-	0.0	0.1
Bajaj Electricals Limited	-	2,507.0	2,507.0	328.0	328.0	-	0.4	0.4	0.0	0.0
Bajaj Corp Ltd	-	2,538.0	1,099.0	-	-	-	0.6	0.2	-	-
Bajaj Finance Limited	391.0	5,107.0	5,014.0	2,933.0	-	0.9	5.3	4.8	1.9	-
Bajaj Finance Services Limited	-	-	1,000.0	1,000.0	-	-	-	0.5	0.5	-
Bajaj Holding and Investment Limited	-	426.0	-	774.0	-	-	0.3	-	0.5	-
Bata India Limited	-	298.0	408.0	-	-	-	0.3	0.3	-	-
Bank of Baroda	-	804.0	272.0	-	-	-	0.6	0.2	-	-
Bharat Forge Limited	526.0	-	-	-	-	0.7	-	-	-	-
Bharat Electronics Limited	-	-	-	50.0	50.0	-	-	-	0.1	0.1
Bharti Airtel Limited	-	-	-	1,854.0	6,122.0	-	-	-	0.7	2.2
Bharat Heavy Electricals Limited	-	-	900.0	900.0	146.0	-	-	0.4	0.4	0.3
Bosch Limited	117.0	1,496.0	1,374.0	554.0	261.0	1.9	12.1	10.6	3.4	1.3
Britania Industries Limited	-	-	802.0	-	2,425.0	-	-	0.3	-	0.8
Cadila Healthcare Limited	-	-	-	968.0	-	-	-	-	0.7	-
Cairn India Limited	-	8,902.0	8,902.0	6,973.0	-	-	2.9	2.9	2.1	-
Castrol India Limited	-	5,040.0	5,600.0	2,800.0	2,800.0	-	0.2	0.4	0.4	0.4
Central Bank of India Limited	-	-	-	9,157.0	554.0	-	-	-	1.0	0.1
Coal India Limited	-	24,723.0	78,298.0	82,789.0	80,785.0	-	6.3	19.4	20.9	20.2
Colgate-Palmolive (India) Limited	228.0	-	-	-	-	0.4	-	-	-	-
Container Corporation of India Limited	341.0	1,855.0	958.0	185.0	232.0	0.5	1.3	0.9	0.2	0.3
Credit Analysis & Research Ltd (Care)	-	12,000.0	18,000.0	-	-	-	9.0	13.5	-	-
Cipla Limited	-	1,387.0	-	2,421.0	-	-	0.5	-	0.7	-
City Union Bank Limited	6,953.0	83,433.0	61,434.0	-	-	0.5	4.6	3.5	-	-
Century Textiles & Industries Limited	-	1,445.0	1,445.0	-	-	-	0.5	0.5	-	-
CMC Limited	-	-	735.0	-	-	-	-	0.6	-	-
Cox & Kings India Limited	-	5,535.0	6,150.0	6,150.0	3,075.0	-	0.8	1.0	1.0	1.0
Crompton Greaves Limited	-	5,792.0	5,792.0	3,436.0	3,436.0	-	0.8	0.8	0.5	0.5
Cummins India Limited	942.0	10,367.0	8,090.0	1,567.0	-	0.7	4.9	3.9	0.6	-
D B Corp Limited	-	-	-	2,000.0	2,000.0	-	-	-	0.5	0.5
DCB Bank Limited	5,969.0	23,000.0	-	-	-	0.5	1.2	-	-	-
D Q Enterainment Limited	12,958.0	12,958.0	13,110.0	13,110.0	13,110.0	0.9	0.9	0.9	0.9	0.9
Deccan Chronical Holdings Limited (₹20,000)	256.0	256.0	256.0	256.0	256.0	0.0	0.0	0.0	0.0	0.0
Divis Laboratories Limited	-	2,691.0	2,691.0	-	-	-	3.2	3.2	-	-
Dishman Pharmaceuticals Limited (₹29,000)	-	-	-	125.0	125.0	-	-	-	0.0	0.0
Eid Parry (India) Limited	-	2,875.0	3,475.0	3,475.0	2,037.0	-	0.8	0.9	0.9	0.5
Eicher Motors Limited	322.0	3,709.0	3,177.0	366.0	-	3.2	8.8	7.0	0.6	-
Electrosteel casting Limited	-	-	-	-	18,800.0	-	-	-	-	0.9
Elgi Equipment Limited	-	4,575.0	5,525.0	5,525.0	5,525.0	-	0.4	0.5	0.5	0.5
Engineers India Limited	900.0	10,230.0	7,984.0	1,544.0	-	0.2	2.3	1.9	0.4	-
Emami Limited	648.0	7,305.0	3,818.0	-	-	0.4	2.9	2.3	-	-
Exide Industries Limited	-	6,526.0	6,526.0	6,826.0	1,400.0	-	0.8	0.8	0.9	0.2

Particulars	Numbers of units as on 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
Financial Technologies Limited	-	-	2,898.0	-	-	-	-	3.1	-	-
Future Lifestyle Fashion Limited	-	3,048.0	-	-	-	-	0.3	-	-	-
Future Market Networks Limited	-	12.0	-	-	-	-	-	-	-	-
Gail (India) Limited	-	-	2,293.0	-	-	-	-	0.8	-	-
Gateway Distriparks	3,587.0	3,587.0	3,587.0	2,392.0	-	0.5	0.5	0.5	0.4	-
Geodesic Information System Limited	-	-	-	9,551.0	9,551.0	-	-	-	0.9	0.9
Glaxosmithkline Pharmaceutials Limited	-	-	1,823.0	1,024.0	655.0	-	-	3.6	1.9	1.1
Glaxosmithkline Consumer Healthcare Limited	104.0	1,683.0	1,333.0	258.0	-	0.5	5.4	4.0	0.6	-
Godrej Industries Limited	-	11,287.0	8,824.0	1,709.0	-	-	3.1	2.3	0.3	-
Godrej Properties Limited	-	-	-	212.0	440.0	-	-	-	0.2	0.3
Great Eastern shipping Company Limited	-	600.0	700.0	700.0	700.0	-	0.2	0.3	0.3	0.3
Grindwell Norton Limited	-	-	-	-	1,508.0	-	-	-	-	0.3
Grasim Industries	-	261.0	261.0	-	-	-	0.8	0.8	-	-
H T Media Limited	-	-	2,900.0	2,900.0	4,087.0	-	-	0.4	0.4	0.6
HDFC Bank Limited	1,101.0	11,905.0	13,231.0	7,267.0	766.0	0.9	6.0	6.3	2.8	1.1
HDFC Limited	745.0	8,086.0	8,236.0	4,777.0	2,751.0	0.7	4.7	4.8	2.3	1.0
Hero Motocorp Limited	197.0	1,812.0	1,842.0	2,109.0	808.0	0.5	3.7	3.7	3.5	1.0
Heidelberg Cement Limited	-	40,000.0	56,850.0	-	-	-	1.8	2.5	-	-
Hindustan Construction Company Limited	-	-	-	9,808.0	9,808.0	-	-	-	0.5	0.5
Hindustan Dorr-Oliver Limited	-	-	-	2,216.0	2,216.0	-	-	-	0.3	0.3
Hindustan Unilever Limited	-	943.0	1,193.0	-	1,198.0	-	0.5	0.6	-	0.4
Hindustan Zinc Limited	-	-	6,000.0	6,000.0	6,000.0	-	-	0.2	0.2	0.2
Hindustan Petroleum Corp. Limited	2,218.0	1,378.0	9,386.0	2,263.0	503.0	1.2	0.4	3.5	0.6	0.2
ICICI Bank Limited	-	891.0	338.0	771.0	960.0	-	0.9	0.3	0.5	0.6
IDFC Limited	-	-	-	-	2,010.0	-	-	-	-	0.3
IL & FS Transportation Networks Limited	-	20,000.0	30,000.0	40,947.0	40,947.0	-	5.2	7.7	10.6	10.6
Indian Bank Limited	-	-	-	236.0	236.0	-	-	-	0.0	0.0
Indian Oil Corporation Limited	-	3,436.0	-	4,455.0	3,330.0	-	0.7	-	1.4	0.9
Infosys Technologies Limited	-	2,269.0	2,112.0	916.0	564.0	-	5.4	4.9	2.0	1.1
Indiabulls Infrastructure and power Limited	-	9,988.0	9,988.0	9,988.0	-	-	0.0	0.0	0.0	-
ING Vyasya Bank Limited	667.0	7,855.0	5,871.0	1,137.0	-	0.4	3.6	2.4	0.4	-
Indusind Bank Limited	-	-	631.0	-	-	-	-	0.3	-	-
IRB Infrastructure Developers Limited	7,904.0	7,904.0	7,904.0	10,475.0	-	1.2	1.2	1.2	1.7	-
ISMT Limited	-	16,795.0	16,795.0	16,795.0	-	-	0.5	0.5	0.5	-
ITC Limited	-	3,179.0	1,089.0	15,794.0	5,803.0	-	0.9	0.2	2.7	0.6
IPCA Lab Limited	971.0	10,881.0	4,973.0	-	-	0.7	6.8	2.2	-	-
IVRCL INFRA & PROJ Limited	-	-	-	138.0	138.0	-	-	-	0.0	0.0
Jaiprakash Associates Limited	-	-	6,339.0	6,339.0	6,339.0	-	-	0.9	0.9	0.9
Jammu and Kashmir Bank Limited	4,478.0	4,911.0	3,825.0	746.0	-	0.7	5.4	4.0	0.6	-
Jindal Steel & Power Limited	-	-	-	-	630.0	-	-	-	-	0.4

Particulars	Numbers of units as on 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
JSW Energy Limited	-	-	-	-	2,867.0	-	-	-	-	0.3
Jubilant Foods Works Limited	-	380.0	-	-	-	-	0.4	-	-	-
Kemrock Industries Limited	-	-	-	2,000.0	-	-	-	-	1.0	-
Kewal Kiran Clothing Limited	-	-	-	111.0	-	-	-	-	0.1	-
KSB Pumps Limited	-	-	-	-	1,535.0	-	-	-	-	0.6
La Opala RG Limited	-	5,510.0	-	-	-	-	2.2	-	-	-
L & T Finance Holding Limited	-	-	-	25,000.0	-	-	-	-	1.2	-
Larsen & Toubro Limited	1,879.0	5,254.0	3,469.0	1,226.0	557.0	1.6	4.5	4.5	1.6	0.6
LIC Housing Finance Limited	-	-	-	1,278.0	-	-	-	-	0.3	-
Lupin Limited	-	192.0	571.0	75.0	75.0	-	0.2	0.3	0.0	0.0
Marico Limited	-	1,651.0	-	-	7,061.0	-	0.3	-	-	0.9
Maruti Suzuki (I) Limited	-	-	249.0	1,133.0	1,007.0	-	-	0.3	1.4	1.3
MAX India Limited	1,285.0	-	-	1,120.0	-	0.5	-	-	0.2	-
MRF Limited	-	-	-	49.0	38.0	-	-	-	0.3	0.2
MPS Limited	-	9,540.0	11,210.0	11,210.0	11,210.0	-	2.2	2.6	2.6	2.6
Muthoot Finance Limited	-	-	-	22,000.0	-	-	-	-	3.9	-
McLeod Russel India Limited	-	14,233.0	11,135.0	2,386.0	-	-	4.1	3.2	0.5	-
MCX Limited	-	-	266.0	2,422.0	-	-	-	0.4	2.5	-
Nava Bharat Ventures Limited	3,966.0	3,966.0	3,966.0	3,193.0	-	0.8	0.8	0.8	0.6	-
Nestle India Limited	-	1,437.0	1,642.0	1,011.0	763.0	-	5.2	5.8	2.8	1.7
NTPC	-	13,600.0	40,000.0	-	-	-	2.0	5.9	-	-
NMDC	-	13,293.0	3,693.0	-	-	-	1.7	0.6	-	-
Oil and Natural Gas Corporation Limited	-	-	-	1,188.0	-	-	-	-	0.3	-
Orient Papers Industries	-	-	10,882.0	-	-	-	-	0.1	-	-
Orient Cement Limited	-	10,882.0	10,882.0	-	-	-	0.4	0.5	-	-
Oil India Limited	-	1,453.0	1,453.0	-	-	-	0.8	0.8	-	-
On Mobile Global Limited	-	42,400.0	51,000.0	1,000.0	500.0	-	1.8	2.4	0.2	0.2
Opto Circuits India Limited	-	-	-	237.0	237.0	-	-	-	0.0	0.0
Oriental Bank Of Commerce Limited	-	-	-	116.0	116.0	-	-	-	0.0	0.0
Orissa Mineral Development Corporation Limited	-	450.0	742.0	310.0	310.0	-	2.3	3.8	12.2	12.2
Pantaloon Fashion & Retail Limited	-	660.0	-	-	-	-	0.1	-	-	-
Pantaloon Retail India Limited (Future Retail Limited)	-	2,970.0	-	250.0	250.0	-	0.3	-	0.1	0.1
Pantaloon Retail India Limited Class B	-	5,845.0	5,845.0	5,845.0	-	-	0.4	0.7	0.7	-
Page Industries Limited	182.0	2,831.0	2,928.0	771.0	-	1.4	9.9	9.0	1.8	-
Pidilite Industries Limited	-	18,754.0	15,305.0	3,278.0	-	-	4.2	3.3	0.5	-
Punjab National Bank	-	1,226.0	830.0	-	-	-	0.8	0.6	-	-
Petronet LNG	-	3,833.0	3,833.0	-	-	-	0.6	0.6	-	-
Power Finance Corporation Limited	-	-	-	855.0	855.0	-	-	-	0.2	0.2
Power Grid Corporation of India Limited	-	-	40,629.0	75,629.0	75,629.0	-	-	3.7	6.8	6.8
Punjab & Sind Bank Limited	-	6,759.0	6,759.0	6,759.0	6,759.0	-	0.7	0.7	0.7	0.7
REC Limited	-	-	-	-	958.0	-	-	-	-	0.2
Redington (India) Limited	-	-	-	6,469.0	6,469.0	-	-	-	0.5	0.5

Particulars	Numbers of units as on 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
Reliance Communications Limited	-	-	-	4,213.0	4,213.0	-	-	-	0.8	0.8
Reliance Industries Limited	-	-	-	115.0	1,402.0	-	-	-	0.1	1.3
Reliance Infrastructure Limited	-	-	-	649.0	649.0	-	-	-	0.7	0.7
Reliance Capital Limited	-	-	-	-	667.0	-	-	-	-	0.6
Sanghavi Movers Limited	4,122.0	4,122.0	4,122.0	3,927.0	-	0.4	0.4	0.4	0.4	-
Selan Explorations Technology Limited	-	-	-	128.0	128.0	-	-	-	0.0	0.0
Shree Cements Limited	-	-	-	-	65.0	-	-	-	-	0.1
Shree Renuka Sugars Limited	-	-	-	-	2,079.0	-	-	-	-	0.2
Shriram Transport Finance Company Limited	-	-	-	2,000.0	2,000.0	-	-	-	0.6	0.6
Sobha Developers Limited	-	-	-	1,591.0	-	-	-	-	0.4	-
State Bank of India Limited	2,980.0	3,126.0	3,064.0	1,302.0	718.0	0.8	6.9	6.8	3.0	1.4
Shanti Gears Limited	-	10,000.0	15,000.0	-	-	-	0.7	1.0	-	-
State Bank of Travancore Limited	-	2,025.0	2,670.0	2,000.0	2,000.0	-	0.6	0.8	0.4	0.4
Shipping Corporation India LTD	-	-	13,350.0	-	-	-	-	0.7	-	-
State Bank of Mysore Limited	-	927.0	927.0	927.0	-	-	0.5	0.5	0.5	-
Steel Authority of India Limited	-	-	8,492.0	-	-	-	-	0.5	-	-
Speciality Restaurant Limited	736.0	11,395.0	11,192.0	-	-	0.1	2.1	2.2	-	-
Sesa Sterlite Limited	-	3,454.0	5,758.0	5,758.0	-	-	0.7	0.7	0.7	-
Suzlon Energy Limited	-	-	-	-	13,505.0	-	-	-	-	0.7
Sun TV Network	-	1,497.0	-	-	-	-	0.6	-	-	-
Sun Pharmaceutical Limited	1,662.0	-	-	-	-	1.4	-	-	-	-
Tata Consultancy Services Limited	299.0	270.0	-	381.0	56.0	0.7	0.6	-	0.4	-
Tech Mahindra Limited	1,572.0	3,216.0	-	-	-	0.9	5.1	-	-	-
Trent Limited	-	-	288.0	244.0	200.0	-	-	0.2	0.1	0.1
Tata Motors DVR A Ord	-	-	4,531.0	6,890.0	1,378.0	-	-	0.4	0.6	0.6
Time Technoplast Limited	-	-	-	482.0	-	-	-	-	0.0	-
Tata Global Beverages Limited	-	3,499.0	-	-	7,890.0	-	0.5	-	-	0.9
TRF Limited	-	-	-	-	400.0	-	-	-	-	0.3
Tara Jewels Ltd	28,535.0	93,227.0	100,000.0	-	-	6.6	21.4	23.0	-	-
Torrent Power Limited	2,490.0	2,490.0	2,490.0	-	-	0.5	0.5	0.5	-	-
Tata Steel Limited	-	-	1,689.0	-	-	-	-	0.5	-	-
Tube Investment of India Limited	-	-	3,606.0	3,606.0	3,606.0	-	-	0.6	0.6	0.6
Tulip Telecom Limited	-	2,878.0	2,878.0	2,878.0	-	-	0.4	0.4	0.4	-
Titan Industries Limited	-	-	973.0	1,263.0	-	-	-	0.1	0.3	-
United Phosporus	-	-	15,000.0	-	-	-	-	2.1	-	-
United Spirits Limited	188.0	152.0	-	-	-	0.5	0.4	-	-	-
Union Bank of India Limited	-	5,703.0	-	-	-	-	0.7	-	-	-
VA Tech Wabag Limited	9,274.0	4,637.0	4,637.0	16,627.0	6,651.0	2.3	2.2	2.3	8.6	8.6
Voltas Limited	4,167.0	37,520.0	29,400.0	4,486.0	-	0.9	3.9	3.2	0.6	-
Whirlpool of India Limited	-	-	-	1,837.0	1,837.0	-	-	-	0.5	0.5
6) In Preference Shares:										
a) Quoted (Non Trade):										
Shares in Trent Limited:						-		-	-	-
a) Series A	-	-	-	22.0	22.0	-		-	0.0	0.0

	Particulars	Numbers of units as on 31 March					*As at 31 March*				
		2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
	(₹24,200.00)						-		-	-	-
	Series B	-	-	-	22.0	22.0	-		-	0.0	0.0
	(₹24,200.00)						-		-	-	-
	b) Unquoted (Non Trade):										
	1) In Funds:										
	HDFC CMF Treasury Advantage Retail -WD	256,042.2	11,593.7	-	-	-	2.6	0.1	-	-	-
	Cap Veda Absolute Return Fund	-	100,000.0	-	-	-	-	11.1	-	-	-
	2) In Debenture										
	Barclays Investment & Loans(India) Limited 10.82%	-	-	400.0	-	-	-	-	400.0	-	-
	Citi Bank Index Linked	-	-	25.0	-	-	-	-	2.5	-	-
	Propstack Services Private Limited	-	45.0	-	-	-	-	4.5	-	-	-
	3) Equity Shares:						-	-	-	-	-
	Intravo Technologies	4,299.0	4,299.0	4,299.0	4,299.0	4,299.0	0.9	0.9	0.9	0.9	0.9
	G R Infraprojects	6,626.0	6,626.0	6,626.0	6,626.0	5,680.0	1.3	1.3	1.3	1.4	1.0
	One 97 Communication	-	5,871.0	5,871.0	5,871.0	5,871.0	-	1.5	1.5	1.5	1.5
	GMR Energy Limited	16,531.0	16,531.0	-	-	-	0.2	0.2	-	-	-
	Marico Kaya Enterprises Limited	-	33.0	-	-	-	-	0.1	-	-	-
	4) Preference Shares:						-	-	-	-	-
	Intravo Technologies	1,616.0	1,616.0	1,616.0	1,616.0	-	0.1	0.1	0.1	0.1	-
	Regen Powertech Private-CCPS	4,328.0	4,328.0	4,328.0	4,328.0	-	3.1	3.1	3.1	3.1	-
	GMR Energy Limited-CCPS	1,799.0	1,799.0	2,000.0	2,000.0	2,000.0	1.8	1.8	2.0	2.0	2.0
	0.1% Cumulative Compulsory Convertible Preference Saraswat Bank-NCPS	500,000.0	500,000.0	-	-	-	5.0	5.0	-	-	-
	Less: Provision for diminution in the value of Investments						(7.5)	(23.9)	(24.5)	(15.5)	(7.0)
	Total						599.1	2,489.5	661.9	238.1	366.3

₹in Million

Notes:	2015		2014		2013		2012		2011	
	Cost	Market Value	Cost	Market Value	Cost	Market Value	Cost	Market Value	Cost	Market Value
1) Aggregate value of quoted investments	89.1	101.2	2,440.2	2,534.5	275.1	292.1	244.9	256.6	368.0	439.4
2) Aggregate value of unquoted investments	517.4	-	73.2	-	411.3	-	8.7	-	5.3	-

3) All Investments in Shares and Securities are fully paid.

4) Current Year Nil (Previous Year: Bonds 9.80 % LIC Housing Finance Limited, 9.68% HDFC Limited and Bond with 9.70% HDFC Limited aggregating to ₹2154.3 Million was pledged against issuance of SBLC required for term loan of US$ 29.80 Million advanced by Citi Bank USA to ThePharmaNetwork LLC (USA), a 100% step down subsidiary of the company.

5) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.

6) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure VIII- Restated Standalone Statement of Trade Receivables, Cash and Bank Balances and Inventories

A. Trade receivables

(₹ in Million)

Particulars	*As at 31 March*				
	2015	2014	2013	2012	2011
Unsecured:					
Outstanding for a period exceeding six months from the date they became due:					
Considered Good	323.8	1,387.3	1,242.2	802.1	218.4
Considered Doubtful	85.9	128.6	124.6	103.0	74.9
Less: Provision for doubtful trade receivables	(85.9)	(128.6)	(124.6)	(103.0)	(74.9)
	323.8	1,387.3	1,242.2	802.1	218.4
Other Trade Receivables:					
Considered Good	3,426.3	1,515.9	1,675.9	1,715.0	1,403.1
Considered Doubtful	-	31.5	4.1	21.5	37.8
Less: Provision for doubtful trade receivables	-	(31.5)	(4.1)	(21.5)	(37.8)
	3,426.3	1,515.9	1,675.9	1,715.0	1,403.1
Total	**3,750.1**	**2,903.2**	**2,918.1**	**2,517.1**	**1,621.5**

Trade receivables due from related parties are as below

(₹ in Million)

Particulars	*As at 31 March*				
	2015	2014	2013	2012	2011
From subsidiary company					
Alkem Laboratories Corporation	55.1	13.9	6.5	4.2	6.0
Alkem Laboratories Nigeria Limited	109.7	92.0	70.0	30.0	-
Alkem Laboratories (PTY) Limited	11.3	7.5	-	-	-
Ascend Laboratories, LLC	963.5	323.4	437.2	455.3	74.8
Ascend Laboratories Spa	131.6	8.0	-	-	-
The Pharma Network, Kazakhstan	117.3	63.4	-	-	-
Pharmacor Limited	52.2	6.5	8.5	2.3	-
TPN Italia SRL	-	2.5	2.1	-	-
ThePharmaNetwork LLC, USA	3.1	21.4	-	-	-
Cachet Pharmaceutical Pvt Limited	145.9	-	-	-	-
Total	**1,589.7**	**538.6**	**524.3**	**491.8**	**80.8**
From enterprises over which significant influence exercised by key managerial personnel					
Cachet Pharmaceutical Pvt Limited	-	111.7	102.4	169.4	246.5
Total	**1,589.7**	**650.3**	**626.7**	**661.2**	**327.3**

B. Cash and bank balances

(₹ in Million)

Particulars	*As at 31 March*				
	2015	2014	2013	2012	2011
Cash and Cash Equivalents					
Cash on hand	6.9	5.9	5.2	2.8	2.7
Cheques and Drafts on hand	58.6	58.5	54.0	39.1	-
Balance with banks	184.0	108.5	229.5	33.2	1,150.7
	249.5	**172.9**	**288.7**	**75.1**	**1,153.4**
Other Bank balances					
Bank Deposits with maturity within 12 months	6,083.7	1,054.7	9,363.1	4,857.4	8,648.3

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Total	**6,333.2**	**1,227.6**	**9,651.8**	**4,932.5**	**9,801.7**

1. Bank Deposits of ₹5,023.7 Million is under lien with the Banks against Over Draft Facility.
2. Bank Deposits with maturity after 12 months as at balance sheet date are disclosed as Other Non-Current Assets.

(₹in Million)

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Bank Deposits with maturity beyond 12 months	4,057.3	7,680.5	2,916.1	6,375.9	4,434.7

C. Inventories (Valued at lower of cost or NRV)

(₹in Million)

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Raw and Packing Materials	1,665.8	1,346.2	1,253.8	1,029.3	924.7
Goods-in-Transit	1.7	0.7	2.5	3.0	2.5
Sub Total	1,667.5	1,346.9	1,256.3	1,032.3	927.2
Work-in-Progress	241.9	214.8	202.3	238.0	186.2
Finished Goods	2,181.1	2,312.8	1,798.6	969.9	664.2
Goods-in-Transit	57.1	185.8	163.6	91.7	101.9
Sub Total	2,238.2	2,498.6	1,962.2	1,061.6	766.1
Stock-in-Trade	1,041.9	902.6	1,042.1	730.3	334.6
Goods-in-Transit	292.9	82.7	65.1	30.0	65.1
Sub Total	1,334.8	985.3	1,107.2	760.3	399.7
Total	**5,482.4**	**5,045.6**	**4,528.0**	**3,092.2**	**2,279.2**

Notes:

1) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.

2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure IX- Restated Standalone Statement of Long-term Loans and Advances (unsecured, considered good) & Other Non-Current Assets

A. Long term Loans and Advances

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
	Non-current portion				
Unsecured, Considered Good					
To related parties					
Loans and Advances to Subsidiary Companies (Note A(i))	1,143.6	858.2	477.3	380.3	29.2
To parties other than related parties					
Capital Advances	152.7	66.0	357.8	398.5	58.8
Security Deposits	68.3	64.4	63.2	49.7	47.4
Advance payment of Income Tax (Net of Provisions)	529.6	263.2	110.3	56.3	-
MAT Credit Entitlement	4,470.5	3,680.5	2,733.4	1,728.3	1,077.9
Advance recoverable in cash or in kind	99.2	56.7	63.3	55.3	56.9
Total	**6,463.9**	**4,989.0**	**3,805.3**	**2,668.4**	**1,270.2**

A (i) -Loans and advances to related parties

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
To subsidiary companies					
Alkem Laboratories (NIG) Limited	56.6	54.2	49.1	41.2	28.6
Alkem Laboratories Corporation	155.3	92.8	38.1	12.1	(3.6)
Alkem Laboratories (PTY) Limited	(0.2)	(0.2)	(0.2)	(0.5)	(0.8)
Alkem Pharma GmbH	1.4	1.2	0.7	-	-
S & B Holdings B.V.	-	59.9	42.9	252.6	5.0
Pharmacor Pty Limited	51.9	55.7	26.4	-	-
Enzene Biosciences Ltd	259.4	175.0	80.0	74.9	-
Ascend Laboratories SpA	114.1	19.5	4.1	-	-
S & B Pharma Inc.	491.2	397.0	236.2	-	-
The PharmaNetwork, LLP	13.9	3.1	-	-	-
Total	**1,143.6**	**858.2**	**477.3**	**380.3**	**29.2**

B. Other non-current assets

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Bank Deposits (due to mature after 12 months from reporting date)	4,057.3	7,680.5	2,916.1	6,375.9	4,434.7
Accrued interest on deposits, but not due	543.9	146.3	11.1	389.4	169.4
Total	**4,601.2**	**7,826.8**	**2,927.2**	**6,765.3**	**4,604.1**

Notes:

1) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure X- Restated Standalone Statement of Short-term Loans and Advances and Other Current Assets

A. Short-term Loans and Advances

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Unsecured, Considered Good					
Balances with government authorities	689.6	607.4	561.7	375.9	243.5
Prepaid expenses	110.7	148.7	166.0	115.5	19.6
Loans and Advances to Employees	82.8	114.4	128.0	82.0	34.6
Advance to Suppliers:					
Considered good	311.6	331.6	436.1	290.7	99.1
Considered doubtful	38.8	10.3	15.2	15.3	19.5
	350.4	341.9	451.3	306.0	118.6
Less: Provision for doubtful advances	(38.8)	(10.3)	(15.2)	(15.3)	(19.5)
Sub-total	311.6	331.6	436.1	290.7	99.1
Total	**1,194.7**	**1,202.1**	**1,291.8**	**864.1**	**396.8**

B. Other current assets

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Interest accrued on bank deposits	133.3	125.2	780.0	379.0	243.0
Export incentives receivable	110.6	110.1	84.2	66.4	79.7
Other receivables	169.5*	92.2	11.1	5.9	38.0
Total	**413.4**	**327.5**	**875.3**	**451.3**	**360.7**

* includes insurance claim receivable ₹81.7 million.

Notes:
1) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XI - Restated Standalone Statement of Long-Term Borrowings

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Long-term borrowings					
Term loans (secured)					
From bank:					
Non-current portion	281.3	539.2	922.8	1,271.9	668.9
Current maturities	281.3	479.3	434.3	254.4	-
	562.6	**1,018.5**	**1,357.1**	**1,526.3**	**668.9**
Less: Disclosed under other current liabilities	**(281.3)**	**(479.3)**	**(434.3)**	**(254.4)**	**-**
Total	**281.3**	**539.2**	**922.8**	**1,271.9**	**668.9**

Notes:

1) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.
3) Foreign Currency Term Loan from Bank carries interest LIBOR plus margin (150 basis points). The Company has entered into an Interest rate swap derivative of fixed rate of @ 3.57% p.a. since financial year 2011-12. The loan is repayable on 2 equal instalments due on 28 October 2015 & 28 October 2016.
4) The Foreign Currency Term Loan from bank is secured against existing and future movable and immovable fixed assets of the Company

Annexure XII- Restated Standalone Statement of Long-term Provisions

(₹ in Million)

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Provision for income tax	-	-	-	-	12.7
Provision for Employee benefits					
Gratuity payable	258.6	177.3	184.9	204.7	158.7
Compensated absences	138.5	99.5	129.2	137.9	179.4
Provision for anticipated sales return	168.0	145.1	128.4	111.8	95.9
Total	**565.1**	**421.9**	**442.5**	**454.4**	**446.7**

Notes:
1) The figures disclosed above are based on the restated Standalone summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XIII- Restated Standalone Statement of Short-term Borrowings, Trade Payables, Other Current Liabilities and Short-term Provisions

A. Short Term Borrowings

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Secured					
Loans repayable on demand from Banks	8,269.8	6,286.2	7,878.7	4,682.8	5,990.0
Subtotal	**8,269.8**	**6,286.2**	**7,878.7**	**4,682.8**	**5,990.0**
Unsecured					
Working Capital Loan from Banks	2,193.0	1,508.1	2,597.9	1,671.0	306.4
Other loans and advances	-	657.9	428.0	335.2	314.9
Subtotal	**2,193.0**	**2,166.0**	**3,025.9**	**2,006.2**	**621.3**
Total	**10,462.8**	**8,452.2**	**10,904.6**	**6,689.0**	**6,611.3**

Unsecured loans due to related parties

(₹ in Million)

Particulars	Category	As at 31 March				
		2015	2014	2013	2012	2011
Archana Singh	Relatives of Director	-	0.0	0.0	0.0	0.0
Anju Singh	Relatives of Director	-	0.0	0.0	0.0	0.0
Balmiki Prasad Singh	Director	-	101.5	64.7	59.5	44.1
Basudeo N. Singh	Director	-	125.1	84.3	42.6	39.6
Dhananjay Kumar Singh	Director	-	76.1	55.0	42.0	30.7
Jayanti Sinha	Relatives of Director	-	15.5	15.6	15.5	14.4
Khushboo Singh	Relatives of Director	-	0.1	0.1	0.1	0.1
Mritunjay Kumar Singh	Director	-	7.9	7.7	7.2	3.3
Manju Singh	Relatives of Director	-	32.3	25.4	23.7	18.9
Madhurima Singh	Relatives of Director	-	45.4	29.1	22.7	17.9
Nanhamati Singh	Relatives of Director	-	-	-	0.8	12.5
Neha Singh	Relatives of Director	-	0.1	0.1	0.1	0.1
Premlata Singh	Relatives of Director	-	0.6	0.6	0.6	0.5
Prabhat Narain Singh	Director	-	1.5	0.6	1.6	1.6
Rekha Singh	Relatives of Director	-	108.2	84.8	65.2	47.2
Seema Singh	Relatives of Director	-	15.7	14.5	14.5	11.5
Sarandhar Singh	Relatives of Director	-	36.5	26.0	23.6	18.9
Srinivas Singh	Relatives of Director	-	36.6	24.4	22.9	17.4
S K Singh	Relatives of Director	-	0.3	0.3	0.3	0.3
Samprada Singh	Director	-	73.0	12.3	0.7	10.2
Samprada Singh HUF	Entities	-	2.8	2.8	2.8	2.5
Sarvesh Singh	Relatives of Director	-	0.8	0.8	0.8	0.7
Shalini Singh	Relatives of Director	-	0.1	0.1	0.1	0.1
Aniruddha Singh	Relatives of Director	-	5.1	-	-	-
Divya Singh	Relatives of Director	-	7.2	-	-	-
Sub Total		-	692.4	449.2	347.3	292.5
Less: Interest on above amount		-	(45.2)	-	-	-
Principal amount outstanding		**-**	**647.2**	**449.2**	**347.3**	**292.5**

Notes

1) The figures disclosed above are based on the Restated Standalone Statement of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Secured:

1. Cash Credit from bank and Packing Credit Foreign Currency Loan are secured by hypothecation of inventories and trade receivable.
2. Overdrafts from Banks are secured against pledge of Fixed Deposits with the banks.
3. Cash Credit and Overdraft Facilities carries a rate of Interest ranging between 9.60% to 10.75% p.a., computed on a monthly basis on the actual amount utilised, and are repayable on demand.

Unsecured:

1. Working Capital Loan from banks comprises of Cash Credit in INR and Packing Credit in Foreign Currencies
2. Unsecured Working Capital Loan from banks include Foreign Currency Loan of ₹1,093.6 Million.
3. Working Capital Loan from banks in Foreign Currency carries Interest rate in the range of 1.10% to 2.00% p.a. and those in Indian Rupees carries Interest rate in the range of 10% to 11% p.a.

B. Trade payables

(₹in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
- dues of micro and small enterprises	27.6	468.8	286.5	291.4	295.7
- other creditors	3,397.6	2,291.7	2,256.9	2,298.8	1,336.7
Total	**3,425.2**	**2,760.5**	**2,543.4**	**2,590.2**	**1,632.4**

Payables to Related Parties

(₹in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
To subsidiary					
Pharmacor Pty Ltd.	6.5	3.9	7.5	-	-
Norac Pharma - (S&B Pharma Inc.)	7.9	21.7	-	-	-
Ascend Laboratories, LLC	4.3	-	-	-	-
Indchemie Healthspecialities Limited	235.9	-	-	-	-
Cachet Pharmaceutical Pvt Limited	53.8	-	-	-	-
Sub Total	308.4	25.6	7.5	-	-
To enterprises over which significant influence exercised by key managerial personnel					
Galpha Laboratories Limited	-	73.8	53.0	24.8	51.8
Indchemie Healthspecialities Limited	-	228.1	77.2	12.4	37.9
Travelon Services Private Limited	-	-	18.6	10.7	5.1
Sub Total	**-**	**301.9**	**148.8**	**47.9**	**94.8**
Total	**308.4**	**327.5**	**156.3**	**47.9**	**94.8**

C. Other current liabilities

(₹in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Current maturities of long-term borrowings in foreign currency (Refer Annexure XI)	281.3	479.3	434.3	254.4	-
Interest accrued but not due on borrowings	3.3	5.2	4.5	4.7	2.0
Dues to statutory authorities	194.6	159.9	119.2	62.9	43.3
Advances from Customers	79.8	52.6	30.8	24.5	52.0
Employee Payables	136.0	238.8	45.8	40.5	50.0
Security Deposits	90.4	92.5	94.2	47.9	37.0
Accrual for expenses	690.6	640.1	518.3	539.5	621.8
Total	**1,476.0**	**1,668.4**	**1,247.1**	**974.4**	**806.1**

D. Short term provisions

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
For Wealth Tax	0.8	0.8	0.8	0.8	-
For Taxation (net of advance tax)	-	-	-	-	137.4
For Proposed Dividend on Equity Shares	-	-	-	239.1	179.3
For Corporate Dividend Distribution Tax	-	-	38.8	38.8	29.8
For anticipated sales provision	289.5	253.1	222.1	192.0	162.0
Provision for Employee Benefits:					
Gratuity	328.0	232.0	181.2	143.9	111.6
Compensated Leave	48.2	15.7	16.4	12.7	16.5
Other Benefits	-	-	3.2	-	-
Total	**666.5**	**501.6**	**462.5**	**627.3**	**636.6**

Notes:

1) The figures disclosed above are based on the Restated Standalone Statement of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XIV- Restated Standalone Statement of Income and Expenses

A Revenue from Operations

(₹ in Million)

Particulars	31 March				
	2015	**2014**	**2013**	**2012**	**2011**
Sale of Products	32,141.2	26,886.4	23,055.1	19,473.6	16,474.0
Other Operating Revenue:					
Manufacturing Charges	23.0	41.1	24.3	40.4	18.7
Technology Income	-	272.9	270.2	-	-
Export Incentives and Excise Refunds	555.2	422.6	409.4	297.6	172.5
Scrap Sales	23.8	24.3	27.9	17.7	13.5
Excise Duty (Net)	-	67.8	-	-	-
Government Subsidy Income	36.6	-	-	1.4	-
Miscellaneous Receipts	95.5	21.0	23.8	13.7	11.9
Royalty Income	41.5	-	-	-	-
Net Gain on Foreign Currency Transactions and Translation	22.2	45.1	-	-	15.8
Sub Total	797.8	894.8	755.6	370.8	232.4
Total	**32,939.0**	**27,781.2**	**23,810.7**	**19,844.4**	**16,706.4**

B Cost of Material Consumed

(₹ in Million)

Particulars	31 March				
	2015	**2014**	**2013**	**2012**	**2011**
Raw Material Consumed	6,166.3	5,412.3	4,628.2	4,043.2	3,877.1
Packing Material Consumed	2,374.8	2,101.7	1,855.2	1,820.1	1,272.9
Total	**8,541.1**	**7,514.0**	**6,483.4**	**5,863.3**	**5,150.0**

C Changes in Inventory of Finished goods, Work-in-progress and Stock in Trade

(₹ in Million)

Particulars	31 March				
	2015	**2014**	**2013**	**2012**	**2011**
Opening Stock:					
Finished Goods	2,498.6	1,962.2	1,061.6	766.0	963.5
Stock-in-Trade	985.3	1,107.2	760.3	399.7	299.8
Work-in-Progress	214.8	202.4	238.0	186.3	122.9
	3,698.7	**3,271.8**	**2,059.9**	**1,352.0**	**1,386.2**
Less: Closing Stock:					
Finished Goods	2,238.2	2,498.6	1,962.2	1,061.6	766.0
Stock-in-Trade	1,334.8	985.3	1,107.2	760.3	399.7
Work-in-Progress	241.9	214.8	202.4	238.0	186.3
	3,814.9	**3,698.7**	**3,271.8**	**2,059.9**	**1,352.0**
Total	**(116.2)**	**(426.9)**	**(1,211.9)**	**(707.9)**	**34.2**

D Employee Benefits

(₹ in Million)

Particulars	31 March				
	2015	**2014**	**2013**	**2012**	**2011**
Salaries, wages and bonus	4,843.0	4,073.8	3,294.5	2,392.9	2,198.9
Contribution to provident and Other funds	433.1	257.9	199.8	222.9	205.5
Staff welfare expenses	215.6	203.9	189.8	142.6	112.2
Total	**5,491.7**	**4,535.6**	**3,684.1**	**2,758.4**	**2,516.6**

E Finance costs

(₹in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Interest expenses	714.8	825.5	776.9	522.1	363.2
Other borrowing cost	11.5	17.2	15.3	12.6	10.7
Total	**726.3**	**842.7**	**792.2**	**534.7**	**373.9**

F Other expenses

(₹in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Consumption of stores and spare parts	418.6	366.9	369.9	310.8	223.5
Power and fuel	530.7	601.0	531.1	506.1	377.7
Excise Duty (Net)	2.9	-	74.5	30.0	52.9
Processing charges	123.8	110.0	124.1	90.5	85.7
Rent	147.6	149.9	117.5	102.0	81.5
Rates and Taxes	24.0	30.5	11.8	5.6	8.2
Insurance	74.2	64.8	55.0	52.4	51.9
Marketing and promotion	2,244.6	2,005.7	1,763.2	1,375.1	986.6
Selling and distribution expenses	910.6	762.8	575.3	494.8	407.2
Legal and Professional fees	492.6	330.9	444.1	242.1	113.7
Sales-Tax and octroi duty	137.9	125.7	97.5	48.3	38.8
Commission and cash discount	514.1	355.9	232.0	185.2	150.8
Travelling and conveyance	1,221.0	892.4	777.2	602.9	566.6
Repairs:					
- Buildings	23.8	25.6	37.5	16.8	17.4
- Plant and Machineries	99.7	89.5	89.7	48.2	46.9
- Others	55.4	51.0	43.9	30.8	26.5
Loss on sale of fixed assets (net)	49.3	24.2	24.5	6.6	4.1
Provision for diminution in value of investments	-	-	8.9	8.5	8.4
Donation	2.8	8.5	12.5	7.2	17.0
Communication and printing expenses	132.1	126.6	119.1	129.8	84.8
Vehicle expenses	68.4	62.0	58.0	50.4	45.9
Clinical and analytical charges	214.6	209.6	114.4	139.0	51.1
Foreign Currency Loss on Transactions and Translation (Net)	-	-	41.6	53.4	-
Sundry balances written off	84.3	-	-	1.4	21.8
Corporate Social Responsibility (CSR) expenditure	12.0	-	-	-	-
Miscellaneous expenses	616.7	389.1	285.9	189.4	122.6
Total	**8,201.7**	**6,782.6**	**6,009.2**	**4,727.3**	**3,591.6**

Notes:

1) The figures disclosed above are based on the restated Standalone summary Statement of Profit and Losses.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B and IV C.

Annexure XV- Restated Standalone Statement of Other Income

(₹ in Million)

Particulars	*For the years ended 31 March*						
	2015	**2014**	**2013**	**2012**	**2011**	**Recurring/non-recurring**	**Related/Not related to business activity**
Interest on bank deposits	914.4	1,070.1	1,224.8	1,090.3	925.5	Recurring	Not related
Other interest	417.8	429.5	383.1	113.1	33.8	Recurring	Not related
Dividend income	3.1	5.6	4.6	2.6	1.6	Recurring	Not related
Income from investment in funds	283.2	51.0	-	-	-	Recurring	Not related
Compensation received for pretermination of lease	-	72.7	-	-	-	Non-Recurring	Not related
Provision no longer required written back	16.4	0.5	8.9	1.7	27.9	Non-Recurring	Not related
Rental Income	34.2	31.3	32.9	30.1	6.2	Recurring	Not related
Net profits on sale of Investments	152.2	6.1	26.7	112.3	115.3	Recurring	Not related
Total	**1,821.3**	**1,666.8**	**1,681.0**	**1,350.1**	**1,110.3**		

Notes:

1) The figures disclosed above are based on the restated Standalone summary Statements of profits and loss of the Company.
2) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XVI: Restated Standalone Statement of Contingent Liabilities and Commitments

A Contingent liabilities

(₹in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Letter of Credit opened by the Banks	202.2	183.6	231.6	225.0	59.6
Outstanding Bank Guarantees	51.0	47.7	28.4	17.1	24.1
Central Excise demand disputed in appeal {advances paid in dispute ₹30.8 Million (31March 2014: ₹35.51Million; 31 March 2013: ₹24.18 Million; 31 March 2012: ₹29.72 Million; 31 March 2011: ₹26.08 Million)}	55.3	64.0	78.5	73.3	66.6
Sales Tax demand disputed in appeal {advances paid in dispute ₹3.5 Million (31 March 2014: ₹8.7 Million; 31 March 2013: ₹9.9 Million; 31 March 2012: ₹6.3 Million; 31 March 2011: ₹5.8 Million)}	7.9	34.6	38.8	24.1	24.0
Income Tax	426.0	426.0	232.7	232.7	84.0
Pending Export Obligation under advance license/ EPCG Scheme	7.8	3.7	8.3	34.1	8.7
Claims against the Company not acknowledged as debt					
a. In relation to purchase commitments*	968.0	-	-	-	-
b. Supply of Goods**	717.4	714.3	589.2	541.8	485.2
c. in relation to property	13.8	-	-	-	-
Corporate Guarantee given in respect of credit facility sanctioned by a bank of subsidiary company aggregating US $ Nil (31 March 2014: US $ NIL; 31 March 2013: US $ 40 Million; 31 March 2012: US $ 40 Million; 31 March 2011: US $ 40 Million)	-	-	2,171.4	2,035.0	1,783.8
Bonds and Debentures is in the process of pledge against issuance of stand by letter of credit required for Term Loan of US$ 29.80 Million advanced by Citi Bank USA to ThePharmaNetwork LLC (USA), a 100% step down Subsidiary of the company.	1,100.0	1,780.8	-	-	-
Total	**3,549.4**	**3,254.7**	**3,378.9**	**3,183.1**	**2,536.0**

Management considers the service tax, excise duty, custom duty, sales tax and income tax demands received from the authorities are not tenable against the Company, and therefore no provision for these tax contingencies has been made.

* Claim from vendor in relation to compliance with contractual purchase commitment and alleged infringement of intellectual property

** Claim from customer in relation to product quality issues and packing norms in recipient country.

In view of the Company no provision for these claims are required.

B. Commitments

(₹in Million)

Particulars	*As at March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
Estimated amount of contracts remaining to be executed on Capital Accounts {advances paid ₹58.8 Million (31 March 2014: ₹7.9 Million; 31 March 2013: ₹1,89,65 Million; 31 March 2012: ₹388.6 Million; 31 March 2011: ₹33.83 Million)}	142.4	19.6	371.7	403.6	153.7

Particulars	As at March 31				
	2015	2014	2013	2012	2011
Calls in Respect of Partly paid up shares issued by Subsidiary Company	18.5	-	-	-	-
Uncalled/unpaid contribution towards investment in funds	136.6	165.0	1,420.6	181.0	75.0
Other Commitments: Commitment towards research and development - USD 3 Million	187.5	179.7	162.9	-	-

Note :

The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XVII- Restated Standalone Statement of Accounting Ratios

(₹in Million)

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
Restated net profit after tax attributable to equity share holders	4,370.9	4,402.0	4,667.8	4,318.1	3,219.5
Weighted number of equity shares outstanding during the period/year	119,565,000.0	119,565,000.0	119,565,000.0	119,565,000.0	119,565,000.0
Basic and diluted earnings per share (EPS) (₹) - of Face value ₹2 per share	36.56	36.82	39.04	36.11	26.93
Net worth	31,010.2	27,206.0	23,083.8	18,693.9	14,653.7
Return on net worth (refer note 2(b) below) (%)	14.10%	16.18%	20.22%	23.10%	21.97%
Net asset value per equity share (refer note 2(c) below) -of Face value ₹2 per share	259.36	227.54	193.06	156.35	122.56

Notes:

1) The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.
2) The ratios have been computed as below:
    a) Basic earnings per share (₹) = Restated net profit after tax attributable to equity shareholders / Weighted number of equity shares outstanding during the year/period
    b) Return on net worth (%) = Restated net profit after tax attributable to equity shareholders / Net worth x 100
    c) Restated net asset value per equity share (₹) = Net worth as at the end of the period/year / Total number of equity shares outstanding at the end of the period / year
3) The Company does not have any revaluation reserves or extra-ordinary items.
4) Weighted average number of equity shares is the number of equity shares outstanding at the beginning of the year adjusted by the number of equity shares issued during the year multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year. since the split in face value of equity shares from ₹10 each to ₹2 each fully paid up and the issue of bonus shares in the ratio of 1 fully paid up equity shares of face value of ₹2 each for each existing equity shares of face value of ₹2 each is an issue without consideration, the issue is treated as if it had occurred prior to the beginning of the year 2010-11, the earliest period reported
5) Net worth for ratios mentioned in note 2(b) and 2(c) is = Equity share capital + Reserves and surplus (including surplus in Statement of Profit and Loss)
6) Earnings per share calculations are in accordance with Accounting Standard 20 - Earnings per share, notified under the Companies (Accounting Standards) Rules 2006, as amended.
7) The figures disclosed above are based on the Standalone restated summary Statements of the Company.

Annexure XVIII- Capitalisation Statement

(₹ in Million)

Particulars	**Pre IPO as at 31 March 2015**	**As adjusted for IPO**
		(Refer note 2 below)
Debt		
Short term debt (A)	10,462.8	**[-]**
Long term debt (B)	562.6	**[-]**
Total debt (A+B)	**11,025.4**	
Shareholder's funds		
Share capital	239.1	**[-]**
Reserves and surplus	30,771.1	**[-]**
Total Shareholder's funds (C)	**31,010.2**	
Total debt/ equity ([A+B]/C)	**35.55%**	

Notes:

1) The above has been computed on the basis of the restated Standalone summary statements of assets and liabilities of the Company.
2) The corresponding figures (As adjusted for issue) are not determinable at this stage pending the completion of book building process and hence have not been furnished.
3) Long Term debts are borrowings other than short term borrowings and also includes current maturities of long term debt included in other current liabilities

Annexure XIX -Restated Standalone Tax Shelter Statement

(₹ in Million)

	Particulars	For the years ended 31 March				
		2015	**2014**	**2013**	**2012**	**2011**
A	Restated Profit before tax	4,590.3	4,362.1	4,819.8	4,597.0	3,573.5
	Short - term capital gains at normal rate	-	-	32.1	7.3	113.6
	Short - term capital gains at special rate	-	-	2.9	-	-
	Long - term capital gain	-	-	11.5	-	-
B	**Tax rates (including surcharge and education cess)**					
	Normal tax rate	30.90%	33.99%	32.45%	32.45%	33.22%
	Short term capital gain rate at normal rate	16.22%	16.22%	16.22%	16.22%	16.61%
	Short term capital gain rate at special rate	-	-	21.63%	-	-
	Long term capital gain	10.82%	10.82%	10.82%	10.82%	10.82%
C	**Tax thereon (including surcharge and education cess)**					
	Tax on normal profit	1,418.4	1,482.7	1,564.0	1,491.7	1,187.1
	Short - term capital gains at normal rate	-	-	5.2	1.2	18.9
	Short term capital gain rate at special rate	-	-	0.6	-	-
	Long - term capital gain	-	-	1.2	-	-
	Others	-	-	-	-	(5.0)
	Total (C)	**1,418.4**	**1,482.7**	**1,571.1**	**1,492.9**	**1,201.0**
D	**Permanent differences**					
	Deductions allowed under Income tax Act	(2,578.4)	(3,396.9)	(3,574.0)	(3,213.5)	(1,930.6)
	Disallowance of expenses under Income tax Act	39.3	153.7	90.8	36.4	19.2
	Exempt Income	(142.0)	(82.8)	(10.1)	(2.6)	(1.6)
	Allowances under Income tax Act	(1,251.5)	(991.3)	(1,196.8)	(714.9)	(571.1)
	Total (D)	**(3,932.4)**	**(4,317.2)**	**(4,690.1)**	**(3,894.6)**	**(2,484.1)**
E	**Timing differences**					
	Difference in book depreciation and depreciation under Income Tax Act	(67.8)	(299.9)	(432.3)	(163.4)	(153.3)
	Other timing differences	47.0	66.0	23.2	39.3	29.6
	Restatement adjustments	(637.0)	189.1	279.3	(53.1)	(21.7)
	Total (E)	**(657.8)**	**(44.9)**	**(129.7)**	**(177.2)**	**(145.4)**
F	**Net adjustments (D+E)**	**(4,590.2)**	**(4,362.1)**	**(4,819.8)**	**(4,071.9)**	**(2,629.5)**
G	**Tax expenses / (saving) thereon (F X B)**	**(1,418.4)**	**(1,482.7)**	**(1,564.0)**	**(1,321.3)**	**(873.5)**
H	**Total Current Tax (C + G)**	**-**	**-**	**7.1**	**171.6**	**327.5**
I	**Tax as per Minimum Alternate Tax under Sec. 115 JB of the Income Tax, Act**	**797.3**	**947.1**	**1,012.2**	**910.6**	**709.3**
J	**Net tax expense (Higher of H and I)**	**797.3**	**947.1**	**1,012.2**	**910.6**	**709.3**
K	**MAT Credit entitlement**	**797.3**	**947.1**	**1,005.1**	**739.0**	**381.8**
L	**Total current tax expense**	**-**	**-**	**7.1**	**171.6**	**327.5**

Notes:

1. The aforesaid Tax Shelters Statement has been prepared as per the restated Standalone summary Statements of Profits and Losses of the Company.
2. The above statement should be read with the notes to restated Standalone summary Statements of Assets and Liabilities, Profits and Losses and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XX: Restated Standalone Statement of Related Party Transactions

List of related parties and transactions as per requirements of Accounting Standard - 18, 'Related Party Disclosure

A. List of related parties and their relationship

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
a. **Subsidiaries, Fellow Subsidiaries & Others**					
	Alkem Laboratories (NIG) Limited	Alkem Laboratories (NIG) Limited	Alkem Laboratories (NIG) Limited	Alkem Laboratories (NIG) Limited	Alkem Laboratories (NIG) Limited
	Alkem Laboratories (PTY) Limited	Alkem Laboratories (PTY) Limited	Alkem Laboratories (PTY) Limited	Alkem Laboratories (PTY) Limited	Alkem Laboratories (PTY) Limited
	Alkem Pharma GmbH	Alkem Pharma GmbH	Alkem Pharma GmbH	Alkem Pharma GmbH	Alkem Laboratories Do Brasil Ltd
	Alkem Laboratories Corporation	Alkem Laboratories Corporation	Alkem Laboratories Corporation	Alkem Laboratories Corporation	Alkem Pharma GmbH
	S & B Holdings B.V.	S & B Holdings B.V.	S & B Holdings B.V.	S & B Holdings B.V.	Alkem Laboratories Corporation
	Pharmacor Pty Limited	Pharmacor Pty Limited	Pharmacor Pty Limited	Pharmacor Pty Limited	S & B Holdings B.V.
	ThePharmaNetwork, LLC	Angelic Holdings SA **(Up to 26th February, 2014)**	Angelic Holdings SA	Angelic Holdings SA	Pharmacor Pty Limited
	Ascend Laboratories SDN BHD.	ThePharmaNetwork, LLC	ThePharmaNetwork, LLC	ThePharmaNetwork, LLC	Angelic Holdings SA
	Ascend Laboratories SpA	Ascend Laboratories SDN BHD.	Ascend Laboratories SDN BHD.	Ascend Laboratories SDN BHD.	ThePharmaNetwork, LLC
	Enzene Biosciences Ltd.	Ascend Laboratories SpA	Ascend Laboratories SpA	Ascend Laboratories SpA	-
	Alkem Laboratories Korea Inc	Enzene Biosciences Ltd.	Enzene Biosciences Ltd.	Enzene Biosciences Ltd.	-
	Pharmacor Ltd.	Alkem Laboratories Korea Inc	Alkem Laboratories Korea Inc	Alkem Health Science	Alkem Health Science
	S & B Pharma Inc.	Pharmacor Ltd.	Pharmacor Ltd.	-	-
	The PharmaNetwork, LLP	S & B Pharma Inc.	S & B Pharma Inc.	-	-
	Ascend Laboratories, LLC	The PharmaNetwork, LLP	The PharmaNetwork, LLP	-	-
	Alkem Real Estate LLP	Ascend Laboratories, LLC	Ascend Laboratories, LLC	-	-
	Ascend Laboratories (UK) Ltd. **(w.e.f 6th August, 2014)**	TPN Italia, SRS **(In the process of closure)**	TPN Italia, SRS	-	-
	Cachet Pharmaceuticals Pvt. Ltd **(w.e.f 27th March, 2015**	TPN China, Inc. **(In the process of Closure)**	TPN China, Inc.	-	-
	Indchemie Health Specialities Pvt. Ltd.**(w.e.f 30th March, 2015**	-	Medical Speciality Consulting, LLC (Up to 30th June, 2012)	-	-
b. **Key Managerial Personnel**					
	Mr. Samprada Singh **(Chairman Emeritus)**	Mr. Samprada Singh **(Chairman)**	Mr. Samprada Singh **(Chairman)**	Mr. Samprada Singh **(Chairman)**	Mr. Samprada Singh **(Chairman)**
	Mr. Basudeo N. Singh **(Executive Chairman)**	Mr. Basudeo N. Singh **(Managing Director)**	Mr. Basudeo N. Singh **(Managing Director)**	Mr. Basudeo N. Singh **(Managing Director)**	Mr. Basudeo N. Singh **(Managing Director)**
	Mr. Prabhat Narain Singh (**up to 20th**	Mr. Prabhat Narain Singh **(Director)**	Mr. Prabhat Narain Singh **(Director)**	Mr. Prabhat Narain Singh **(Director)**	Mr. Prabhat Narain Singh **(Director)**

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
	Feb, 2015) (Director)				
	Mr. Nawal Kishore Singh **(up to 2nd Jan, 2015) (Director)**	Mr. Nawal Kishore Singh **(Director)**	Mr. Nawal Kishore Singh **(Director)**	Mr. Nawal Kishore Singh **(Director)**	Mr. Nawal Kishore Singh **(Director)**
	Mr. Balmiki Prasad Singh **(Director)**	Mr. Balmiki Prasad Singh **(Director)**	Mr. Balmiki Prasad Singh **(Director)**	Mr. Balmiki Prasad Singh **(Director)**	Mr. Balmiki Prasad Singh **(Director)**
	Mr. Dhananjay Kumar Singh **(Joint Managing Director)**	Mr. Dhananjay Kumar Singh **(Director)**	Mr. Dhananjay Kumar Singh **(Director)**	Mr. Dhananjay Kumar Singh **(Director)**	Mr. Dhananjay Kumar Singh **(Director)**
	Mr. Mrityunjay Kumar Singh **(up to 31st July, 2014) (Director)**	Mr. Mrityunjay Kumar Singh **(Director)**	Mr. Mrityunjay Kumar Singh **(Director)**	Mr. Mrityunjay Kumar Singh **(Director)**	Mr. Mrityunjay Kumar Singh **(Director)**
	Mr. Sandeep Singh **(Joint Managing Director)**	Mr. Sandeep Singh **(Director)**	Mr. Ravindra Y. Shenoy **(Chief Operating Officer)**	Mr. Ravindra Y. Shenoy **(Chief Operating officer)**	Mr. Ravindra Y. Shenoy **(Chief Operating Officer)**
	Mr. Prabhat Agrawal (**w.e.f 21st Oct, 2014**) - (**Chief Executive officer**)	Mr. Ravindra Y. Shenoy **(up to 31st July 2013) - (Chief Operating Officer)**	-	-	-

Relatives of Key Managerial Personnel and Entities in which Key Management Personnel's have contractual and significant influence:				
As at 31 March				
2015	**2014**	**2013**	**2012**	**2011**
-	-	-	Mrs. Nanhamati Singh	Mrs. Nanhamati Singh
Mr. Satish Kumar Singh	Mr. Satish Kumar Singh	Mr. Satish Kumar Singh	Mr. Satish Kumar Singh	Mr. Satish Kumar Singh
Mrs. Jayanti Sinha	Mrs. Jayanti Sinha	Mrs. Jayanti Sinha	Mrs. Jayanti Sinha	Mrs. Jayanti Sinha
Mrs. Rekha Singh	Mrs. Rekha Singh	Mrs. Rekha Singh	Mrs. Rekha Singh	Mrs. Rekha Singh
Mrs. Archana Singh	Mrs. Archana Singh	Mrs. Archana Singh	Mrs. Archana Singh	Mrs. Archana Singh
Mrs. Anju Singh	Mrs. Anju Singh	Mrs. Anju Singh	Mrs. Anju Singh	Mrs. Anju Singh
Ms. Shalini Singh	Ms. Shalini Singh	Ms. Shalini Singh	Ms. Shalini Singh	Ms. Shalini Singh
Ms. Neha Singh	Ms. Neha Singh	Ms. Neha Singh	Ms. Neha Singh	Ms. Neha Singh
Ms. Khushboo Singh	Ms. Khushboo Singh	Ms. Khushboo Singh	Ms. Khushboo Singh	Ms. Khushboo Singh
Mr. Sarandhar Singh	Mr. Sarandhar Singh	Mr. Sarandhar Singh	Mr. Sarandhar Singh	Mr. Sarandhar Singh
-	-	Mr. Sandeep Singh	Mr. Sandeep Singh	Mr. Sandeep Singh
Mr. Srinivas Singh	Mr. Srinivas Singh	Mr. Srinivas Singh	Mr. Srinivas Singh	Mr. Srinivas Singh
Mr. Sarvesh Singh	Mr. Sarvesh Singh	Mr. Sarvesh Singh	Mr. Sarvesh Singh	Mr. Sarvesh Singh
Mrs. Manju Singh	Mrs. Manju Singh	Mrs. Manju Singh	Mrs. Manju Singh	Mrs. Manju Singh
Mrs. Premlata Singh	Mrs. Premlata Singh	Mrs. Premlata Singh	Mrs. Premlata Singh	Mrs. Premlata Singh
Mrs. Madhurima Singh	Mrs. Madhurima Singh	Mrs. Madhurima Singh	Mrs. Madhurima Singh	Mrs. Madhurima Singh
Mrs. Seema Singh	Mrs. Seema Singh	Mrs. Seema Singh	Mrs. Seema Singh	Mrs. Seema Singh
Ms. Divya Singh	Ms. Divya Singh	Ms. Divya Singh	Ms. Divya Singh	Ms. Divya Singh
Mst. Aniruddha Singh	Mst. Aniruddha Singh	Mst. Aniruddha Singh	Mst. Aniruddha Singh	Mst. Aniruddha Singh
Ms. Meghna Singh	Ms. Meghna Singh	Ms. Meghna Singh	Ms. Meghna Singh	Ms. Meghna Singh
Shrey Shree Anant Singh	Shrey Shree Anant Singh	Shrey Shree Anant Singh	Shrey Shree Anant Singh	Shrey Shree Anant Singh
Samprada Singh (HUF)	Samprada Singh (HUF)	Samprada Singh (HUF)	Samprada Singh(HUF)	Samprada Singh (HUF)
-	-	-	-	P.N.Singh (HUF)
Ms. Inderjit Arora	-	-	-	-
Mr. Nawal Kishore Singh (w.e.f 3rd Jan, 2015)	-	-	-	-
Mr. Mrityunjay Kumar Singh (w.e.f 1st August, 2014)	-	-	-	-
M/s Cachet Pharmaceuticals Pvt. Ltd.	M/s Cachet Pharmaceuticals Pvt. Ltd.	M/s Cachet Pharmaceuticals Pvt. Ltd.	M/s Cachet Pharmaceuticals Pvt. Ltd.	M/s Cachet Pharmaceuticals Pvt. Ltd.

Relatives of Key Managerial Personnel and Entities in which Key Management Personnel's have contractual and significant influence:				
As at 31 March				
2015	**2014**	**2013**	**2012**	**2011**
(up to 26th March, 2015)				
M/s Indchemie Health Specialities Pvt. Ltd.(up to 29th March, 2015)	M/s Indchemie Health Specialities Pvt. Ltd.	M/s Indchemie Health Specialities Pvt. Ltd.	M/s Indchemie Health Specialities Pvt. Ltd.	M/s Indchemie Health Specialities Pvt. Ltd.
M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.
Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.

B. Details of Transactions with Related Parties

(₹ in Million)

Sr. No.	Particulars	2015				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities	Total
1	Remuneration	-	307.7	22.9	-	**330.6**
2	Loans Taken	-	319.2		-	**319.2**
3	Loans Repaid	-	679.9	283.8	2.6	**966.2**
4	Interest expense on loans taken	-	37.7	24.1	0.3	**62.1**
5	Purchase of Goods	-	-	-	2,003.1	**2,003.1**
6	Sale of Goods	2,061.1	-	-	59.4	**2,120.5**
7	Sale of Raw and Packing Materials	-	-	-	15.8	**15.8**
8	Purchase of Raw and Packing Materials	-	-	-	90.8	**90.8**
9	Services received	-	-	-	117.1	**117.1**
10	Services rendered	-	-	-	23.1	**23.1**
11	Rental Income	-	-	-	16.5	**16.5**
12	Rent Expenses		0.6	3.4	-	**4.0**
13	Investments	2,382.5	-	-	-	**2,382.5**
14	Final/ Interim Dividend paid	-	147.1	185.1	0.6	**332.8**
15	Loans Given (net)	221.1	3.0	-	-	**224.1**
16	Sale of Assets	-	34.7	-	0.5	**35.2**
17	Gas Sales	-	-	-	2.3	**2.3**
18	Reimbursement of Expenses by us	79.6	-	-	-	**79.6**
19	Reimbursement of Expenses by subsidiaries	13.8	-	-	-	**13.8**
20	Interest Received	41.9	0.1	-	-	**42.0**
21	Bonds pledged against loan taken by a Wholly owned, Step down Subsidiary/ subsidiary	1,387.5	-	-	-	**1,387.5**

(₹ in Million)

Sr. No.	Particulars	2014				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities	Total
1	Remuneration	-	356.5	9.0	-	**365.5**
2	Loans Taken	-	198.9	78.7	1.0	**278.6**
3	Loans Repaid	-	47.1	0.7	-	**47.8**
4	Interest expense on loans taken	-	27.0	23.0	0.2	**50.3**
5	Purchase of Goods	-	-	-	1,580.2	**1,580.2**
6	Sale of Goods	1,023.3	-	-	200.8	**1,224.1**

Sr. No.	Particulars	2014				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities	Total
7	Sale of Raw and Packing Materials	-	-	-	23.1	**23.1**
8	Purchase of Raw and Packing Materials	-	-	-	41.2	**41.2**
9	Services received	-	-	-	207.3	**207.3**
10	Services rendered	-	-	-	22.8	**22.8**
11	Rental Income	-	-	-	12.4	**12.4**
12	Rent Expenses	-	0.5	3.0	-	**3.5**
13	Investments	2,499.3	-	-	-	**2,499.3**
14	Final/Interim Dividend paid	-	92.3	79.6	0.3	**172.2**
15	Loans Given (net)	341.3	-	-	-	**341.3**
16	Sale of Assets	-	-	-	0.3	**0.3**
17	Purchase of Assets	-	-	-	13.5	**13.5**
18	Gas Sales	-	-	-	2.8	**2.8**
19	Scrap Sales	-	-	-	0.4	**0.4**
20	Reimbursement of Expenses by us	50.4	-	-	4.9	**55.4**
21	Reimbursement of Expenses by subsidiaries	21.2	-	-	-	**21.2**
22	Interest Received	31.3	-	-	-	**31.3**
23	Bonds pledged against loan taken by a Wholly owned, Step down Subsidiary/ subsidiary	2,154.3	-	-	-	**2,154.3**

(₹ in Million)

Sr. No.	Particulars	2013				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities	Total
1	Remuneration	-	141.1	9.3	-	**150.4**
2	Loans Taken	-	92.1	29.2	-	**121.3**
3	Loans Repaid	-	25.8	-	-	**25.8**
4	Interest expense on loans taken	-	17.3	17.9	0.2	**35.5**
5	Purchase of Goods	-	-	-	1,620.8	**1,620.8**
6	Sale of Goods	464.5	-	-	250.2	**714.7**
7	Sale of Raw and Packing Materials	-	-	-	9.5	**9.5**
8	Purchase of Raw and Packing Materials	-	-	-	58.8	**58.8**
9	Services received	-	-	-	452.2	**452.2**
10	Services rendered	-	-	-	24.3	**24.3**
11	Rental Income	-	-	-	6.5	**6.5**
12	Rent Expenses	-	0.4	2.3	-	**2.7**
13	Investments	534.2	-	-	-	**534.2**
14	Final/Interim Dividend paid	-	176.7	155.5	0.6	**332.8**
15	Loans Given (net)	80.4	-	-	-	**80.4**
16	Sale of Assets	-	-	-	6.6	**6.6**
17	Purchase of Assets	71.4	-	-	-	**71.4**
18	Gas Sales	-	-	-	3.5	**3.5**
19	Reimbursement of Expenses by us	9.6	-	-	-	**9.6**
20	Interest Received	13.5	-	-	-	**13.5**
21	Bonds pledged against loan taken by a Wholly owned, Step down Subsidiary/ subsidiary	1,501.4	-	-	-	**1,501.4**

(₹ in Million)

Sr. No.	Particulars	2012				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities	Total
1	Remuneration	-	124.9	7.8	-	**132.7**
2	Loans Taken	-	49.9	36.4	-	**86.3**
3	Loans Repaid	-	36.8	20.3	-	**57.1**
4	Interest expense on loans taken	-	12.2	15.9	0.2	**28.3**
5	Purchase of Goods	-		-	1,272.0	**1,272.0**
6	Sale of Goods	697.8		-	322.6	**1,020.4**
7	Sale of Raw and Packing Materials	-	-	-	8.2	**8.2**
8	Purchase of Raw and Packing Materials	-	-	-	42.6	**42.6**
9	Services received	-	-	-	186.0	**186.0**
10	Services rendered	-	-	-	20.6	**20.6**
11	Rental Income	-	-	-	6.5	**6.5**
12	Rent Expenses	-	0.4	1.9	-	**2.3**
13	Investments	402.8	-	-	-	**402.8**
14	Final/Interim Dividend paid	-	62.3	62.3	0.2	**124.8**
15	Loans Given (net)	349.0	-	-	-	**349.0**
16	Sale of Assets	-	-	-	2.3	**2.3**
17	Gas Sales	-	-	-	2.9	**2.9**
18	Reimbursement of Expenses by us	7.5	-	-	-	**7.5**
19	Deposit Taken Hypothecated Against term loan taken by a Wholly owned subsidiary	400.0	-	-	-	**400.0**
20	Interest Received	2.2	-	-	-	**2.2**

(₹ in Million)

Sr. No.	Particulars	2011				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities	Total
1	Remuneration	-	101.6	-	-	**101.6**
2	Loans Taken	-	96.5	29.2	0.7	**126.4**
3	Loans Repaid	-	130.2	2.2	1.5	**133.9**
4	Interest expense on loans taken	-	18.2	13.7	0.3	**32.2**
5	Purchase of Goods	-	-	-	1,237.4	**1,237.4**
6	Sale of Goods	80.8	-	-	382.8	**463.6**
7	Sale of Raw and Packing Materials	-	-	-	8.4	**8.4**
8	Purchase of Raw and Packing Materials	-	-	-	70.1	**70.1**
9	Services received	-	-	-	137.4	**137.4**
10	Services rendered	-	-	-	18.7	**18.7**
11	Rental Income	-	-	-	6.1	**6.1**
12	Rent Expenses	-	0.4	1.7	-	**2.1**
13	Loans Given (net)	34.3	-	-	-	**34.3**
14	Sale of Assets	-	-	-	1.0	**1.0**
15	Repatriation of Investment	1.8	-	-	-	**1.8**
16	Gas Sales	-	-	-	2.3	**2.3**

Sr. No.	Particulars	2011				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Entities	Total
17	Reimbursement of Expenses by us	16.2	-	-	-	**16.2**
18	Corporate Guarantee issued by the Company to the bankers of wholly owned subsidiary companies	1,783.8	-	-	-	**1,783.8**
19	Deposit Taken Hypothecated Against term loan taken by a Wholly owned subsidiary	1,925.0	-	-	-	**1,925.0**

Out of the above items transactions in excess of 10% of the total related party transactions

(₹ in Million)

Sr. No.	Transactions	Related Party relation	2014-15	2013-14	2012-13	2011-12	2010-2011
1	Remuneration						
	Mr. Samprada Singh	Key Management Personnel	85.5	141.8	50.5	40.3	34.1
	Mr. Basudeo N. Singh	Key Management Personnel	86.4	141.9	50.7	40.5	34.3
	Mr. Nawal Kishore Singh	Key Management Personnel	68.6	-	-	-	-
	Mr. Ravindra Y Shenoy	Key Management Personnel	-	-	-	11.7	9.5
2	Loans Taken						
	Mr. Basudeo N. Singh	Key Management Personnel	122.5	78.7	40.3	26.0	53.9
	Mr. Dhananjay Kumar Singh	Key Management Personnel	35.3	20.0	12.0	11.3	1.5
	Mr. Samprada Singh	Key Management Personnel	55.0	64.0	35.0	0.1	30.0
	Mr. Balmiki Prasad Singh	Key Management Personnel	105.2	35.0	4.5	11.3	-
	Mrs. Rekha Singh	Spouse of Director	-	22.5	18.2	13.8	-
3	Loans Repaid						
	Mr. Basudeo N. Singh	Key Management Personnel	238.9	41.5	0.9	26.2	72.0
	Mr. Samprada Singh	Key Management Personnel	124.6	5.6	23.9	10.2	40.2
	Mr. Balmiki Prasad Singh	Key Management Personnel	200.1	-	-	-	-
	Mrs. Rekha Singh	Spouse of Director	126.6	-	-	-	-
	Mr. Dhananjay Kumar Singh	Key Management Personnel	-	-	-	-	1.5
	Mrs. Nanhamati Singh	Spouse of Director	-	-	-	20.0	-
	Mrs. Madhurima Singh	Spouse of Director	-	-	-	-	1.8
4	Interest Expenses on Loans Taken						
	Mr. Balmiki Prasad Singh	Key Management Personnel	12.8	7.3	5.4	4.5	3.7
	Mr. Basudeo N. Singh	Key Management Personnel	13.6	9.7	5.7	3.1	7.0
	Mrs. Rekha Singh	Spouse of Director	8.7	8.4	6.7	5.1	4.0

Sr. No.	Transactions	Related Party relation	2014-15	2013-14	2012-13	2011-12	2010-2011
	Mr. Samprada Singh	Key Management Personnel	-	3.7	1.3	0.6	3.7
	Mr. Dhananjay Kumar Singh	Key Management Personnel	-	5.6	4.3	3.3	-
	Mrs. Madhurima Singh	Spouse of Director	-	3.3	-	-	-
	Mrs. Manju Singh	Spouse of Director	-	2.5	-	-	-
	Mr. Sarandhar Singh	Son of Director	-	2.7	-	-	-
	Mr. Srinivas Singh	Son of Director	-	2.7	-	-	-
5	Purchase of Goods						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	722.0	613.3	616.2	504.4	485.9
	Indchemie Health Specialties Pvt. Ltd.	Others	866.3	646.3	706.2	530.6	421.4
	Galpha Laboratories Limited	Others	414.7	320.5	298.3	237.0	330.1
6	Sale of Goods						
	Ascend Laboratories, LLC	Step Down Subsidiary	1,588.4	843.5	399.7	-	-
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	192.3	214.9	294.8	366.8
	The PharmaNetwork, LLC	Subsidiary	-	-	-	665.1	-
7	Sale of Raw and Packing Materials						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	3.4	2.8	2.1	4.6
	Indchemie Health Specialties Pvt. Ltd.	Others	11.4	14.4	3.7	3.6	1.3
	Galpha Laboratories Limited	Others	2.9	5.3	3.0	2.5	2.5
8	Purchase of raw and Packing Materials						
	Galpha Laboratories Limited	Others	87.9	39.7	55.6	42.2	64.7
9	Services received						
	Travelon Services Pvt. Ltd	Others	-	97.9	349.5	112.7	72.3
	Indchemie Health Specialties Pvt. Ltd.	Others	79.8	79.4	71.1	51.6	40.5
	Cachet Pharmaceuticals Pvt. Ltd.		20.9	-	-	-	-
	Galpha Laboratories Limited		16.4	-	-	-	-
10	Services rendered						
	Galpha Laboratories Limited	Others	22.8	22.6	24.1	20.3	18.4
11	Rental Income						
	Indchemie Health Specialties Pvt. Ltd.	Others	10.2	7.6	3.1	3.1	3.1
	Galpha Laboratories Limited	Others	3.3	3.3	2.4	2.4	2.7
	Cachet Pharmaceuticals Pvt. Ltd.	Others	3.0	1.5	0.9	0.9	-

Sr. No.	Transactions	Related Party relation	2014-15	2013-14	2012-13	2011-12	2010-2011
12	Rent Expenses						
	Mr. Dhananjay Kumar Singh	Key Management Personnel	0.6	0.5	0.4	0.4	0.4
	Mrs. Divya Singh	Daughter of Director	1.1	1.0	0.9	0.9	0.9
	Mrs. Madhurima Singh	Spouse of Director	1.3	1.1	0.8	0.8	0.8
	Mr. Sarvesh Singh	Brother of Director	1.0	0.9	0.6	0.2	-
13	Investments						
	S & B Holdings B.V., Netherlands	Subsidiary	-	2,499.3	-	327.8	-
	Cachet Pharmaceuticals Pvt. Ltd.	Subsidiary	638.9	-	-	-	-
	Indchemie Health Specialties Pvt. Ltd.	Subsidiary	1,640.7	-	-	-	-
	S & B Pharma Inc. USA	Subsidiary	-	-	300.7	-	-
	Pharmacor Limited, Australia	Subsidiary	-	-	224.7	-	-
	Enzene Biosciences Ltd.	Subsidiary	-	-	-	75.0	-
14	a) Loans Given						
	S&B Holdings B.V. Netherland	Subsidiary	-	495.2	233.3	247.6	4.3
	Ascend Laboratories SpA, Chile	Subsidiary	92.2	-	-	-	-
	Alkem Laboratories (NIG) Limited	Subsidiary	57.6	-	1.3	12.5	29.0
	Enzene Biosciences Ltd. India	Subsidiary	67.3	83.1	68.5	72.7	-
	S&B Pharma Inc. USA	Subsidiary	56.8	139.4	236.1	-	-
	b) Loans Repayment						
	S&B Holdings B.V. Netherland	Subsidiary	65.0	473.0	442.7	-	-
	Enzene Biosciences Ltd. India	Subsidiary	-	-	72.8	-	-
15	Sale of Assets						
	Mr. Basudeo N. Singh	Key Management Personnel	34.7	-	-	-	-
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	-	0.6	2.3	1.0
	Indchemie Health Specialties Pvt. Ltd.	Others	-	0.3	5.9	-	-
16	Purchase of Assets						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	13.5	-	-	-
	Enzene Biosciences Ltd. India	Subsidiary	-	-	71.4	-	-
17	Gas Sales						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	0.8	1.0	1.2	1.1	0.8
	Indchemie Health Specialties Pvt. Ltd.	Others	0.9	1.1	1.4	1.1	0.9
	Galpha Laboratories Limited	Others	0.6	0.7	0.9	0.7	0.6

Sr. No.	Transactions	Related Party relation	2014-15	2013-14	2012-13	2011-12	2010-2011
18	Scrap Sales						
	Galpha Laboratories Limited	Others	-	0.4	-	-	-
	Indchemie Healthspecialities Limited	Others	-	0.1	-	-	-
19	Repatriation of Investment						
	Alkem Laboratories FZC, Dubai	Subsidiary	-	-	-	-	1.8
20	Reimbursement of Expenses by us						
	Ascend Laboratories, LLC USA	Step Down Subsidiary	-	10.0	9.6	-	-
	S&B Pharma Inc., USA	Subsidiary	62.1	-	-	-	-
	Pharmacor Pty Limited	Subsidiary	13.3	37.4	-	-	-
	Alkem Laboratories (NIG) Limited	Subsidiary	-	-	-	-	12.4
	Alkem Laboratories Corporation, Philippines	Subsidiary	-	-	-	-	2.9
	Alkem Laboratories (PTY) Limited, South Africa	Subsidiary	-	-	-	0.4	1.0
	ThePharmaNetwork LLC USA	Subsidiary	-	-	-	7.1	-
21	Reimbursement of Expenses by Subsidiaries						
	ThePharmaNetwork LLC	Step Down Subsidiary	13.8	21.2	-	-	-
22	Corporate Guarantee issued by the Company to the bankers of wholly owned subsidiary companies						
	S & B Holdings B.V.	Subsidiary	-	-	-	-	1,783.8
23	Deposit Taken Hypothecated Against term loan taken by a Wholly owned subsidiary						
	S & B Holdings B.V.	Subsidiary	-	-	-	400.0	1,925.0
24	Interest Received from Subsidiary Company						
	Enzene Biosciences Ltd. India	Subsidiary	19.0	13.2	10.4	2.2	-
	S & B Pharma Inc, USA	Subsidiary	20.2	15.7	3.0	-	-
25	Bonds pledged against loan taken by a Wholly owned subsidiary						
	ThePharmaNetwork LLC	Step Down Subsidiary	1,387.5	2,154.3	-	-	-
	S & B Holdings B.V.	Subsidiary	-	-	1,501.4	-	-

C. Balance due from / to the related Parties

(₹ in Million)

Sr. No.	Particulars	2015				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Others	Total
1	Outstanding Receivables	1,589.7	-	-	-	1,589.7
2	Outstanding Payables	254.6	-	-	53.8	308.4
3	Investments	5,910.5	-	-	-	5,910.5
4	Loans Receivable	1,143.6	3.0	-	-	1,146.5

(₹ in Million)

Sr. No.	Particulars	2014				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Others	Total
1	Outstanding Receivables	538.7	-	-	111.7	650.4
2	Outstanding Payables	25.6	-	-	301.9	327.5
3	Investments	3,528.1	-	-	-	3,528.1
4	Loans Payable	-	360.8	283.8	2.6	647.2
5	Loans Receivable	858.2	-	-	-	858.2
6	Interest Payable on Loan	-	24.3	20.7	0.2	45.2

(₹ in Million)

Sr. No.	Particulars	2013				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Others	Total
1	Outstanding Receivables	524.3	-	-	102.4	626.7
2	Outstanding Payables	7.5	-	-	148.8	156.3
3	Investments	1,028.8	-	-	-	1,028.8
4	Loans Payable		224.5	221.9	2.8	449.2
5	Loans Receivable	477.3	-	-	-	477.3

(₹ in Million)

Sr. No.	Particulars	2012				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Others	Total
1	Outstanding Receivables	491.7	-	-	202.3	694.0
2	Outstanding Payables	-	-	-	23.8	23.8
3	Investments	494.6	-	-	-	494.6
4	Loans Payable	-	153.6	190.8	2.8	347.2
5	Loans Receivable	380.3	-	-	-	380.3

(₹ in Million)

Sr. No.	Particulars	2011				
		Subsidiaries	Key Management Personnel	Relatives of Key Management Personnel	Others	Total
1	Outstanding Receivables	80.8	-	-	235.5	316.3
2	Outstanding Payables	-	-	-	93.9	93.9
3	Investments	96.4	-	-	-	96.4
4	Loans Payable	-	129.5	160.4	2.6	292.5
5	Loans Receivable	29.2	-	-	-	29.2

Annexure XXI- Restated Standalone Statement of Dividend

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Share capital					
Equity share capital	239.1	119.6	119.6	119.6	119.6
Dividend on equity shares					
Dividend in %	200%	200%	200%	200%	150%
Proposed dividend	-	-	-	239.1	179.3
Interim dividend	478.2	239.2	239.1	-	-

Note

1) The above statement should be read with the notes to restated Standalone summary statements of assets and liabilities, Statement of Profit and Loss and cash flows as appearing in Annexure IVA, IVB & IVC.
2) During the year F.Y 2014 -15 the Company has subdivided the face value of its equity shares from ₹10/- to ₹2/-

INDEPENDENT AUDITOR'S REPORT ON RESTATED CONSOLIDATED FINANCIAL INFORMATION AS REQUIRED UNDER SECTION 26 OF COMPANIES ACT, 2013, READ WITH RULE 4 OF COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014

The Board of Directors
Alkem Laboratories Limited

Devashish, Alkem House
Senpati Bapat Marg,
Lower Parel
Mumbai - 400 013

Dear Sirs

We have examined the attached restated consolidated financial information of Alkem Laboratories Limited ("the Company") and its subsidiaries (herein together with the Company referred to as the "Group") as approved by the Board of Directors of the Company on 29 June 2015, prepared by the management of the Company in terms of the requirements of Section 26 of the Companies Act, 2013 read with The Companies (Prospectus and Allotment of Securities) Rules, 2014, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time (the 'SEBI Regulations'), the Guidance Note on 'Reports in Company's Prospectus (Revised)' issued by the Institute of Chartered Accountants of India ('ICAI') to the extent applicable ('Guidance Note'), and in terms of our engagement agreed with you in accordance with our engagement letter dated 19 May 2015 in connection with the proposed issue of Equity Shares of the Company by way of an offer for sale by the existing shareholders.

These restated consolidated financial information have been extracted by the Management from the Company's consolidated audited financial statements for the year ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011. We have audited the consolidated financial statements of the Company for the financial year ended 31 March 2015. The consolidated financial statements for the financial years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 were audited by M/s R.S. Sanghai & Associates, Chartered Accountants and reliance has been placed on these consolidated financial statements audited by them. Accordingly, our examination of the restated consolidated financial information of the Company for these financial years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 are based solely on the consolidated financial statements audited by them and the reports issued by them.

The financial statements of seventeen subsidiaries and a Limited Liability Partnership included in the Company's consolidated audited financial statements as at and for the financial years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 were audited by other auditors as set out in Appendix I to this examination report, whose reports have been furnished to us and accordingly relied upon by us.

1 In accordance with the requirements of Section 26 of the Companies Act, 2013 read with The Companies (Prospectus and Allotment of Securities) Rules, 2014, the SEBI Regulations, the Guidance Note, as amended from time to time and in terms of our engagement agreed with you, we further report that:

   a) The Restated Consolidated Summary Statement of Assets and Liabilities as at 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011, examined by us, as set out in Annexure I to this report read with the significant accounting policies in Annexure IVC are after making such adjustments and regroupings as in our opinion were appropriate and are more fully described in the Notes to the Restated Consolidated Financial Information enclosed as Annexure IVA and IVB to this report. For the year ended 31 March 2015 reliance has been placed on the consolidated financial statements audited by us.

      For the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 reliance has been placed by us on the consolidated financial statements audited by M/s R.S. Sanghai & Associates, Chartered Accountants. As a result of these adjustments, the amounts reported in the above mentioned statements are not necessarily the same as those appearing in the audited consolidated financial statements of the Company and its subsidiaries for the relevant financial years.

   b) The Restated Consolidated Summary Statement of Profit and Loss of the Company for the year ended

31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011, as set out in Annexure II to this report read with the significant accounting policies in Annexure IVC are after making such adjustments and regroupings as in our opinion were appropriate and are more fully described in the Notes to the Restated Consolidated Financial Information enclosed as Annexure IVA and IVB to this report. For the year ended 31 March 2015 reliance has been placed on the consolidated financial statements audited by us. For the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 reliance has been placed by us on the consolidated financial statements audited by M/s R.S. Sanghai & Associates, Chartered Accountants. As a result of these adjustments, the amounts reported in the above mentioned statements are not necessarily the same as those appearing in the audited consolidated financial statements of the Company and its subsidiaries for the relevant financial years.

c) The Restated Consolidated Summary Statement of Cash Flows of the Company for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011, as set out in Annexure III to this report read with the significant accounting policies in Annexure IVC are after making such adjustments and regroupings as in our opinion were appropriate and are more fully described in the Notes to the Restated Consolidated Financial Information enclosed as Annexure IVA and IVB to this report. For the year ended 31 March 2015 reliance has been placed on the consolidated financial statements audited by us. For the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 reliance has been placed by us on the consolidated financial statements audited by M/s R.S. Sanghai & Associates, Chartered Accountants. As a result of these adjustments, the amounts reported in the above mentioned statements are not necessarily the same as those appearing in the audited consolidated financial statements of the Company and its subsidiaries for the relevant financial years.

2 Based on the above, the Restated Consolidated Financial Information:

i) have been made after incorporating adjustments for the changes in accounting policies retrospectively in respective financial years to reflect the same accounting treatment as per the changed accounting policy for all the reporting periods based on the policies adopted by the Group as at 31 March 2015;

ii) have been made after incorporating adjustments for prior period and other material amounts in the respective financial years to which they relate to; and

iii) do not contain any extra-ordinary items that need to be disclosed separately other than those presented in the Restated Consolidated Financial Information and do not contain any qualifications requiring adjustments.

3 We have also examined the following restated consolidated financial information as set out in the Annexure prepared by the management of the Company and approved by the Board of Directors on 29 June 2015, relating to the Company for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011.

i) Restated Consolidated Statement of Share Capital, included in Annexure VA;

ii) Restated Consolidated Statement of Reserves and Surplus, included in Annexure VB;

iii) Restated Consolidated Statement of Non-Current and Current Investments , included in Annexure VI and VII;

iv) Restated Consolidated Statement of Trade receivables, Cash and Bank Balances and Inventories, included in Annexure VIII;

v) Restated Consolidated Statement of Long-term Loans and Advances and Other Non-Current Assets, included in Annexure IX;

vi) Restated Consolidated Statement of Short-term Loans and Advances and Other Current Assets, included in Annexure X;

vii) Restated Consolidated Statement of Long-term Borrowings, included in Annexure XI;

viii) Restated Consolidated Statement of Long-term Provisions, included in Annexure XII;

ix) Restated Consolidated Statement of Short-term Borrowings, Trade Payables, Other Current Liabilities and Short-term Provision, included in Annexure XIII;

x) Restated Consolidated Statement of Income and Expenses, included in Annexure XIV;

xi) Restated Consolidated Statement of Other Income, included in Annexure XV;

xii) Restated Consolidated Statement of Contingent Liabilities and Commitments, included in Annexure XVI;

xiii) Restated Consolidated Statement of Accounting Ratios, included in Annexure XVII;

xiv) Capitalisation statement, as appearing in Annexure XVIII;

xv) Restated Consolidated Statement of Segment reporting, included in Annexure XIX

xvi) Restated Consolidated Statement of Related Party Transactions, included in Annexure XX.

4 This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by us or M/s R.S.Sanghai & Associates, Chartered Accountants, nor should this report be construed as an opinion on any of the consolidated financial statements referred to herein.

5 We have no responsibility to update our report for events and circumstances occurring after the date of the report.

6 In our opinion, the above restated financial information contained in Annexure I to XX of this report read along with the Significant Accounting Policies and Notes to Restated Consolidated Financial Information (Refer Annexure IVA, IVB and IVC) are prepared after making adjustments and regrouping as considered appropriate and have been prepared in accordance with Section 26 of the Companies Act, 2013 read with The Companies (Prospectus and Allotment of Securities) Rules, 2014, to the extent applicable, SEBI Regulations, the Guidance note issued in this regard by the ICAI, as amended from time to time, and in terms of our engagement as agreed with you.

7 Our report is intended solely for use of the management and for inclusion in the offer document in connection with the proposed issue of Equity Shares of the Company by way of an offer for sale by the existing shareholders. Our report should not be used, referred to or distributed for any other purpose except with our consent in writing.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Sadashiv Shetty
Partner
Membership No: 048648

Mumbai
Date: 29 June 2015

Appendix I:

The Restated Consolidated Financial Information, have been prepared by the Company's Management from the audited financial statements of the Company along with its subsidiaries as at and for the financial years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 which were audited by the other auditors as set out below:

Sr. No.	Name of Subsidiaries	Year ended (YE)	Total Assets as included in restated consolidated financials (₹ in Million)	Net Movement in cash and cash equivalents included in restated consolidated financials (₹ in Million)	Total Revenue as included in restated consolidated financials (₹ in Million)	Name of the Auditor
1	The PharmaNetwork, LLC	31 March 2011	2,136.4	55.9	466.9	Weinberg, Lieberman & Co, CPA
		31 March 2012	3,094.3	102.5	1,183.2	
		31 March 2013	3,388.2	(70.1)	1,851.5	
		31 March 2014	4,335.7	383.4	4,217.1	
		31 March 2015	3,825.4	(8.0)	6,459.7	KPMG LLP, New Jersey
2	S & B Pharma Inc.	31 March 2013	622.2	79.9	72.9	Weinberg, Lieberman & Co, CPA
		31 March 2014	788.6	28.4	678.6	
		31 March 2015	933.6	18.5	732.0	
3	Alkem Laboratories (NIG) Limited	31 March 2011	36.6	(0.1)	18.8	Paul Taiwo & Co, Chartered Accountants
		31 March 2012	44.1	(5.4)	37.1	
		31 March 2013	75.9	2.7	74.3	
		31 March 2014	64.0	(4.8)	68.6	
		31 March 2015	61.7	1.4	71.5	
4	Pharmacor Pty Limited	31 March 2011	139.7	13.6	171.2	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2012	244.6	3.2	340.9	
		31 March 2013	395.4	(11.0)	402.1	Joseph Shamia & Co, Chartered Accountants
		31 March 2014	394.4	50.1	522.0	
		31 March 2015	391.2	8.0	519.9	
5	Alkem Laboratories (PTY) Ltd	31 March 2011	1.0	0.1	0.1	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2012	0.6	0.6	0.0	
		31 March 2013	0.2	0.1	-	
		31 March 2014	8.0	2.6	51.4	
		31 March 2015	7.8	(1.5)	107.3	GNR Registered Auditors
6	Enzene Biosciences Ltd	31 March 2012	72.3	0.6	9.3	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2013	83.6	1.1	64.2	
		31 March 2014	159.5	(0.7)	0.1	
		31 March 2015	225.8	0.1	0.7	
7	Cachet Pharmaceuticals Pvt Ltd	31 March 2015	1,404.1	88.0	-	R.S. Sanghai & Associates, Chartered Accountants
8	Indchemie Health Specialities Pvt Ltd	31 March 2015	2,804.6	630.2	-	R.S. Sanghai & Associates, Chartered Accountants
9	Alkem Laboratories Corporation	31 March 2011	10.1	(2.3)	0.6	Leonardo Vicente & Associates, CPAs
		31 March 2012	18.3	(6.2)	4.6	
		31 March 2013	26.4	(0.1)	9.2	
		31 March 2014	70.5	1.3	48.4	
		31 March 2015	204.0	61.5	123.1	
10	Alkem Pharma GmbH	31 March 2011	1.0	(0.2)	0.0	R.S. Sanghai & Associates,
		31 March 2012	0.8	(0.2)	0.1	

Sr. No.	Name of Subsidiaries	Year ended (YE)	Total Assets as included in restated consolidated financials *(₹ in Million)*	Net Movement in cash and cash equivalents included in restated consolidated financials *(₹ in Million)*	Total Revenue as included in restated consolidated financials *(₹ in Million)*	Name of the Auditor
		31 March 2013	0.4	(0.4)	-	Chartered Accountants
		31 March 2014	0.3	(0.1)	-	
		31 March 2015	0.2	(0.0)	0.3	
11	S & B Holdings B.V. - Netherlands	31 March 2011	1,752.3	19.6	15.7	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2012	2,452.0	11.7	118.3	
		31 March 2013	3,479.9	94.2	100.7	
		31 March 2014	2,519.5	71.8	187.1	
		31 March 2015	2,378.1	(108.9)	23.6	
12	Ascends Laboratories SDN BHD.	31 March 2011	-	-	-	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2012	-	-	-	
		31 March 2013	-	-	-	
		31 March 2014	-	-	-	
		31 March 2015	-	-	-	
13	Ascends Laboratories SpA	31 March 2013	0.9	0.9	-	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2014	25.8	1.4	5.8	
		31 March 2015	253.8	45.7	67.8	
14	Alkem Laboratories Korea Inc	31 March 2013	0.1	0.1	-	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2014	0.1	0.0	0.0	
		31 March 2015	0.1	-	-	
15	Pharmacor Ltd.	31 March 2013	0.1	0.1	-	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2014	0.1	0.0	-	
		31 March 2015	0.1	-	-	
16	The PharmaNetwork, LLP	31 March 2013	0.1	0.1	-	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2014	92.3	3.4	92.8	
		31 March 2015	95.5	3.6	147.6	
17	Ascend Laboratories (UK) Ltd.	31 March 2015	4.0	0.5	-	R.S. Sanghai & Associates, Chartered Accountants
18	Angelic Holdings SA	31 March 2011	4.1	4.8	0.4	R.S. Sanghai & Associates, Chartered Accountants
		31 March 2012	5.1	0.6	0.6	
		31 March 2013	4.2	(0.6)	0.0	

Annexure I - Restated Consolidated Summary Statement of Assets and Liabilities

(₹ in Million)

	Particulars	Note / Annexure Reference	As at 31 March 2015	2014	2013	2012	2011
	Equity & Liabilities						
(1)	**Shareholder's funds**						
	Share capital	Annexure VA	239.1	119.6	119.6	119.6	119.6
	Reserves and surplus	Annexure VB	29,751.5	25,730.1	21,653.5	18,080.9	14,217.3
	Deferred Government grant		35.8	-	-	-	-
(2)	**Minority Interest**	Annexure IV-C - Note 14	856.5	-	-	1.9	18.2
(3)	**Non-current liabilities**						
	Long-term borrowing	Annexure XI	334.3	2,322.5	2,555.9	3,089.7	2,462.6
	Deferred tax liabilities (net)	Annexure IV-C - Note 7	963.5	467.1	506.4	361.8	253.3
	Other Long term liabilities	Annexure XI	51.4	77.8	123.3	1.9	6.7
	Long-term provisions	Annexure XII	665.8	422.9	443.0	1,799.9	1,621.4
(4)	**Current liabilities**						
	Short-term borrowing	Annexure XIII	11,285.7	8,452.2	12,101.7	6,703.1	6,631.0
	Trade payables	Annexure XIII	4,619.2	3,057.3	2,875.9	2,760.3	1,676.9
	Other current liabilities	Annexure XIII	3,310.7	2,012.8	1,877.4	1,114.7	873.9
	Short-term provisions	Annexure XIII	844.2	503.5	463.0	627.8	636.8
	Total		**52,957.6**	**43,165.8**	**42,719.7**	**34,661.6**	**28,517.7**
	Assets						
(4)	**Non Current assets**						
	Fixed assets		11,429.3	9,796.7	8,963.6	6,741.1	4,885.0
	Goodwill on consolidation	Annexure IV-C - Note 13	3,421.0	1,903.4	1,757.6	2,450.6	2,042.3
	Non-current investments	Annexure VI	4,197.3	3,382.4	4,103.3	2,989.1	61.0
	Deferred tax assets (net)	Annexure IV-C - Note 7	44.8	51.1	11.9	4.4	-
	Long-term loans and advances	Annexure IX	5,421.7	4,184.0	3,393.9	2,588.2	1,539.8
	Other non-current assets	Annexure IX	5,063.0	7,826.8	2,927.2	6,765.3	4,604.1
(5)	**Current assets**						
	Current investments	Annexure VII	610.5	2,497.7	673.1	237.8	477.0
	Inventories	Annexure VIII	7,842.3	6,203.3	5,539.6	3,849.2	2,508.7
	Trade receivables	Annexure VIII	5,270.8	3,669.3	3,182.1	2,466.1	1,710.2
	Cash and bank balances	Annexure VIII	7,907.6	2,062.9	9,954.5	5,138.1	9,898.2
	Short-term loans and advances	Annexure X	1,296.3	1,259.7	1,330.7	973.5	430.1
	Other current assets	Annexure X	453.0	328.5	882.2	458.2	361.3
	Total		**52,957.6**	**43,165.8**	**42,719.7**	**34,661.6**	**28,517.7**

Note

The above statement should necessarily be read with the basis of preparation and significant accounting policies appearing in Annexure IV C Notes to the Restated Consolidated Financial Information appearing in Annexure V - Annexure - XIII and Statement of adjustments to audited consolidated financial statements appearing in Annexure IV A and Annexure IV B.

Annexure II - Restated Consolidated Summary Statement of Profit and Loss

(₹ in Million)

	Particulars	Note / Annexure Reference	For the years ended March 31 2015	2014	2013	2012	2011
A	**Income**						
	Revenue from operations						
	Sale of Products	Annexure XIV	38,179.2	31,383.5	24,974.9	20,284.9	17,019.9
	Other operating revenue	Annexure XIV	817.6	928.5	779.0	425.9	254.5
			38,996.8	32,312.0	25,753.9	20,710.8	17,274.4
	Less: Excise Duty		1,165.1	1,052.0	801.6	554.4	366.5
	Revenue from operations (Net)		**37,831.7**	**31,260.0**	**24,952.3**	**20,156.4**	**16,907.9**
	Other income	Annexure XV	1,810.3	1,652.7	1,671.7	1,452.8	1,134.2
	Total		**39,642.0**	**32,912.7**	**26,624.0**	**21,609.2**	**18,042.1**
B	**Expenses**						
	Cost of Material Consumed	Annexure XIV	8,620.3	7,728.3	7,118.5	6,257.2	5,219.5
	Purchase of Stock in Trade		8,622.3	6,630.7	4,855.3	3,231.8	2,386.4
	Changes in inventories of finished goods, work-in-progress and Stock-in- Trade	Annexure XIV	(336.8)	(502.1)	(1,413.8)	(1,144.3)	(84.9)
	Employee benefits	Annexure XIV	6,344.6	5,315.6	4,122.9	3,034.5	2,670.9
	Finance costs	Annexure XIV	811.1	930.8	882.3	581.0	412.3
	Depreciation & Amortisation		703.0	522.6	397.9	290.3	274.3
	Other expenses	Annexure XIV	9,735.9	7,987.2	6,644.9	5,025.1	3,850.1
	Total		**34,500.4**	**28,613.1**	**22,608.0**	**17,275.6**	**14,728.6**
C	**Restated profit before tax (A - B)**		**5,141.6**	**4,299.6**	**4,016.0**	**4,333.6**	**3,313.5**
D	**Tax expense**						
	Current tax (net of Mat Credit Entitlement "MAT")		84.5	25.1	42.4	171.6	327.5
	Deferred tax charge/(credit)		449.6	(78.7)	137.3	103.6	28.2
	Total tax expense		**534.1**	**(53.6)**	**179.7**	**275.2**	**355.7**
E	**Restated profit/ (loss) before minority interest (C - D)**		**4,607.5**	**4,353.2**	**3,836.3**	**4,058.4**	**2,957.8**
F	**Profit attributable to minority shareholders**		**-**	**-**	**(1.9)**	**(7.0)**	**1.9**
G	**Restated profit/ (loss) for the years (E - F)**		**4,607.5**	**4,353.2**	**3,838.2**	**4,065.4**	**2,955.9**

Note

The above statement should necessarily be read with the basis of preparation and significant accounting policies appearing in Annexure IV C, Notes to the Restated Consolidated Financial Information appearing in Annexure XIV - Annexure XV and Statement of adjustments to audited Consolidated financial statements appearing in Annexure IV A and IV B.

Annexure III - Restated Consolidated Summary Statement of Cash Flows

(₹in Million)

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
A. Cash flows from operating activities					
Profit before taxation (as restated)	5,141.6	4,299.6	4,016.0	4,333.6	3,313.5
Non cash adjustments to reconcile profit before tax to net cash flows					
Depreciation and amortisation	703.0	522.6	397.9	290.3	274.3
Provision for Employee Benefits	249.5	10.0	16.0	33.0	130.5
Provision for anticipated sales return	59.2	47.7	46.7	45.9	33.5
Provision for diminution in value of Investments	(16.4)	(0.7)	9.2	8.5	10.6
(Profit)/Loss on sale of Investments (net)	(156.1)	72.5	(26.7)	(99.4)	(115.3)
(Profit)/Loss on sale of Fixed Assets (net)	49.3	30.2	24.5	9.2	4.1
(Profit)/Loss on liquidation of subsidiary	-	3.7	-	-	-
Unrealised foreign currency gain/loss on revaluation (net)	51.1	104.4	(6.1)	45.3	60.7
Dividend Received	(3.1)	(5.6)	(4.6)	(2.6)	(1.6)
Income from investment in funds	(283.2)	(51.0)	-	-	-
Interest Received	(1,292.5)	(1,458.3)	(1,515.4)	(1,164.1)	(963.1)
Interest Expenses	796.7	903.5	785.1	534.9	396.4
Government Grant received	35.8	-	-	-	-
Rent and Compensation Received	(34.4)	(104.2)	(33.0)	(30.3)	(6.2)
Subtotal of Adjustments	158.9	74.8	(306.4)	(329.3)	(176.1)
Operating profit before working capital changes	5,300.5	4,374.3	3,709.6	4,004.3	3,137.4
Changes in working capital: **Adjustments for (increase)/decrease in:**					
Trade and other Receivables	(423.1)	(434.5)	(543.0)	(711.7)	(424.3)
Loans and Advances and Other Current Assets	(175.6)	291.6	(132.0)	(463.4)	(854.5)
Inventories	(909.5)	(575.4)	(1,544.6)	(1,264.5)	(555.7)
Trade Payable and Other Liabilities	545.5	354.6	392.8	991.8	842.3
Subtotal of Adjustments	(962.7)	(363.7)	(1,826.8)	(1,447.8)	(992.2)
Cash Generated from Operations	4,337.8	4,010.7	1,882.8	2,556.5	2,145.2
Less: Direct Taxes Paid (net of refunds)	(1,056.4)	(1,110.6)	(1,102.3)	(966.0)	(665.9)
Cash Flow before extraordinary items					
Net Cash generated Operating Activities	**3,281.4**	**2,900.1**	**780.5**	**1,590.5**	**1,479.3**
B. Cash Flow from Investing Activities:					
Purchases of Fixed Assets	(1,381.5)	(1,036.0)	(2,348.2)	(2,493.7)	(1,203.2)
Sale of Fixed Assets	28.0	32.5	13.3	13.1	-
(Purchase)/Sale of Investments (Net)	1,028.3	24.8	(281.0)	(2,612.2)	(322.5)
Payment on acquisition of Subsidiaries (net of cash acquired)	(2,074.0)	(49.3)	(735.3)	(108.0)	(887.0)
(Investments)/Redemption in Real Estate Fund	227.4	(1,198.7)	(1,250.0)	-	-
(Investments)/Redemption of Bank Deposits having maturity of more than 3 months	(1,405.8)	3,565.3	(1,046.8)	1,844.2	(6,801.9)
Dividend Received	3.1	5.6	4.6	2.6	1.6
Interest Received	887.2	2,005.2	1,575.2	849.0	978.9
Rent Received	34.1	104.0	33.0	30.0	6.2
Income from Investment in funds	283.2	51.0	-	-	-
Net Cash from (used in)/generated from investing Activities	**(2,370.0)**	**3,504.4**	**(4,035.2)**	**(2,475.0)**	**(8,227.9)**
C. Cash Flow from Financing Activities:					
Proceeds/(Repayment) of Long Term	(1,082.2)	(845.4)	(396.2)	338.0	1,637.5

Particulars	For the years ended March 31				
	2015	2014	2013	2012	2011
Borrowings (Net)					
Proceeds/(Repayment) of Short Term Borrowings (Net)	1,953.6	(3,886.2)	5,266.4	307.9	6,563.5
Dividends and Corporate Dividend Tax paid	(566.7)	(318.6)	(517.1)	(209.1)	-
Increase/(decrease) in capital leases	(29.3)	(35.2)	0.2	(0.1)	(0.1)
Interest Paid	(793.2)	(914.1)	(796.9)	(547.0)	(412.2)
Net Cash (used in)/generated from Financing Activities	**(517.8)**	**(5,999.5)**	**3,556.4**	**(110.7)**	**7,788.7**
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	393.6	405.0	301.7	(995.2)	1,040.1
Opening Cash and Cash Equivalents	1,008.2	573.1	263.5	1,239.6	199.8
Foreign exchange difference on cash & cash equivalent	(5.7)	30.0	7.9	19.1	(0.3)
Closing Cash and Cash Equivalents	**1,396.0**	**1,008.2**	**573.1**	**263.5**	**1,239.6**

Notes:

1. **Component of cash and cash equivalents**

(₹ in Million)

	For the years ended March 31				
	2015	2014	2013	2012	2011
Cash on hand	9.5	6.0	5.4	2.9	2.7
Cheque on Hand	58.6	58.6	54.0	39.0	-
Balance with Banks	1,327.9	943.6	513.7	221.6	1,236.9
Total Cash and Cash Equivalents	**1,396.0**	**1,008.2**	**573.1**	**263.5**	**1,239.6**

2. The above statement should necessarily be read with the basis of preparation and significant accounting policies appearing in Annexure IV C, Notes to the Restated Consolidated Financial Information appearing in Annexure V - Annexure XV and Statement of adjustments to audited consolidated financial statements appearing in Annexure IV A and IV B.

3. The Cash Flow Statements has been prepared under the indirect method as set out in Accounting Standard - 3 ('AS-3') on cash flow statements prescribed in Companies (Accounting Standard) Rules, 2006.

Annexure IV A - Notes on Material Adjustments

The summary of results of restatement made in the audited consolidated financial statements for the respective years and its impact on the profit/ (loss) of the Company is as follows

(₹ in Million)

Particulars	*For the years ended March 31*				
	2015	**2014**	**2013**	**2012**	**2011**
(A) Net profit as per audited consolidated financial statements	**3,915.9**	**4,390.0**	**4,131.8**	**4,001.9**	**2,966.5**
(B) Material amounts related to adjustments for previous years					
Add/(less): sundry balances written off/ back	65.6	(35.6)	(29.9)	2.6	27.3
Add /(less): provisions no longer required written-back	-	(29.2)	(11.3)	1.7	27.9
Add/(less): excise duty on inventory (finished goods)	-	(200.8)	79.9	120.8	-
Add/(less): provision for anticipated sales return	398.3	(47.7)	(46.7)	(45.9)	(33.5)
Add/(less): expense pertaining to earlier periods	115.7	(116.2)	2.1	(1.6)	5.7
Add/(less): advance written off	37.7	(12.2)	-	(25.5)	-
Add/(less): Mark to Market Losses	19.8	11.3	(30.5)	(0.6)	-
Add/(less): Goodwill amortisation	6.0	(3.7)	(2.3)	-	-
Add/(less): Foreign exchange expense booking	(10.1)	7.2	2.8	0.1	-
Add/(less): Short/excess provision of income taxes of earlier years	200.2	(0.3)	(3.9)	62.3	(16.5)
(C) Adjustments on account of changes in/incorrect accounting policies					
Add/(less): product development charges and cost of exhibit batches expensed off	-	240.8	(240.8)	-	-
Add/(less): Change in method of Depreciation from written down value method to Straight line method	-	-	(3.5)	2.0	-
(D) Deferred tax impact of adjustments	(141.6)	149.5	(9.5)	(52.4)	(21.5)
Total adjustments	**691.7**	**(36.8)**	**(293.6)**	**63.5**	**(10.6)**
Restated profit/ (loss) for the years (A+B+C+D)	**4,607.5**	**4,353.2**	**3,838.2**	**4,065.4**	**2,955.9**

Note:

The above statement should be read with the notes to restated consolidated summary statements of assets and liabilities, restated consolidated summary statement of profit and loss and restated consolidated summary cash flows as appearing in Annexure IV B and Annexure IV C.

Annexure IV B - Notes on Material Adjustments

1. Details of adjustments pertaining to prior years

(a) Sundry balances written off/ back

During the years ended 31 March 2015, 31 March 2012 and 31 March 2011, the Company had written off/back trade receivables/ payables which were no longer expected to be recovered/ settled. For the purpose of this statement, such write off/back of these receivables/ payables have been appropriately adjusted in the respective years to which they relate.

(b) Provisions no longer required, written-back

During the years ended 31 March 2014 and 31 March 2013, certain liabilities which were recorded in earlier years were written-back. For the purpose of this statement, the said liabilities have been appropriately adjusted in the respective financial statement captions, in the years in which the liabilities were originally recorded.

(c) Excise duty on inventory (finished goods)

Excise duty on closing inventory was charged to the Statement of profit and loss and was not inventorised during the years ended 31 March 2013 and 31 March 2012. For the purpose of this statement, the said excise duty has been appropriately adjusted in the respective financial statements captions in which the said inventories were originally recorded.

(d) Provision for anticipated sales return

During the year ended 31 March 2015, the Company has recognised a cumulative provision for anticipated sales returns which includes provision for returns of the goods that were sold in previous years. For the purpose of this statement, the Company has recognised this provision in the respective years in which the goods were sold.

(e) Expense recorded pertaining to previous years

During the year ended 31 March 2015, certain item of expenses has been identified as prior period items. For the purpose this statement, such prior period items have been appropriately adjusted in the respective years to which such expenses relate.

(f) Advance written off

During the year ended 31 March 2015, the Company has written off advances given in the previous years. For the purpose of this statement, such amounts have been appropriately adjusted in the respective years to which they relate.

(g) Mark to Market losses

The Company had entered into an interest swap in respect of a borrowing in 2011-12. As at 31st March, 2015, the company has recognised a mark to market loss on such instrument. The losses pertaining to previous years have accordingly been restated in respective previous year

(h) Goodwill amortisation

S&B Pharma Inc. on acquisition of entity had recorded goodwill based on consideration including estimated liability on contingent consideration. During 2014-15, the final consideration was determined and accordingly the revised goodwill was determined for the purpose of the statement, the impact of amortisation of the revised goodwill has been adjusted to the respective years.

(i) Foreign exchange gain/ (loss)

During the year 2014-15, company has reconciled their foreign currency translation reserve on translation of foreign subsidiaries. Amounts pertaining to past years have been restated.

(j) Short/excess provision of income taxes of earlier years

a) Income tax adjustments for earlier years:

The Statement of Profit and Loss for certain financial years include amounts paid/ provided for or refunded/ written back, in respect of shortfall/ excess current tax arising upon filing of tax returns, assessments etc. which have now been adjusted in the respective years to which they relate.

b) Reversal of MAT credit entitlement:

During the year ended 31 March 2007, the Group had recognised MAT credit entitlement which was reversed subsequently during year ended 31 March 2015 in the absence of convincing evidence that the Company will pay normal income tax during the specified period. Accordingly, such reversal of MAT credit entitlement has been adjusted in the respective year to which it relates.

(k) Product development charges and cost of exhibit batches expensed off

During the year ended 31 March 2013, the Company had capitalised research related expenditure incurred as intangible asset under development. The Company had subsequently charged off these expenses to the Statement of profit and loss. For the purpose of this statement, these expenses have been charged off to the statement of profit and loss in the year in which they were incurred.

(l) Change in method of depreciation

During the year ended 31 March 2013, Enzene Biosciences Ltd. had changed the method of depreciation from Written down value method (WDV) to Straight line method (SLM). The depreciation figures appearing in the audited consolidated financial statements for the years ended 31 March 2013, 31 March 2012 and 31 March 2011 has been restated to reflect consistent accounting policy across all years presented. The net block of fixed assets has been accordingly changed in each of the financial years ending 31 March 2013, 31 March 2012 and 31 March 2011.

(m) Deferred tax impact on adjustments

Deferred tax has been computed on adjustments made as detailed above and has been adjusted in the restated statement of profit and loss for the years ended 31 March 2015, 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 and the balance brought forward in the Restated Statement of Profit and Loss as at 1 April 2010.

During the year ended 31 March, 2015, the company has performed a reconciliation of the deferred tax liability (net). Based on such reconciliation, unrecorded liabilities pertaining to earlier years in respect of depreciation has been restated to the years in which these should have been originally recorded.

2. Material regroupings

Appropriate adjustments have been made in the Restated Consolidated Summary Financial Information, wherever required, by a reclassification of the corresponding items of income, expenses, assets, liabilities and cash flows in order to bring them in line with the groupings as per the audited consolidated financial statements of the Company as at and for the year ended 31 March 2015, prepared in accordance with Schedule III of the Act and the requirements of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009 (as amended). Accordingly, the Company has presented the Restated Consolidated Summary Financial Information as at and for the years ended 31 March 2014, 31 March 2013, 31 March 2012 and 31 March 2011 following the requirements of Schedule III of the Act.

3. Restatement adjustments made in the audited opening balance figures in the net surplus in the statement of profit and loss for the fiscal 2010

Particulars	***₹ in Million***
Net Surplus in statement of Profit and Loss as at 1 April 2010 as per audited financial statements	**912.7**
Adjustments:	
Sundry balances written off/ back	(30.0)
Provisions no longer required written back	11.0
Provision for anticipate sales return	(224.4)
Preliminary expense not written off	(5.7)
Total adjustments	**(249.1)**
Under-provision from income tax	**(241.8)**
Deferred tax impact on adjustments	**76.9**
Net surplus in the Statement of Profit and Loss as at 1 April 2010 (as restated)	**498.7**

Annexure IVC: Notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows for the years ended 31 March 2015, 2014, 2013, 2012 and 2011:

1 Company overview

Alkem Laboratories Limited ("Company") Established in 1973 and headquartered in Mumbai, India, Alkem began operations as a health care marketing company. Alkem, one of the India's leading generic and specialty pharmaceutical companies, is a significant player in the branded drugs and generic drugs space. With a wide ranging presence across acute and chronic therapeutic segments with substantial brand share in the Central Nervous System, Gastro-intestinal, Anti-diabetic, Anti-osteoporosis, Anti-malarial, Cardiovascular, Immunosuppressant's, and Neutraceutical segments, Alkem leads the Indian market in the Anti-infective and Pain Management segments.

2 Details of subsidiaries

The accompanying consolidated financial statements include the audited financial statements of Alkem Laboratories Limited ("the Company") and its following subsidiaries collectively referred to as 'the Group'.

Name of the company	Country of origin	% Holding				
		31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Alkem Laboratories (Nigeria) Limited	Nigeria	100.0%	100.0%	100.0%	100.0%	100.0%
Alkem Laboratories Corporation	Philippines	100.0%	100.0%	100.0%	100.0%	100.0%
Alkem Laboratories Pty Ltd	South Africa	100.0%	100.0%	100.0%	100.0%	100.0%
S & B Holdings B.V	Netherlands	100.0%	100.0%	100.0%	100.0%	100.0%
Alkem Pharma GmbH	Germany	100.0%	100.0%	100.0%	100.0%	100.0%
Pharmacor Ltd	Australia	100.0%	100.0%	100.0%	80.0%	51.0%
ThePharmaNetwork LLC*	United States of America ("U.S.")	100.0%	100.0%	100.0%	100.0%	100.0%
Ascend Laboratories SpA	Chile	100.0%	100.0%	100.0%	100.0%	0.0%
Ascend Laboratories SDN BHD.	Malaysia	100.0%	100.0%	100.0%	100.0%	0.0%
S & B Pharma Inc.***	United States of America	100.0%	100.0%	100.0%	100.0%	0.0%
Enzene Biosciences Limited	India	100.0%	80.0%	80.0%	80.0%	0.0%
Ascend Laboratories, LLC **	United States of America	100.0%	100.0%	100.0%	100.0%	0.0%
Alkem Laboratories, Korea Inc	Korea	100.0%	100.0%	100.0%	0.0%	0.0%
Pharmacor Ltd.	Kenya	100.0%	100.0%	100.0%	0.0%	0.0%
The PharmaNetwork, LLP	Kazakhstan	100.0%	100.0%	100.0%	0.0%	0.0%
Alkem Real Estate LLP(w.e.f. April 01, 2014 up to August 02, 2014)	India	99.0%	0.0%	0.0%	0.0%	0.0%
Ascend Laboratories (UK) Limited (w.e.f August 06, 2014)	United Kingdom	100.0%	0.0%	0.0%	0.0%	0.0%
Cachet Pharmaceuticals Private Limited (w.e.f. March 27, 2015)	India	51.0%	0.0%	0.0%	0.0%	0.0%
Indchemie Health Specialities Private Limited (w.e.f. March 30, 2015)	India	51.0%	0.0%	0.0%	0.0%	0.0%
Medical Speciality Consultants, LLC**	United States of America	0.0%	0.0%	100.0%	100.0%	0.0%
Angelic Holdings SA*	Switzerland	0.0%	0.0%	100.0%	100.0%	100.0%

Name of the company	Country of origin	% Holding				
		31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
TPN Italia, SRS**	Italy	0.0%	0.0%	75.0%	75.0%	75.0%
TPN China, Inc**	China	0.0%	0.0%	100.0%	100.0%	100.0%
TPNT Shanghai, Ltd****	China	0.0%	0.0%	100.0%	100.0%	100.0%
Alkem Laboratories Ltd Do Brazil Lltda	Brazil	0.0%	0.0%	0.0%	0.0%	100.0%
Alkem Healthscience	India	0.0%	0.0%	0.0%	0.0%	93.2%

*Ownership interest held through S & B Holdings B.V., Netherland.
** Ownership interest held through ThePharmaNetwork LLC.
*** During the year Company has acquired 51% share Holdings from S&B Holdings B.V Netherland and has become a direct subsidiary.
****Ownership interest held through TPN China, Inc.

3 Basis of preparation of Financial Statements:

The restated consolidated summary Statement of Assets and Liabilities of the Company as at 31 March 2015, 31 March 2014, 2013, 2012, and 2011 and the related restated Consolidated summary Statement of Profit and Loss and Cash Flows for the years ended 31 March 2015, 2014, 2013, 2012 and 2011 (collectively referred to as the "Restated Consolidated Summary Financial Information') have been prepared specifically for the purpose of inclusion in the draft red herring Prospectus (hereinafter referred to as 'DRHP') to be filed by the Company with the Securities and Exchange Board of India (SEBI) in connection with the proposed Initial Public Offering (hereinafter referred to as 'IPO').

These restated consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Account) Rules, 2014 and other relevant provisions of the Companies Act, 2013 ('the Act'), to the extent applicable read with General Circular 39/2014 dated 14 October 2014 issued by the Ministry of Corporate Affairs. The accounting policies adopted in preparation of the consolidated financial statement are consistent with those followed in the previous year unless otherwise stated. The Financial statements are prepared in Indian rupees rounded off to the nearest million.

The financial statements of the subsidiaries used in the consolidation are drawn up to the same reporting date as that of Alkem Laboratories Limited ("the Company"), namely March 31, 2015.

Operating Cycle:

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalent.

The financial statements of the entities used for the purpose of consolidation are drawn up to the same reporting date as that of the parent Company, i.e. 31 March 2015, 2014, 2013, 2012 and 2011.

4 Principles of consolidation

The restated consolidated financial statements of the Group include the financial statements of the Company and its subsidiaries and have been combined in accordance with the Accounting Standard (AS) 21 "Consolidated Financial Statements", on a line-by-line basis by adding the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances/ transactions and unrealised profits / losses in full. Reference in these notes to Company, Parent Company, Companies or Group shall mean to include Alkem Laboratories Limited, or any of its subsidiaries, unless otherwise stated.

The restated financial statements of the Company and its subsidiaries have been consolidated using uniform accounting policies for like transactions and other events in similar circumstances as mentioned in those policies.

The excess/ deficit of cost to the Parent Company of its investment over its portion of equity in the subsidiaries at the respective dates on which investment in subsidiaries was made is recognised in the Consolidated Financial Statements as "Goodwill on Consolidation"/ "Capital Reserve". The said goodwill is not amortised, however, it is tested for impairment at each balance sheet date and the impairment loss, if any, is provided for.

Minority interest in the net assets of the consolidated subsidiaries consists of:

a) The amount of equity attributable to minorities as at the date on which the investment in a subsidiary is made and,

b) The minorities share of movements in equity since the date the parent-subsidiary relationship came into existence. The losses applicable to the minority in excess of the minority interest in the equity of the subsidiary and further losses applicable to the minority, are adjusted against the majority interest except to the extent that the minority has a binding obligation to and is able to make good the losses. If the subsidiaries subsequently reports profit, all such profits are allocated to the majority interest until the minority's share of losses previously absorbed by the majority has been recovered.

Minority interest is presented separately from the liabilities or assets and the equity of the shareholders in the Consolidated Statement of Assets and Liabilities. Minority interest in the income or loss of the company is separately presented.

Subsidiaries acquired/sold during the period have been consolidated from/up to the respective date of their acquisition/ disposal. The difference between the proceeds from sale/ disposal of investment in a subsidiary and the carrying amount of assets less liabilities as of the date of sale/ disposal is recognised in the Consolidated Restated Statement of Profit and Loss as profit or loss on sale/ disposal of investment in subsidiary.

5 Statement of significant accounting policies

5.1 Use of estimates

The preparation of restated consolidated summary financial information in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affects the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

5.2 Tangible fixed assets

a) Tangible Fixed Assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of an item of tangible fixed assets comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the assets to its working condition for its intended use and any trade discount and rebates are deducted in arriving at purchase price. Cost of the assets also includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

b) Capital work in progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest.

5.3 Intangible assets

Intangible assets are recognised only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably. The intangible assets are recorded at cost and are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Goodwill that arises on an amalgamation or on the acquisition of a business is presented as an intangible asset.

Goodwill arising from amalgamation or on the acquisition of a business is measured at cost less accumulated amortisation and any accumulated impairment loss. Such goodwill is amortised over its estimated useful life or five years whichever is shorter. Goodwill is tested for impairment annually.

5.4 Depreciation and amortisation

Depreciation is provided on a straight line basis for all assets. Depreciation is provided based on the useful life of an assets. Pursuant to schedule II of Companies Act, 2013, the remaining useful life has been revised wherever appropriate based on an evaluation by an independent valuer. The carrying amount as on April 01, 2014 is depreciated over the revised remaining useful life. The subsidiaries in India uses the rates as prescribed in the Schedule II to the Companies Act, 2013. Depreciation on amounts of additions to fixed assets during the year or on its disposal/ demolition/ destruction of fixed assets during the year is provided on pro-rata basis as per Schedule II. Wherever the remaining useful life of the asset is NIL as per Schedule II, the carrying amount as on 1st April, 2014 is recognised in the Statement of Profit & Loss.

In case of following assets, the assessed useful life is as under:-

Fixed asset	Company and Subsidiary in India	Step down Subsidiary TPN LLC, USA & S&B Pharma Inc., USA	Subsidiary in					
			Australia – Pharmacor Ltd	Nigeria	Philippines	South Africa	Chile	Kazakhstan
Buildings	5-59 years	-	-	-	-	-	-	-
Leasehold land	Over the period of lease	-	-	-	-	-	-	-
Plant and machinery	1 - 20 years	5 - 7 years	-	-	-	-	-	-
Furniture and fixtures	10 years	7 years	5 years	10 years	3 years	-	-	5 - 6 years
Office equipment	3 - 6 years	5 years	2.5 years	10 years	3 years	3 years	3.5-4.83 years	4 years
Vehicle	8 years	5 years	-	5 years	-	-	-	3 -6 years
Leasehold improvements	-	7 - 39 years	5 years	-	3 years	-	-	-
Trademark & patents	5 years	-	-	-	-	-	-	-
Computer Software	3 - 6 years	3 years	3 years	-	3 years	-	-	2.5 years
Intangible assets – Technology	-	10 years	-	-	-	-	-	-
Goodwill on asset acquisition	-	5 years	-	-	-	-	-	-

5.5 Operating leases and Finance Leases.

Assets taken/given on lease under which all risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease payments/receipts under operating leases are recognised as expenses/income on straight line basis over the primary period of lease in accordance with the respective lease agreements.

Lease under which the company assumes substantially all the risk and rewards of ownership are classified as finance leases. Assets taken on finance lease are initially capitalise at fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. the finance charge is allocated to periods during the lease terms so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

5.6 Investments

Long-Term investments are stated at cost which includes cost of acquisition and related expenses. Investments in equity/ordinary shares in foreign currency are stated at cost by converting at exchange rate prevailing at the time of acquisition. Provision for diminution in the value of long-term investments is made only if such decline is other than temporary. Current Investments are carried at lower of cost and fair value. Investments are classified into current and non-current investments. Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as “Current investments”. All other investments are classified as “Non-current investments”. Investment in land and buildings that are not intended to be occupied substantially for use by, or in the operations of the Company, have been classified as investment property. Investment properties are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation on the building component of the investment property is provided in line with the policy on tangible assets.

5.7 Inventories

a) Raw Materials and Packing Materials are valued at lower of cost or net realisable value; cost is calculated on moving weighted average basis.
b) Finished Goods and Work–in–Progress are valued at lower of cost and net realisable value. In respect of finished goods, cost includes materials, appropriate share of utilities, other overheads and applicable excise duty. Trading Goods are valued at lower of cost (on Moving weighted average basis) or net realisable value. Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.
c) Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

5.8 Revenue recognition

a) Revenue from sale of goods is recognised when the significant risks and rewards in respect of ownership of products are transferred by the Group and no significant uncertainty exist regarding the amount of consideration that will be derived from the sale of goods as well as regarding its ultimate collection. Revenue from product sales is stated net of returns, sales tax and applicable trade discounts and allowances. Revenue from product sales includes excise duty, wherever applicable. Sales are also netted off for probable non-saleable return of goods from the customers, estimated on the basis of historical data and trends of such returns.

   Additionally in case of Subsidiary in USA, customer rebates are estimated at the end of every reporting period, based on direct or indirect purchases. If the purchases are direct (purchases made by end use customers directly from the Company), the rebates are recognized when products are purchased and a periodic credit is given. For indirect purchases (purchases by end use customers through wholesale customers), the rebates are recognized based on the terms with such customer and validated against available chargeback data. Medicaid rebates are estimated based on the historical data the Company receives from the public sector benefit providers, which is based on the final dispensing of the products by a pharmacy to a benefit plan participant.

b) Revenue (including in respect of insurance or other claims, interest etc.) is recognised when it is reasonable to expect that the ultimate collection will be made.

c) Income from research and product registration (dossiers) services and technology income is recognised as revenue when earned in accordance with the terms of the relevant agreements.

d) Revenue from service contracts are recognized on the percentage-of-completion method, measured by the proportion of costs incurred to date to estimated costs for each service contracts.

   The differences between the timings of billings and the recognition of revenue on uncompleted contracts are recognized as either unbilled accounts receivable or billings in excess of costs and earnings.

The provisions for losses on incomplete contracts are made in the period in which the revisions are determined.

e) Dividend from investment is recognised as revenue when right to receive the payments is established.

f) Interest income is recognised on time proportionate basis.

5.9 Export incentives

Export benefits available under relevant schemes are accrued in the year in which the goods are exported and are accounted to the extent considered receivable.

5.10 Excise duty and CENVAT

In accordance with the method of accounting regularly employed by the company, Cenvat has been accounted on the basis of “exclusive method” as recommended by the Institute of Chartered Accountants of India wherever applicable. Provision for excise duty has been made on goods lying in bonded warehouses.

5.11 Research and development

Revenue expenditure incurred on research and development is charged to the respective heads in the Consolidated Restated Statement of Profit and Loss, in the year it is incurred and capital expenditure there on is included in the respective heads under fixed assets.

5.12 Foreign exchange transactions

a) Transactions in foreign currency are recorded at the original rate of exchange in force at the time transactions are effected. Exchange differences arising on settlement of all transactions are recognized in the consolidated Restated statement of Profit and Loss.

b) Exchange Differences arising on translation of short term monetary items denominated in foreign currency are restated using the exchange rate prevailing as at the date of the Balance Sheet and the resulting exchange difference is recognised in Consolidated Restated Statement of Profit and Loss.

c) The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement over the maturity period of such items.

d) In case of forward exchange contracts entered into to hedge the foreign currency exposure in respect of short term monetary items, the difference between the exchange rate on the date of such contracts and the year end rate is recognized in the Consolidated Restated Statement of Profit and Loss. Any profit/loss arising on cancellation of forward exchange contract is recognized as income or expense of the year. Premium/discount arising on such forward exchange contracts is amortised as income/expense over the life of contract.

e) Foreign offices/branches: In respect of the foreign offices/branches, which are integral foreign operations, all revenues and expenses (except depreciation) during the year are reported at average rate. Monetary assets and liabilities are restated at the year-end exchange rate. Non-monetary assets and liabilities are stated at the rate prevailing on the date of the transaction. Net gain/loss on foreign currency translation is recognised in Consolidated Restated Statement of Profit and Loss

f) Foreign Subsidiaries: In case of foreign subsidiaries, the local accounts are maintained in their local currency.

A) The financial statements of the subsidiaries, whose operations are integral foreign operations for the Company, have been translated to Indian Rupees on the following basis:

i) All income and expenses are translated at the average rate of exchange prevailing during the year.
ii) Monetary assets and liabilities are translated at the closing rate on the Balance Sheet date.
iii) Non-monetary assets and liabilities are translated at historical rates.
iv) The resulting exchange difference is accounted in 'Exchange Rate Difference on Translation Account' and is charged / credited to the Consolidated Restated Statement of Profit and Loss.

B) The financial statements of subsidiaries, whose operations are non-integral foreign operations for the Company, have been translated to Indian Rupees on the following basis:

i) All income and expenses are translated at the average rate of exchange prevailing during the year.
ii) Monetary and non-monetary assets and liabilities are translated at the closing rate as on the Balance Sheet date.
iii) The resulting exchange difference is accounted in 'Foreign Currency Translation Reserve' and carried in the Balance Sheet.

5.13 Employee benefits

a) Post-Employment Benefits and Other Long Term Benefits:

i) Defined Contribution Plan:

The Group's contribution for the year paid/payable to defined contribution retirement benefit schemes are charged to consolidated restated statement of Profit and Loss. The Group's contribution towards provident fund and superannuation fund for certain eligible employees are considered to be defined contribution plan for which the Group made contribution on monthly basis.

ii) Defined Benefit and Other Long Term Benefit Plans:

Group's liabilities towards defined benefit plans and other long term benefits viz. gratuity and compensated absences expected to occur after twelve months, are determined using the Projected Unit Credit Method. Actuarial valuations under the Projected Unit Credit Method are carried out at the balance sheet date. Actuarial gains and losses are recognised in the Consolidated Restated Statement of Profit and Loss account in the period of occurrence of such gains and losses. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, and as reduced by the fair value of scheme assets.

b) Short term employee Benefits:

Short term employee benefits are benefits payable wholly in 12 months. Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised undiscounted during the year as the related service are rendered by the employee. These benefits include performance incentives.

5.14 Taxes on income

Income Tax is accounted for in accordance with Accounting Standard 22 (AS 22) "Accounting for Taxes on Income". Tax expense comprises both current tax and deferred tax. Current tax is measured at the amount expected to be paid or recovered from the tax authorities using the applicable tax rates.

Minimum Alternate Tax (MAT) under the provision of Income Tax Act, 1961 is recognized as current tax in the Consolidated Restated Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the period for which the MAT credit can be carried forward for set off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Deferred tax assets and liabilities are recognised for future tax consequence attributable to timing differences between taxable income and accounting income that are measured at relevant substantially enacted tax rates. At each balance sheet date the Group reassesses unrecognised deferred tax assets, to the extent they become reasonably certain or virtually certain of realisation, as the case may be.

5.15 Borrowing costs

Borrowing costs are interest and other costs (including exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred by the Group in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of those tangible fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised. Other borrowing costs are recognised as an expense in the Consolidated Restated Statement of Profit and Loss of the period in which they are incurred.

5.16 Provision, contingent liabilities and contingent assets:

A provision is recognised if as a result of a past event, the Group has a present obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The provisions are measured on an undiscounted basis.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount can not be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

5.17 Impairment of assets

Fixed assets are reviewed at each reporting date to determine if there is any indication of impairment. For assets in respect of which any such indication exists and for intangible assets mandatorily tested annually for impairment, the asset's recoverable amount is estimated. For assets that are not yet available for use, the recoverable amount is estimated at each reporting date. An asset is treated as impaired when the carrying cost of the asset or cash generating units exceeds its recoverable value. An impairment loss is charged to Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

5.18 Government grants

Government Grants of Capital nature received as cash subsidy is accounted as Capital Reserve in the year of its receipt or when there is a reasonable certainty of its being received. Grants related to depreciable assets are treated as deferred income which is recognised in the profit and loss statement on a systematic and rational basis over the useful life of the asset. Such allocation to income is usually made over the periods and in the proportions in which depreciation on related assets is charged. Government Grants of revenue nature is reduced from related expenses in the statement of Profit and Loss in the year of its receipt or when there is a reasonable certainty of its being received.

5.19 Cash & Cash Equivalents

Cash & Cash Equivalents for the purpose of cash flow statement comprise cash at bank including fixed deposits (having original maturity of less than 3 months) cheques in hand & cash in hand.

5.20 Derivative Instruments

Any Loss arising out of marking of a class of derivative contracts to market price is recognised in the Consolidated Restated Statement of Profit and Loss. Income, if any, arising out of marking of a class of derivative contracts to market price is not recognised in the Consolidated Restated Statement of Profit & Loss.

6 Leases

The Company has entered into non - cancellable operating lease agreements for premises, cars and computers which expires at various dates over the next five years. Rent expenses debited to the Consolidated Restated Statement of Profit and Loss is as below:

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Rent expense	164.6	165.9	129.3	112.4	87.5
Total	**164.6**	**165.9**	**129.3**	**112.4**	**87.5**

The future minimum lease payments in respect of the non-cancellable lease agreements as on the year end is as below:

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Not later than one year	66.7	32.8	119.6	85.9	70.9
Later than one year but not later than five years	90.9	79.6	273.4	218.8	205.1
Later than five years	1.9	-	64.9	37.0	53.5
Total	**159.5**	**112.4**	**457.9**	**341.7**	**329.5**

Subsidiary companies in the U.S. have future obligations under finance lease for procurement of Plant and Equipment's which are payable as follows:

(₹ in Million)

Particulars	31 March				
	2015	2014	2013	2012	2011
Not later than one year	28.7	27.8	31.6	0.1	0.1
Later than one year but not later than five years	50.9	77.8	96.1	-	0.1
Later than five years	-	-	-	-	-
Total	**79.6**	**105.6**	**127.7**	**0.1**	**0.2**

7 Deferred tax liabilities/ assets (net)

Components of deferred tax liabilities (net) are as follows:

(₹ in Million)

Timing Difference on account of	As at 31 March				
	2015	2014	2013	2012	2011
Deferred tax liabilities					
Tax effect of items constituting Deferred Tax Liabilities					
On differences between book and tax depreciation	1,255.5	780.8	683.5	543.3	475.0
Add: Tax effect of items constituting Deferred Tax Liabilities					
- Other Timing Differences	-	-	0.7	-	-
Less: Tax effect of items constituting Deferred Tax Assets					
- Provision for employee benefits	(239.0)	(154.2)	(158.4)	(154.3)	(143.6)
- Others (includes provision for doubtful debts and advances, deferred government grant, etc.)	(53.0)	(17.5)	(26.2)	(24.9)	(22.5)
On restatement adjustments	0.0	(142.0)	6.8	(2.3)	(55.6)
Net Deferred tax liabilities	**963.5**	**467.1**	**506.4**	**361.8**	**253.3**

Components of deferred tax assets (net) are as follows:

(₹ *in Million)*

Timing Difference on account of	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Deferred tax assets					
Tax effect of items constituting Deferred Tax Assets					
- Provision for Gratuity and Compensated Leave	-	-	-	3.9	-
- Other Timing Differences (Carried forward business losses)	44.8	51.1	12.0	-	-
Less: Tax effect of items constituting Deferred Tax Liabilities					
- On differences between book and tax depreciation					
- Other Timing Differences					
On restatement adjustments	(0.0)	(0.0)	(0.1)	0.5	-
Net deferred tax assets	**44.8**	**51.1**	**11.9**	**4.4**	**-**

8 Earnings per share (EPS)

Particulars			31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Restated profit after tax attributable to equity shareholders	₹.in Million	A	4,607.5	4,353.2	3,838.2	4,065.4	2,955.9
Weighted average number of equity shares outstanding during the period	Nos.	B	119,565,000.0	119,565,000.0	119,565,000.0	119,565,000.0	119,565,000.0
Basic and diluted earnings per equity share (₹) - Face value of ₹2 per equity share	In ₹	(A/B)	38.5	36.4	32.1	34.0	24.7

Since the split in face value of equity shares from ₹10 each to ₹2 each fully paid up and the issue of bonus shares in the ratio of 1 fully paid up equity shares of face value of ₹2 each for each existing equity shares of face value of ₹2 each is an issue without consideration, the issue is treated as if it had occurred prior to the beginning of the year 2010-11, the earliest period reported.

9 Due to micro, small and medium enterprises

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, the outstanding dues to the Micro and Small enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

(₹ *in Million)*

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Principal amount remaining unpaid to any supplier as at the year end	467.2	468.8	286.5	291.4	295.7
Interest due thereon	1.0	-	-	-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-	-	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	-	-	-	-	-
The amount of interest due and payable	-	-	-	-	-

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.					
The amount of interest accrued and remaining unpaid at the end of each accounting year.	1.0	-	-	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006.	-	-	-	-	-

10 Employee benefits

The disclosures as required as per the revised Accounting Standard 15 are as under:

I) Defined contribution plan

i) Contribution to Provident Fund administered by Government
ii) Contribution to Superannuation fund administered by LIC
iii) Contribution to 401(k) Safe Harbor Profit Sharing Plan
iv) Contribution to 401(k) Profit Sharing Plan
v) Contribution to Pension Scheme

The Group has recognised the following amounts in the Consolidated Restated Statement of Profit and Loss

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
- Contribution to Provident Fund	163.4	111.0	93.8	72.9	62.7
- Contribution to Superannuation fund	2.8	2.7	2.4	2.0	2.5
- Contribution to 401(k) Safe Harbor Profit Sharing Plan	4.8	4.4	3.6	4.8	2.5
- Contribution to 401(k) Profit Sharing Plan	18.7	18.9	3.5	-	-
- Contribution to Pension Scheme	0.5	0.3	0.2	0.1	0.1
Total	**190.2**	**137.3**	**103.5**	**79.8**	**67.8**

II) Defined benefit plan - Gratuity

The Company and its subsidiaries incorporated in India

The Company earmarks liability towards unfunded Group Gratuity and Compensated absences and provides for payment to vested employees as under:

a) On Normal retirement/ early retirement/ withdrawal/resignation:

As per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of service.

b) On death in service:

As per the provisions of Payment of Gratuity Act, 1972 without any vesting period.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2015 by an independent actuary.

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31, 2015:

a) The Company

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Gratuity	213.1	65.4	33.1	90.8	91.1

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of gratuity based on the following assumptions:

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Discount rate	8.00%	10.95%	8.00%	8.00%	8.00%
Salary escalation rate	6.25%	5.00%	5.00%	8.00%	11.00%

(i) Change in present value of obligation

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Opening present value of obligations	409.5	366.3	348.6	270.4	193.5
Interest cost	42.9	28.4	27.3	21.1	15.5
Current service cost	94.0	54.5	53.8	62.3	81.6
Benefits paid	(35.9)	(22.2)	(15.4)	(12.6)	(14.2)
Actuarial losses/ (gain)	76.2	(17.5)	(48.0)	7.4	(6.0)
Closing present value of obligations	**586.7**	**409.5**	**366.3**	**348.6**	**270.4**

(ii) Amount recognised in the Balance Sheet

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Closing present value of obligations	586.7	409.5	366.3	348.6	270.4
Closing present value of plan assets	-	-	-	-	-
Closing net liability recognized	**586.7**	**409.5**	**366.3**	**348.6**	**270.4**

Classification into Current / Non-Current

The liability in respect of the plan comprises of the following non-current and current portion:

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Current	328.0	232.0	181.2	143.9	111.6
Non current	258.6	177.3	184.9	204.7	158.7
	586.6	**409.3**	**366.1**	**348.6**	**270.3**

(iii) Expenses recognised in the Consolidated Restated Statement of Profit and Loss

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Current service cost	94.0	54.5	53.8	62.3	81.6
Interest cost on benefit obligation	42.9	28.4	27.3	21.1	15.5
Net actuarial (gain)/ loss recognised in the current year	76.2	(17.5)	(48.0)	7.4	(6.0)

Particulars	**31 March 2015**	**31 March 2014**	**31 March 2013**	**31 March 2012**	**31 March 2011**
Past Service cost	-	-	-	-	-
Expense recognised in the Statement of Profit and Loss	**213.1**	**65.4**	**33.1**	**90.8**	**91.1**

The Company's liability on account of gratuity is not funded and hence the disclosures relating to the planned assets are not applicable.

(iv) Experience adjustments

(₹ in Million)

Particulars	**31 March 2015**	**31 March 2014**	**31 March 2013**	**31 March 2012**	**31 March 2011**
Present value of defined benefit obligation	586.7	409.5	366.3	348.6	270.4
Fair value of plan assets	-	-	-	-	-
(Deficit)/ surplus in the plan	(586.7)	(409.5)	(366.3)	(348.6)	(270.4)
Experience adjustment (gain)/loss on plan liabilities	(16.4)	31.3	12.5	82.8	(71.2)
Experience adjustment (gain)/loss on plan assets	-	-	-	-	-
Actuarial Gain/(Loss) due to change on assumption	-	(48.9)	(60.5)	(75.8)	65.2

(b) Enzene Biosciences Limited, India

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31, 2015

(₹ in Million)

Particulars	**31 March 2015**	**31 March 2014**	**31 March 2013**	**31 March 2012**	**31 March 2011**
Gratuity	0.7	0.2	0.2	0.1	NA

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of gratuity based on the following assumptions:

Particulars	**31 March 2015**	**31 March 2014**	**31 March 2013**	**31 March 2012**	**31 March 2011**
Discount rate	8.00%	8.25%	8.25%	8.50%	NA
Salary escalation rate	7.00%	6.00%	6.00%	6.00%	NA

(i) Change in present value of obligation

(₹ in Million)

Particulars	**31 March 2015**	**31 March 2014**	**31 March 2013**	**31 March 2012**	**31 March 2011**
Opening present value of obligations	0.7	0.5	0.3	0.2	NA
Interest cost	0.1	0.1	0.0	0.0	NA
Current service cost	0.4	0.2	0.2	0.1	NA
Past service cost	-	-	-	-	NA
Benefits paid	(0.1)	-	-	-	NA
Actuarial losses/ (gain)	0.2	(0.1)	(0.0)	(0.0)	NA
Closing present value of obligations	**1.3**	**0.7**	**0.5**	**0.3**	NA

(ii) Amount recognised in the Balance Sheet

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Closing present value of obligations	1.3	0.7	0.5	0.3	NA
Closing present value of plan assets	-	-	-	-	NA
Closing net liability recognized	1.3	0.7	0.5	0.3	NA

Classification into Current / Non-Current

The liability in respect of the plan comprises of the following noncurrent and current portion:

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Current	0.1	0.0	0.0	0.0	NA
Non current	1.3	0.7	0.5	0.3	NA
	1.4	**0.7**	**0.5**	**0.3**	NA

(iii) Expenses recognised in the Statement of Profit and Loss

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Current service cost	0.4	0.2	0.2	0.1	NA
Interest cost on benefit obligation	0.1	0.1	0.0	0.0	NA
Net actuarial (gain)/ loss recognised in the current year	0.2	(0.1)	(0.0)	(0.0)	NA
Past Service cost	-	-	-	-	NA
Expense recognised in the Statement of Profit and Loss	**0.7**	**0.2**	**0.2**	**0.1**	NA

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(c) Indchemie Health Specialities Private Limited

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of gratuity based on the following assumptions:

Particulars	31 March 2015
Discount rate	8.00%
Salary escalation rate	7.00%

Change in present value of obligation

(₹ in Million)

Particulars	31 March 2015
Opening present value of obligations	33.5
Interest cost	2.6
Current service cost	7.4
Past service cost	-
Benefits paid	(1.9)
Actuarial losses/ (gain)	(7.7)
Closing present value of obligations	**41.0**

Amount recognised in the Balance Sheet

(₹ in Million)

Particulars	31 March 2015
Closing present value of obligations	41.0
Closing present value of plan assets	-
Closing net liability recognized	41.0

Classification into Current / Non-Current

The liability in respect of the plan comprises of the following non current and current portion:

(₹ in Million)

Particulars	31 March 2015
Current	11.8
Non current	29.2

(d) Cachet Pharmaceuticals Private Limited

The Company earmarks liability towards unfunded Group Gratuity and provides for payment to vested employees as under:

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31, 2015

In accordance with the Accounting Standard 15 (Revised 2005), actuarial valuation has been done in respect of defined benefit plan of gratuity based on the following assumptions:

Particulars	31 March 2015
Discount rate	7.96%
Salary escalation rate	5.00%

Change in present value of obligation

(₹ in Million)

Particulars	31 March 2015
Opening present value of obligations	34.7
Interest cost	3.8
Current service cost	5.6
Past service cost	-
Benefits paid	(5.0)
Actuarial losses/ (gain)	3.6
Closing present value of obligations	**42.7**

Amount recognised in the Balance Sheet

(₹ in Million)

Particulars	31 March 2015
Closing present value of obligations	42.7
Closing present value of plan assets	-
Closing net liability recognized	42.7

Classification into Current / Non-Current

The liability in respect of the plan comprises of the following noncurrent and current portion:

(₹ in Million)

Particulars	31 March 2015
Current	2.7
Non-current	40.0

11 Details of foreign currency exposure

Hedged

The Company enters into Forward Exchange Contracts, for hedging purposes and not for trading or speculation purposes, to establish the amount of currency in Indian Rupees required or available at the settlement date of certain payables and receivable. The following were the outstanding Forward Exchange Contracts entered into by the Company:

Currency	Buy or sell	Cross Currency	Amount in US $				
			31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
US $	Buy	Indian Rupees	-	-	-	-	6,000,000
US $	Sell	Indian Rupees	-	-	-	-	-

Unhedged

The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are as below:

a) Amount receivable in foreign currency on account of the following

Particulars	31st March, 2015		31st March, 2014		31st March, 2013		31st March, 2012		31st March, 2011		Currency
	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	
Export of Goods:											
	28.4	422,910.7	114.3	1,391,172.9	157.6	2,262,184.1	76.6	1,107,768.8	63.7	997,127.0	EURO
	17.0	183,810.2	5.5	54,911.1	18.1	219,584.9	11.6	140,475.5	8.0	110,187.0	GBP
	473.5	7,576,695.4	641.8	10,739,720.7	795.0	14,626,361.3	421.6	8,130,870.5	463.0	10,224,911.9	USD
Loans & Advances											
	-		-	-	-	-	259.3	5,000,000.0	226.4	5,000,000.0	USD

b) Amount payable in foreign currency on account of the following

Particulars	31st March, 2015		31st March, 2014		31st March, 2013		31st March, 2012		31st March, 2011		Currency
	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	₹ in Million	Amount in Foreign Currency	
Import of Goods and Services:											
	186.8	2,989,218.1	192.0	3,218,149.2	154.5	2,842,816.5	89.2	1,719,870.7	92.9	2,051,123.3	USD
	70.8	1,053,039.1	2.2	27,085.0	3.9	55,777.9	4.7	68,001.5	0.5	8,050.6	EURO
	-	-	-	-	0.6	11,218.8	0.1	2,485.6	0.0	885.0	AUD
	0.4	3,803.3	0.7	7,236.0	0.7	8,634.3	2.2	26,861.8	0.1	730.6	GBP
	-	-	-	-	0.7	12,659.4	1.1	20,000.0	-	-	CHF
	-	-	0.6	12,554.0	0.6	12,544.4	-	-	-		SGD
Unsecured Loans:											
	1,093.8	17,500,000.0	1,404.5	23,503,519.5	2,421.5	44,550,000.0	1,529.6	29,500,000.0	249.1	5,500,000.0	USD
Secured Loans:											
	875.0	14,000,000.0	1,020.8	17,082,132.5	4,458.8	82,031,376.0	3,370.4	65,000,000.0	2,264.3	50,000,000.0	USD

c) Company has entered into interest rate swap contract to hedge the interest rate risk. Amount charged to Consolidated Statement of Profit and Loss for 31 March, 2015 is ₹10.9 Million (Pervious Year ₹19.8 Million)

12 Research and development expenditure

(₹in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Revenue Expense	1695.5	1569.6	1081.7	755.2	485.2

13 Goodwill on consolidation

(₹in Million)

Name of Entities	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Pharmacor Ltd Australia	151.0	173.6	177.9	88.4	47.3
ThePharmaNetwork LLC, United States of America	1,775.9	1,659.8	1,509.7	2,247.8	1,963.2
Enzene Biosciences Limited	105.9	70.0	70.0	70.0	-
Medical Speciality Consultants, LLC	-	-	-	44.4	31.8
Cachet Pharmaceuticals Private Limited	487.9	-	-	-	-
Indchemie Health Specialities Private Limited	900.3	-	-	-	-
Total	**3,421.0**	**1,903.4**	**1,757.6**	**2,450.6**	**2,042.3**

14 Minority Interest

(₹in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Pharmacor Ltd ,Australia					
Share in Equity Capital	-	-	-	17.6	43.1
Share in Reserves and Surplus	-	-	-	(15.7)	(25.6)
Sub Total	-	-	-	1.9	17.5
Alkem Health Science	-	-	-	-	0.7
Cachet Pharmaceuticals Private Limited					
Share in Equity Capital	0.7	-	-	-	-
Share in Reserves and Surplus	144.4	-	-	-	-
Sub Total	145.2	-	-	-	-
Indchemie Health Specialities Private Limited					
Share in Equity Capital	1.2	-	-	-	-
Share in Reserves and Surplus	710.2	-	-	-	-
Sub Total	711.4	-	-	-	-
Grand Total	**856.5**	**-**	**-**	**1.9**	**18.2**

15 Disclosure as per Accounting Standard (AS 29) for provisions is as under:

Provision for anticipated sales Return:

(₹in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Carrying amount at the beginning of the year	398.2	350.5	303.8	257.9	224.4
Add: Provision made during the year *	106.0	47.7	46.7	45.9	33.5
Less: Amount used/utilized during the year	-	-	-	-	-
Carrying amount at the end of the year	504.2	398.2	350.5	303.8	257.9

* In line with an opinion of the Expert Advisory Committee of the Institute of Chartered Accountants of India on "Accounting for Sales Returns" the Company has revised its approach for estimating the anticipated returns for date expiry in respect of its sales.

16 a) During the year, the Company has settled some pending legal matters. As a part of settlement, the Company has paid ₹262.5 Million (P.Y Nil) which is shown under Miscellaneous expenses in Other Expenses.

b) During the year the Subsidiary in USA has initiated, with the help of external consultants and lawyers, to implement system related to Government reporting and arrived at additional amount payable to U.S Department of Health and Human Services. The total cost of USD 5,102,206 equivalent to ₹311.6 Million considered as expenditure during the year of which ₹188.8 Million is under legal and professional charges and ₹122.8 Million is under other expenses.

17 Pursuant to the requirement of Companies Act, 2013 the company has determined the remaining useful life of building, plant & machinery based on the report of an independent valuer. In respect of other fixed assets, the company has adhered to the useful lives as recommended in schedule II to the Act. Consequent to the changes in the useful lives of the assets its depreciation during the year is higher by ₹126.7 Million. The Assets without any remaining useful life at the beginning of the year have been charged to the Statement of Profit & Loss aggregating to ₹4.3 Million. Cost of Land forming part of building has been identified and accordingly reclassified and depreciation charged on the land has been reversed amounting to ₹55.2 Million.

18 During the year, the Company observed some procedural non compliance related to earlier years under the Companies Act, 1956. After obtaining legal opinion the Company has initiated application to the Ministry of Corporate Affairs ('MCA') for Compounding. Pending order from MCA, the Company is of the view there will be no significant financial impact.

19 The gross amount required to be spent on Corporate Social Responsibilities ("CSR") by the Company during the year is 94.6 Million. The company has spent ₹12.0 million (PY : Nil) towards CSR as per the approved CSR policy of the Company on research projects related to promotion of positive health, development of women hospital centre and other hospitals. All the spends are other than on construction/acquisition of any asset.

20 Modifications in the Audit Report in accordance with the provisions of Companies (Auditor's Report) Order, 2003

Following are the audit modifications which do not require any corrective adjustment in the financial information:-

Financial year ended 31st March, 2015

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

(₹ in Million)

Name of the Statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty and Penalty	18.5	2005-2014	Appellate Tribunal, Ahmedabad
	Excise Duty	0.6	2005-2014	Commissioner of Central Excise (Appeals), Daman
	Penalty	12.4	2003-2005	Appellate Tribunal, Mumbai
	Penalty	20.1	2004-2009	Appellate Tribunal, Ahmedabad
	Excise Duty	4.1	2006-2012	Appellate Tribunal, Ahmedabad
	Penalty	4.1	2008-2010	Appellate Tribunal, Ahmedabad
	Excise Duty	14.8	2006-2010	Appellate Tribunal, Ahmedabad
	Excise Duty	2.5	2007-2009	Appellate Tribunal, Ahmedabad
	Excise Duty	1.0	2007-2009	CESTAT, Kolkata
	Excise Duty	0.6	2007-2009	Commissioner of Central Excise (Appeals), Kolkata
Maharashtra VAT Act, 2002	Value Added Tax	2.1	2003-04	Appellate Tribunal
	Value Added Tax	4.3	2004-2005	Appellate Tribunal
	Value Added Tax	262.2	2009-10	Joint Commissioner (Appeals)
West Bengal VAT Act, 2003	Value Added Tax	0.9	2006-2007	Additional Commissioner of Commercial Taxes (Appeal)

Name of the Statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
	Value Added Tax	0.3	2007-2008	Additional Commissioner of Commercial Taxes (Appeal)
	Value Added Tax	0.3	2010-2011	Senior Joint Commissioner of Commercial Tax
Income Tax Act, 1961	Income Tax	0.1	2001-2002	Commissioner of Income Tax (Appeal)
	Income Tax	0.6	2002-2003	Commissioner of Income Tax (Appeal)
	Income Tax	0.9	2008-2009	Commissioner of Income Tax (Appeal)
	Income Tax	0.9	2010-2011	Commissioner of Income Tax (Appeal)
Local Sales Tax/VAT Acts	Sales-Tax & Penalty thereon	0.2	2000-01	Joint Commissioner of Sales Tax (Recovery), Mumbai
	Sales-Tax & Penalty thereon	0.1	2001-02	Joint Commissioner of Sales Tax (Appeals) II
	Sales-Tax & Penalty thereon	0.2	2002-03	Joint Commissioner of Sales Tax (Appeals)
	Sales-Tax & Penalty thereon	0.3	2003-04	Joint Commissioner of Sales Tax (Appeals) II, Mumbai
	Sales-Tax & Penalty thereon	1.1	2004-05	Joint Commissioner of Sales Tax (Appeals) II, Mumbai.
	Sales-Tax & Penalty thereon	8.0	2009-10	Assistant Commissioner of Sales Tax (Appeals) Mumbai.
	Sales-Tax & Penalty thereon	0.8	2013-14	Deputy Commissioner (Appeals) Commercial Tax UP, Lucknow.
	Sales-Tax & Penalty thereon	5.6	2009-10	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax & Penalty thereon	5.3	2010-11	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax & Penalty thereon	8.7	2011-12	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax & Penalty thereon	14.3	2012-13	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax & Penalty thereon	19.0	2013-14	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax & Penalty thereon	0.9	2008-09	Tribunal Court (Chandigarh)
Central Sales Tax Act	Sales-Tax & Penalty thereon	0.0	2000-01	Joint Commissioner of Sales Tax (Recovery), Mumbai
	Sales-Tax & Penalty thereon	0.8	2001-02	Joint Commissioner of Sales Tax (Appeals) II
	Sales-Tax & Penalty thereon	20.3	2003-04	Joint Commissioner of Sales Tax (Appeals) II, Mumbai
	Sales-Tax & Penalty thereon	0.1	2004-05	Joint Commissioner of Sales Tax (Appeals) II, Mumbai.
	Sales-Tax & Penalty thereon	349.5	2009-10	Joint Commissioner (Appeals)
	Sales-Tax & Penalty thereon	28.6	2009-10	Assistant Commissioner of Sales Tax (Appeals) Mumbai.
Central Excise Act	Excise Duty & Penalty	1.7	1997-98 1998-99	Rajasthan High Court
Finance Act, 1994	Service Tax & Penalty	0.7	2007-08	CESTAT New Delhi
	Service Tax	0.4	2011-12	The Commissioner of Central Excise, Customs & Service Tax, Ahmedabad

Financial year ended 31st March, 2014

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

(₹ in Million)

Name of the Statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty	3.7	2002-2005	Additional Commissioner of Central Excise
	Excise Duty	4.5	2007-2012	Additional Commissioner of Central Excise
	Excise Duty	6.3	2006-2011	Additional Commissioner of Central Excise (Appeal)
	penalty	0.2	2010-2011	
	Excise Duty	14.9	2003-2011	Additional Commissioner of Central Excise (Appeal)
	penalty	23.4		
Maharashtra VAT Act 2002	Value Added Tax	5.1	2003-2004	Deputy Commissioner of Sales Tax (Appeals)
	Value Added Tax	5.7	2004-2005	Joint Commissioner of Sales Tax (Appeals)
West Bengal VAT Act 2003	Value Added Tax	0.9	2006-2007	Additional Commissioner of commercial Taxes(Appeal)
	Value Added Tax	0.3	2007-2008	
Uttar Pradesh VAT Act 2008	Value Added Tax	3.1	2012-2013	Additional Commissioner of Commercial Taxes(Appeal)
Bihar VAT Act 2005	Value Added Tax	3.8	2010-2011	Joint Commissioner of commercial Taxes(Appeal)
		6.3	2011-2012	
Income Tax Act, 1961	Income Tax	0.9	2008-2009	Commissioner of Income Tax (Appeal)
		4.5	2009-2010	

Financial year ended 31st March, 2013

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

(₹ in Million)

Name of the Statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty	3.7	2002-2005	Additional commissioner of central excise
	Excise Duty	4.5	2007-2012	Additional commissioner of central excise
	Excise Duty	6.3	2006-2011	Additional commissioner of central excise (Appeal)
	Penalty	0.2	2010-2011	
	Excise Duty	14.9	2003-2011	Central Excise and Service Tax Appellate Tribunal
	Penalty	23.4		
	Excise Duty	1.2	2005-2012	Deputy commissioner of central excise
Maharashtra VAT Act 2002	Sales Tax	5.1	2003-2004	Deputy commissioner of sales tax (Appeals)
	Sales Tax	5.7	2004-2005	Joint Commissioner of sales Tax (Appeal)
West Bengal VAT Act 2003	Value Added Tax	0.9	2006-2007	Additional Commissioner of commercial Taxes(Appeal)
		0.3	2007-2008	
Uttar Pradesh VAT Act 2008	Value Added Tax	3.1	2012-2013	Additional Commissioner of commercial Taxes(Appeal)
Bihar VAT Act 2005	Value Added Tax	3.8	2010-2011	Joint Commissioner of commercial Taxes(Appeal)
		6.3	2011-2012	
Income Tax Act, 1961	Income Tax	0.9	2008-2009	Commissioner of Income Tax (Appeal)
		4.5	2009-2010	

Financial year ended 31st March, 2012

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

(₹ in Million)

Name of the Statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty	1.8	2004-2005	Additional commissioner of central excise
	Excise Duty	5.8	2003-2005	Central Excise and Service Tax Appellate Tribunal
	Penalty	4.6		
	Excise Duty	1.9	2002-2004	Additional Commissioner of Central Excise
	Penalty on excise duty	2.0	2009	Central Excise and Service Tax Appellate Tribunal
	Excise Duty	8.9	2005-2012	Deputy Commissioner of Central Excise
	Penalty	2.4	2008-2010	Commissioner of Central Excise (Appeal)
	Excise Duty	6.1	2006-2010	Commissioner of Central Excise (Appeal)
	Excise Duty	9.5	2007-2012	Central Excise and Service Tax Appellate Tribunal
	Penalty	14.3		
Maharashtra VAT Act 2002	Sales Tax	5.1	2003-2004	Deputy commissioner of sales tax (Appeals)
		-	2004-2005	
Punjab VAT Act, 2005	Sales Tax	2.2	2010-2011	Joint Director (Enforcement)
	Penalty	0.8		
Bihar VAT Act 2005	Sales Tax	0.9	2002-2003	Commercial Tax Tribunal
		1.1	2003-2004	

Financial year ended 31st March, 2011

The dues outstanding in respect of income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute, are as follows:

(₹ in Million)

Name of the Statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act	Excise duty	1.8	2004-2005	Supreme Court of India
	penalty	31.0	2003-2009	Central Excise of Service Tax Appellate
Various States Sales Tax / VAT Act	Sales Tax and penalty	5.1	2003-2004	Joint Commissioner / Deputy Commissioner/ Commissioner of Sales Tax (Appeal)of the respective States Sale tax Appellate Tribunal
		5.7	2004-2005	
		2.1	2008-2009	
		0.4	2009-2010	
		3.0	2010-2011	
		2.0	2002-2004	

Annexure V A: Restated Consolidated Statement of Share Capital

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Share Capital					
Authorised Share Capital					
250,000,000 Equity Shares of ₹2/- each (Previous Year 15,000,000 equity shares of ₹10/- each)	500.0	150.0	150.0	150.0	150.0
TOTAL	500.0	150.0	150.0	150.0	150.0
Issued, Subscribed and Paid-up Share Capital					
119,565,000 Equity Shares of ₹2/- each fully paid up (Previous Year 11,956,500 equity shares of ₹10 each fully paid up)	239.1	119.6	119.6	119.6	119.6
TOTAL	239.1	119.6	119.6	119.6	119.6

(a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year:

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Numbers of shares outstanding as at the beginning of the year	11,956,500	11,956,500	11,956,500	11,956,500	11,956,500
Add: Increase in the shares after sub-division of face value from ₹10 to ₹2	47,826,000	-	-	-	-
Add: Bonus Shares issued during the year	59,782,500	-	-	-	-
Numbers of shares outstanding as at the end of the year	119,565,000	11,956,500	11,956,500	11,956,500	11,956,500

(b) Rights attached to Equity Shares:

The Company has issued one class of equity shares with voting rights having a par value of ₹2/- per share.

In the event of liquidation of the Company, the shareholders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company:

Name of the shareholders:	As at 31 March									
	2015		2014		2013		2012		2011	
	Number of Shares	Percentage of Holding	Number of Shares	Percentage of Holding	Number of Shares	Percentage of Holding	Number of Shares	Percentage of Holding	Number of Shares	Percentage of Holding
Mr. Basudeo N. Singh	9,528,600	8.0%	952,860	8.0%	952,860	8.0%	1,191,990	10.0%	1,191,990	10.0%
Mrs. Jayanti Sinha	8,573,000	7.2%	857,300	7.2%	857,300	7.2%	857,300	7.2%	857,300	7.2%
Mr. Nawal Kishore Singh	6,702,360	5.6%	-	0.0%	-	0.0%	-	0.0%	-	0.0%
Mrs. Rekha Singh	-	0.0%	-	0.0%	465,480	3.9%	704,610	5.9%	704,610	5.9%
Mr. Balmiki Prasad Singh	6,215,760	5.2%	621,576	5.2%	621,576	5.2%	621,576	5.2%	525,020	4.4%

(d) Change in face value of equity shares during the year:

Pursuant to the approval of the members at the Extra ordinary General Meeting of the Company held on 16th March, 2015 to the sub-division of the Equity Shares of the Company, each Equity Share of face value of ₹10 each was subdivided to 5 (five) Equity Share of ₹2 each. The effective date for the said sub-division was 16th March, 2015.

(e) Aggregate number of shares allotted as fully paid up during last five years immediately preceding balance sheet date pursuant to contracts without payment received in cash and by way of fully paid bonus shares:

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Equity Shares:					
Fully paid up by way of bonus shares	59,782,500	-	-	-	-

Notes:

1) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure V B: Restated Consolidated Statement of Reserves and Surplus

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Capital Reserve:					
Investment Subsidies from State Governments					
Balance as per commencement of the year	5.3	5.2	5.2	5.2	5.2
Capital Reserve	**-**	0.1	-	-	-
Balance as at the end of the year	**5.3**	**5.3**	**5.2**	**5.2**	**5.2**
General Reserve:					
Balance as per commencement of the year	**19,500.0**	**17,000.0**	**14,500.0**	**12,500.0**	**11,000.0**
Less: Bonus shares issued	(119.5)	**-**	**-**	**-**	**-**
Add: Transferred from Surplus in the					
Statement of Profit and Loss during the year	-	2,500.0	2,500.0	2,000.0	1,500.0
Balance as at the end of the year	**19,380.5**	**19,500.0**	**17,000.0**	**14,500.0**	**12,500.0**
Surplus in the Statement of Profit and Loss:					
Balance as per commencement of the year	6,166.8	4,593.3	3,533.0	1,745.5	498.7
Add: Profit after tax for the year	4,607.5	4,353.2	3,838.2	4,065.4	2,955.9
	10,774.3	**8,946.6**	**7,371.2**	**5,810.9**	**3,454.6**
Less: Appropriations:					
Transfer to General Reserve	-	2,500.0	2,500.0	2,000.0	1,500.0
Proposed Dividend on Equity Shares	**-**	-	-	239.1	179.3
Interim Dividend on Equity Shares	478.3	239.1	239.1	-	-
Dividend Distribution Tax	88.5	40.6	38.8	38.8	29.8
Balance as at the end of the year	**10,207.5**	**6,166.8**	**4,593.3**	**3,533.0**	**1,745.5**
Foreign Currency Translation Reserve					
Balance as per commencement of the year	58.0	55.0	42.7	(33.4)	(3.9)
Add: Exchange Rate Difference on Translation (Net)	100.1	3.0	12.3	76.1	(29.5)
Balance as at the end of the year	**158.1**	**58.0**	**55.0**	**42.7**	**(33.4)**
TOTAL	**29,751.5**	**25,730.1**	**21,653.5**	**18,080.9**	**14,217.3**

Notes:
1) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure VI- Restated Consolidated Statement of Non-Current Investments

(₹ in Million)

Particulars	Numbers of shares/units at 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
1) In Equity Shares of Other Companies:										
Unquoted (Trade):										
Bharuch Eco-Aqua Infrastructure Limited	510,000	510,000	510,000	510,000	510,000	5.1	5.1	5.1	5.1	5.1
Shivalik Solid Waste Management Limited	36,000	18,000	18,000	18,000	18,000	0.4	0.2	0.2	0.2	0.2
Unquoted (Non Trade):										
Propstack Services Private Limited (₹20,000)	2,000	-	-	-	-	-	-	-	-	-
The Saraswat Co-operative Bank Limited (₹20,000)	107,000	2,000	2,000	2,000	2,000	1.1	0.0	0.0	0.0	0.0
2) Investment In Fund										
Unquoted (Non Trade) :										
Asia Healthcare Fund Investment Trust	183,566	200,000	200,000	200,000	-	12.7	9.6	5.0	4.0	-
Tata Capital Healthcare Fund	100,000,000	100,000,000	100,000,000	100,000,000	100,000,000	49.2	44.6	25.0	25.0	25.0
Avenue Venture Real Estate Fund	22,214	24,487	12,500	-	-	2,221.4	2,448.7	1,250.0	-	-
India Business Excellence Fund	25	20	20	-	-	22.1	22.5	22.5	-	-
India Business Excellence Fund-II	100,000	100,000	100,000	100,000	-	40.0	20.0	20.0	10.0	-
Yournest Angel Fund-Scheme 1	2,000	1,000	-	-	-	15.1	6.5		-	-
Indusage Technology Venture Fund I	20,000	20,000	-	-	-	5.0	5.0		-	-
Motilal Oswal Most Focused Multicap 35 Fund - Regular - Growth	2,039,518	-	-	-	-	25.0	-	-	-	-
3) Investment in Debentures										
Quoted, Non-Convertible:										
8% Indian Railway Finance Corporation Limited	108,754.00	108,754.00	108,754.00	108,754.00	-	108.8	108.8	108.8	108.8	-
12.75% Muthhot Finance Limited	-	-	-	200.00		-	-	-	20.0	-
12.00% ECL Finance Limited	10000	-	-	-	-	10.0	-	-	-	-
11.10% Shriram Transport Finance Company Limited	-	-	5,000.00	5,000.00	-	-	-	5.0	5.0	-
12.25% Religare Finvest Limited	-	50,000.00	50,000.00	-	-	-	50.0	50.0	-	-
9% Shriram Transport Finance Company Limited	-	-	8,457.00	8,457.00	8,457.00	-	-	8.5	8.5	8.5
13.09% Manapuram Finance Limited	-	-	50.00	-	-	-	-	43.7	-	-

Particulars	Numbers of shares/units at 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
8.63% NHB Limited	7,220.00	7,220.00	-	-	-	36.1	36.1		-	-
9.01% NHB Limited	4,000.00	4,000.00	-	-	-	20.2	20.2		-	-
12.15% Religare Finvest Limited	-	-	50,000.00	50,000.00	-	-	-	50.0	50.0	-
Unquoted Non-Convertible (Non Trade):										
12.50% Cholamandalam Investment & Finance Limited	40.00	40.00	40.00	40.00	-	20.0	20.0	20.0	20.0	-
10.17% HDB financial Service Limited	200.00	200.00	-	-	-	202.5	202.5		-	-
Barclays Investment & Loans(India) Limited 10.82%	-	-	-	400.00	-	-	-	-	400.0	-
19% Wadhwa Group Holdings Private Limited	-	-	50.00	-	-	-		52.7	-	-
4) Bonds										
Quoted										
11% Bank of India	250.0	-	-	-	-	250.0	-	-	-	-
11% Bank of India	20.0	-	-	-	-	20.3	-	-	-	-
10.25% Tata Capital Ltd.	40.0	40.0	40.0	40.0	40.0	22.2	22.2	22.2	22.2	22.2
9.8% LIC Housing Finance Ltd.	-	-	1,300.0	1,300.0	-	-	-	1,300.0	1,300.0	-
9.68% HDFC Ltd.	-	-	200.0	250.0	-	-	-	201.4	201.4	-
9.70% HDFC Ltd.	-	-	650.0	650.0	-	-	-	652.8	652.8	-
11.5 % Tata Steel Limited	100.0	100.0	100.0	100.0	-	105.5	105.5	105.5	105.5	-
11.40% Tata Power Ltd.	50.0	50.0	50.0	50.0	-	50.6	50.6	50.6	50.6	-
11.25% Tata Motors Finance Limited	100.0	100.0	100.0	-	-	50.0	50.0	50.0	-	-
11.80 % Tata Steel Limited	500.0	500.0	500.0	-	-	54.3	54.3	54.3	-	-
11.03% Tata Motors Finance Limited	100.0	100.0	-	-	-	100.0	100.0	-	-	-
9.55% Kotak Mahindra Prime	750.0	-	-	-	-	750.0	-	-	-	-
Total						**4,197.3**	**3,382.4**	**4,103.3**	**2,989.1**	**61.0**

		As at 31 March 2015		As at 31 March 2014		As at 31 March 2013		As at 31 March 2012		As at 31 March 2011	
		Cost	Market Value	Cost	Market Value	Cost	Market Value	Cost	Market Value	Cost	Market Value
1)	Aggregate value of Unquoted Investments:	2,619.5	NA	2,784.8	NA	1,400.6	NA	464.4	NA	30.4	NA
2)	Aggregate value of Quoted Investments:	1,577.8	1,641.2	597.6	597.6	2,702.7	2,702.7	2,524.7	2,524.7	30.6	30.6

3) Bonds and Debentures 8% Indian Railway Finance Corporation Limited, 10.17% HDB Financial Services Limited, 8.63% NHB Limited, 9.01% NHB Limited, 11% Bank of India, 9.55% Kotak Mahindra Prime Aggregating to ₹1,387.49 Million (Previous Year Nil) is in the process of pledge against issuance of stand by letter of credit required for Term Loan of US$ 29.80 Million advanced by Citi Bank USA to ThePharmaNetwork LLC (USA), a 100% step down Subsidiary of the company.

4) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.

5) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure VII- Restated Consolidated Statement of Current Investments

(₹ in Million)

Particulars	Numbers of units 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
a) Quoted										
1) Mutual Funds: (Non Trade):										
Axis Treasury Advantage	-	-	-	-	2,688.5	-	-	-	-	2.7
Bnp Paribas Fixed Term Fund Series 21H GR	-	-	-	-	1,000,000.0	-	-	-	-	10.0
Bnp Paribas Fixed Term Fund Series 21G GR	-	-	-	-	9,000,000.0	-	-	-	-	90.0
IDFC Money Manager Fund IP Inst Plan B Growth	-	-	-	-	6,638,519.3	-	-	-	-	100.0
DSP Black Rock World Gold Fund	-	-	488,997.6	488,997.6	488,997.6	-	-	5.0	5.0	5.0
DSP Black Rock World energy Fund		-	488,995.1	488,995.1	977,995.1	-	-	5.0	5.0	10.0
IDFC Money Manager Fund TR DLY Div	13,950.8	46,413.8	79,157.2	311,947.2	514,291.7	0.1	0.5	0.8	3.1	5.2
Benchmark Liquid Bees (₹784.10)	0.8	0.8	0.7	-	-	-	-	-	-	-
Benchmark Mutual Fund (Nifty Bees)	-	209.0	509.0	509.0	509.0	-	0.1	0.5	0.5	0.5
						0.1	**0.6**	**11.3**	**13.6**	**223.4**
2) Debentures:										
Non-Convertible:										
Quoted										
12.75% Muthhot Finance Limited	-	-	200.0	-	-	-	-	20.0	-	-
11.10% Shriram Transport Finance Company Limited	-	5,000.0	-	-	-	-	5.0	-	-	-
Manapuram Finance Limited	-	-	-	100.0	-	-	-	-	88.2	-
12.15% Religare Finvest Limited	-	50,000.0	-	-	-	-	50.0	-	-	-
12.25% Religare Finvest Limited	50,000.0	-	-	-	-	50.0	-	-	-	-
Premier Finance & Trading Company Limited	-	-	-	-	8.0	-	-	-	-	40.0
Unquoted										
13.09% Manapuram Finance Limited	-	50.0	-	-	-	-	43.7	-	-	-
9.50% Barclays Investments Limited	-	-	-	-	-	502.5	-	-	-	-
						552.5	**98.7**	**20.0**	**88.2**	**40.0**
3) Bonds:										
Quoted										
9.8% LIC Housing Finance Ltd.	-	1,300.0	-	-	-	-	1,300.0	-	-	-
9.68% HDFC Ltd.	-	200.0	-	-	-	-	201.4	-	-	-
9.70% HDFC Ltd.	-	650.0	-	-	-	-	652.8	-	-	-

Particulars	Numbers of units 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
5.875% ICICI Bank Limited	-	-	-	-	1,500,000.0	-	-	-	-	62.6
1.03706% SBI Limited	-	-	-	-	1,000,000.0	-	-	-	-	50.5
						-	**2,154.2**	**-**	**-**	**113.1**
4) Equity Shares:										
Quoted										
3D Systems Corp Delware (U.S Security)	-	1,332.0	1,650.0	-	-	-	2.7	3.0	-	-
AIA Engineering Limited	-	-	-	903.0	903.0	-	-	-	0.3	0.3
Agre Developers Limited (₹612)	-	-	-	12.0	12.0	-	-	-	-	-
Adani Ports & Special Economic Zone Limited	6,297.0	6,297.0	6,297.0	4,414.0	-	0.9	0.9	0.9	0.6	-
Ambarella Inc		300.0	-	-	-		0.6	-	-	-
Ankur Drugs & Pharma Limited	-	-	-	-	2,950.0	-	-	-	-	0.3
Ansal Properties & Infra Limited	-	-	-	-	6,280.0	-	-	-	-	0.3
Aurobindo Pharma Limited	-	-	-	4,156.0	-	-	-	-	0.7	-
Autodesk Inc (US security)	-	-	431.0	-	-	-	-	0.8	-	-
Axis Bank Limited	-	-	-	1,296.0	1,296.0	-	-	-	1.7	1.7
ACC Ltd	-	549.0	549.0	-	-	-	0.8	0.8	-	-
Asian Paints Ltd	882.0	7,358.0	-	-	-	0.5	3.6	-	-	-
Bajaj Auto Limited	-	101.0	-	42.0	189.0	-	0.2	-	0.0	0.1
Bajaj Electricals Limited	-	2,507.0	2,507.0	328.0	328.0	-	0.4	0.4	0.0	0.0
Bajaj Corp Ltd	-	2,538.0	1,099.0	-	-	-	0.6	0.2	-	-
Bajaj Finance Limited	391.0	5,107.0	5,014.0	2,933.0	-	0.9	5.4	4.8	1.9	-
Bajaj Finance Services Limited	-	-	1,000.0	1,000.0	-	-	-	0.5	0.5	-
Bajaj Holding and Investment Limited	-	426.0	-	774.0	-	-	0.3	-	0.5	-
Bata India Limited	-	298.0	408.0	-	-	-	0.3	0.4	-	-
Bank of Baroda	-	804.0	272.0	-	-	-	0.6	0.2	-	-
Berkshire Hathway	105.0	45.0	50.0	-	-	0.9	0.3	0.3	-	-
Bharat Forge Limited	526.0	-	-	-	-	0.7	-	-	-	-
Bharat Electronics Limited	-	-	-	50.0	50.0	-	-	-	0.1	0.1
Bharti Airtel Limited	-	-	-	1,854.0	6,122.0	-	-	-	0.7	2.2
Bharat Heavy Electricals Limited	-	-	900.0	900.0	146.0	-	-	0.4	0.4	0.3
Bhushan Steel Limited	2,000.0	-	-	-	-	0.6	-	-	-	-
Bosch Limited	117.0	1,496.0	1,374.0	554.0	261.0	1.9	12.1	10.7	3.4	1.3
Britania Industries Limited	-	-	802.0	-	2,425.0	-	-	0.4	-	0.8
Cadila Healthcare Limited	-	-	-	968.0	-	-	-	-	0.7	-
Cairn India Limited	1,000.0	8,902.0	8,902.0	6,973.0	-	0.3	2.9	2.9	2.1	-
Castrol India Limited	-	5,040.0	5,600.0	2,800.0	2,800.0	-	0.2	0.4	0.4	0.4
Central Bank of India Limited	-	-	-	9,157.0	554.0	-	-	-	1.0	0.1

	Particulars	Numbers of units 31 March					*As at 31 March*				
		2015	**2014**	**2013**	**2012**	**2011**	**2015**	**2014**	**2013**	**2012**	**2011**
	Century Textiles & Industries Limited	-	1,445.0	1,445.0	-	-	-	0.5	0.5	-	-
	Chambal Fertilisers & Chemical Limited.	3,000.0	-	-	-	-	0.2	-	-	-	-
	Cipla Limited	-	1,387.0	-	2,421.0	-	-	0.5	-	0.7	-
	City Union Bank Limited	6,953.0	83,433.0	61,434.0	-	-	0.5	4.6	3.5	-	-
	Cliffs Natural Resources Inc	-	841.0	-	-	-	-	0.8	-	-	-
	CMC Limited	-	-	735.0	-	-	-	-	0.6	-	-
	Coal India Limited	-	24,723.0	78,298.0	82,789.0	80,785.0	-	6.3	19.4	20.9	20.2
	Colgate-Palmolive (India) Limited	228.0	-	-	-	-	0.4	-	-	-	-
	Container Corporation of India Limited	341.0	1,855.0	958.0	185.0	232.0	0.5	1.3	0.9	0.2	0.3
	Cox & Kings India Limited	-	5,535.0	6,150.0	6,150.0	3,075.0	-	0.8	1.0	1.0	1.0
	Credit Analysis & Research Ltd (Care)	-	12,000.0	18,000.0	-	-	-	9.0	13.5	-	-
	Crompton Greaves Limited		5,792.0	5,792.0	3,436.0	3,436.0	-	0.8	0.8	0.5	0.5
	Cummins India Limited	942.0	10,367.0	8,090.0	1,567.0	-	0.7	4.9	3.9	0.6	-
	D B Corp Limited	-	-	-	2,000.0	2,000.0	-	-	-	0.5	0.5
	DCB Bank Limited	5,969.0	23,000.0	-	-	-	0.5	1.2	-	-	-
	D Q Entertainment Limited	12,958.0	12,958.0	13,110.0	13,110.0	13,110.0	0.9	0.9	0.9	0.9	0.9
	Dassault System SA	-	10.0	10.0	-	-	-	0.1	0.1	-	-
	Dassault System SA ADR	-	179.0	200.0	-	-	-	1.1	1.1	-	-
	Deccan Chronical Holdings Limited (₹20,000)	256.0	256.0	256.0	256.0	256.0	0.0	0.0	0.0	0.0	0.0
	Divis Laboratories Limited	-	2,691.0	2,691.0	-	-	-	3.2	3.2	-	-
	Dishman Pharmaceuticals Limited (₹29,000)	-	-	-	125.0	125.0	-	-	-	0.0	0.0
	Eid Parry (India) Limited	-	2,875.0	3,475.0	3,475.0	2,037.0	-	0.8	0.9	0.9	0.5
	Eicher Motors Limited	322.0	3,709.0	3,177.0	366.0	-	3.2	8.8	7.0	0.6	-
	Electrosteel casting Limited	-	-	-	-	18,800.0	-	-	-	-	0.9
	Elgi Equipment Limited	-	4,575.0	5,525.0	5,525.0	5,525.0	-	0.4	0.5	0.5	0.5
	Elecon Engineering Co. Limited.	5,000.0	-	-	-	-	0.3	-	-	-	-
	Engineers India Limited	900.0	10,230.0	7,984.0	1,544.0	-	0.2	2.3	1.9	0.4	-
	Emami Limited	648.0	7,305.0	3,818.0	-	-	0.4	2.9	2.3	-	-
	Essar Oil Limited.	3,000.0	-	-	-	-	0.3	-	-	-	-
	Exide Industries Limited	-	6,526.0	6,526.0	6,826.0	1,400.0	-	0.8	0.8	0.9	0.2
	Financial Technologies Limited	5,000.0	-	2,898.0	-	-	1.0	-	3.1	-	-
	Future Retail Limited	2,560.0	-	-	-	-	0.3	-	-	-	-
	Future Lifestyle Fashion Limited	-	3,048.0	-	-	-	-	0.3	-	-	-
	Future Market Networks Limited	-	12.0	-	-	-	-	0.0	-	-	-

Particulars	Numbers of units 31 March					*As at 31 March*				
	2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
Gitanjali Gems	5,000.0	-	-	-	-	0.4	-	-	-	-
Gail (India) Limited	-	-	2,293.0	-	-	-	-	0.8	-	-
Gateway Distriparks	3,587.0	3,587.0	3,587.0	2,392.0	-	0.5	0.5	0.5	0.4	-
Geodesic Information System Limited	-	-	-	9,551.0	9,551.0	-	-	-	0.9	0.9
Glaxosmithkline Pharmaceutials Limited	-	-	1,823.0	1,024.0	655.0	-	-	3.6	1.9	1.1
Glaxosmithkline Consumer Healthcare Limited	104.0	1,683.0	1,333.0	258.0	-	0.5	5.4	4.0	0.6	-
Godrej Industries Limited	-	11,287.0	8,824.0	1,709.0	-	-	3.1	2.3	0.3	-
Godrej Properties Limited	-	-	-	212.0	440.0	-	-	-	0.2	0.3
Great Eastern shipping Company Limited	-	600.0	700.0	700.0	700.0	-	0.2	0.3	0.3	0.3
Grindwell Norton Limited	-	-	-	-	1,508.0	-	-	-	-	0.3
Grasim Industries	-	261.0	261.0	-	-	-	0.8	0.8	-	-
H T Media Limited	-	-	2,900.0	2,900.0	4,087.0	-	-	0.4	0.4	0.6
HDFC Bank Limited	1,101.0	11,905.0	13,231.0	7,267.0	766.0	0.9	6.0	6.3	2.8	1.1
HDFC Limited	745.0	8,086.0	8,236.0	4,777.0	2,751.0	0.7	4.7	4.8	2.3	1.0
Hero Motocorp Limited	197.0	1,812.0	1,842.0	2,109.0	808.0	0.5	3.7	3.7	3.5	1.0
Heidelberg Cement Limited	-	40,000.0	56,850.0	-	-	-	1.8	2.5	-	-
Hindustan Construction Company Limited	8,000.0	-	-	9,808.0	9,808.0	0.3	-	-	0.5	0.5
Hindustan Dorr-Oliver Limited	-	-	-	2,216.0	2,216.0	-	-	-	0.3	0.3
Hindustan Unilever Limited	-	943.0	1,193.0	-	1,198.0	-	0.5	0.6	-	0.4
Hindustan Zinc Limited	-	-	6,000.0	6,000.0	6,000.0	-	-	0.2	0.2	0.2
Hindustan Petroleum Corp. Limited	2,218.0	1,378.0	9,386.0	2,263.0	503.0	1.2	0.4	3.5	0.6	0.2
Hindustan Copper Limited	1,000.0	-	-	-	-	0.1	-	-	-	-
ICICI Bank Limited	1,000.0	891.0	338.0	771.0	960.0	0.3	0.9	0.3	0.5	0.6
IDFC Limited	-	-	-	-	2,010.0	-	-	-	-	0.3
IFCI Limited	1,000.0	-	-	-	-	0.4	-	-	-	-
IL & FS Transportation Networks Limited	-	20,000.0	30,000.0	40,947.0	40,947.0	-	5.2	7.7	10.6	10.6
Indian Bank Limited	-	-	-	236.0	236.0	-	-	-	0.0	0.0
Indian Oil Corporation Limited	-	3,436.0	-	4,455.0	3,330.0	-	0.7	-	1.4	0.9
Infosys Technologies Limited	-	2,269.0	2,112.0	916.0	564.0	-	5.4	4.9	2.0	1.1
Indiabulls Infrastructure and power Limited	-	9,988.0	9,988.0	9,988.0	-	-	0.0	0.0	0.0	-
ING Vyasya Bank Limited	667.0	7,855.0	5,871.0	1,137.0	-	0.4	3.6	2.4	0.4	-
Indusind Bank Limited	-	-	631.0	-	-	-	-	0.3	-	-
IRB Infrastructure Developers Limited	7,904.0	7,904.0	7,904.0	10,475.0	-	1.2	1.2	1.2	1.7	-
ISMT Limited	-	16,795.0	16,795.0	16,795.0	-	-	0.5	0.5	0.5	-
ITC Limited	500.0	3,179.0	1,089.0	15,794.0	5,803.0	0.2	0.9	0.2	2.7	0.6

	Particulars	**Numbers of units 31 March**					***As at 31 March***				
		2015	**2014**	**2013**	**2012**	**2011**	**2015**	**2014**	**2013**	**2012**	**2011**
	IPCA Lab Limited	971.0	10,881.0	4,973.0	-	-	0.7	6.8	2.2	-	-
	IVRCL INFRA & PROJ Limited	-	-	-	138.0	138.0	-	-	-	0.0	0.0
	Jaiprakash Associates Limited	-	-	6,339.0	6,339.0	6,339.0	-	-	0.9	0.9	0.9
	Jammu and Kashmir Bank Limited	4,478.0	4,911.0	3,825.0	746.0	-	0.7	5.4	4.0	0.6	-
	Jindal Steel & Power Limited	-	-	-	-	630.0	-	-	-	-	0.4
	JSW Energy Limited	-	-	-	-	2,867.0	-	-	-	-	0.3
	Jubilant Foods Works Limited	-	380.0	-	-	-	-	0.4	-	-	-
	Kemrock Industries Limited	-	-	-	2,000.0	-	-	-	-	1.0	-
	Kewal Kiran Clothing Limited	-	-	-	111.0	-	-	-	-	0.1	-
	KSB Pumps Limited	-	-	-	-	1,535.0	-	-	-	-	0.6
	Karnataka Bank	5,000.0					0.7	-	-	-	-
	La Opala RG Limited	-	5,510.0	-	-	-	-	2.2	-	-	-
	L & T Finance Holding Limited	25,000.0	-	-	25,000.0	-	1.8	-	-	1.2	-
	Larsen & Toubro Limited	1,879.0	5,254.0	3,469.0	1,226.0	557.0	1.6	4.5	4.5	1.6	0.6
	LIC Housing Finance Limited	-	-	-	1,278.0	-	-	-	-	0.3	-
	Lupin Limited	-	192.0	571.0	75.0	75.0	-	0.2	0.3	0.0	0.0
	Mahindra & Mahindra Financial Service	500.0	-	-	-	-	0.2	-	-	-	-
	MOIL Limited	800.0	-	-	-	-	0.3	-	-	-	-
	Marico Limited	-	1,651.0	-	-	7,061.0	-	0.3	-	-	0.9
	Maruti Suzuki (I) Limited	-	-	249.0	1,133.0	1,007.0	-	-	0.3	1.4	1.3
	MAX India Limited	1,285.0	-	-	1,120.0	-	0.5	-	-	0.2	-
	MRF Limited	-	-	-	49.0	38.0	-	-	-	0.3	0.2
	MPS Limited	-	9,540.0	11,210.0	11,210.0	11,210.0	-	2.2	2.6	2.6	2.6
	Muthoot Finance Limited	-	-	-	22,000.0	-	-	-	-	3.9	-
	McLeod Russel India Limited	-	14,233.0	11,135.0	2,386.0	-	-	4.1	3.2	0.5	-
	MCX Limited	-	-	266.0	2,422.0	-	-	-	0.4	2.5	-
	Nava Bharat Ventures Limited	3,966.0	3,966.0	3,966.0	3,193.0	-	0.8	0.8	0.8	0.6	-
	Nestle India Limited	-	1,437.0	1,642.0	1,011.0	763.0	-	5.2	5.8	2.8	1.7
	NHPC Limited	1,010.0	-	-	-	-	0.0	-	-	-	-
	NTPC	-	13,600.0	40,000.0	-	-	-	2.0	5.9	-	-
	NMDC	-	13,293.0	3,693.0	-	-	-	1.7	0.6	-	-
	Oil and Natural Gas Corporation Limited	2,500.0	-	-	1,188.0	-	1.0	-	-	0.3	-
	Orient Papers Industries	-	-	10,882.0	-	-	-	-	0.1	-	-
	Orient Cement Limited	-	10,882.0	10,882.0	-	-	-	0.4	0.5	-	-
	Oil India Limited	-	1,453.0	1,453.0	-	-	-	0.8	0.8	-	-
	On Mobile Global Limited	-	42,400.0	51,000.0	1,000.0	500.0	-	1.8	2.4	0.2	0.2
	Opto Circuits India Limited	-	-	-	237.0	237.0	-	-	-	0.0	0.0

	Particulars	Numbers of units 31 March					*As at 31 March*				
		2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
	Organovo Holding Inc (US security)	-	-	4,620.0	-	-	-	-	0.6	-	-
	Oriental Bank Of Commerce Limited	-	-	-	116.0	116.0	-	-	-	0.0	0.0
	Orissa Mineral Development Corporation Limited	-	450.0	742.0	310.0	310.0	-	2.3	3.8	12.2	12.2
	Pantaloon Fashion & Retail Limited	-	660.0	-	-	-	-	0.1	-	-	-
	Pantaloon Retail India Limited (Future Retail Limited)	-	2,970.0	-	250.0	250.0	-	0.3	-	0.1	0.1
	Pantaloon Retail India Limited Class B	-	5,845.0	5,845.0	5,845.0	-	-	0.4	0.7	0.7	-
	Page Industries Limited	182.0	2,831.0	2,928.0	771.0	-	1.4	9.9	9.0	1.8	-
	Pidilite Industries Limited	-	18,754.0	15,305.0	3,278.0	-	-	4.2	3.3	0.5	-
	Punjab National Bank	-	1,226.0	830.0	-	-	-	0.8	0.6	-	-
	Petronet LNG	-	3,833.0	3,833.0	-	-	-	0.6	0.6	-	-
	Power Finance Corporation Limited	-	-	-	855.0	855.0	-	-	-	0.2	0.2
	Power Grid Corporation of India Limited	-	-	40,629.0	75,629.0	75,629.0	-	-	3.7	6.8	6.8
	Proto Lab Inc	-	343.0	431.0	-	-	-	0.7	0.9	-	-
	Punj Lloyd Limited.	10,000.0					0.6	-	-	-	-
	Punjab & Sind Bank Limited	981.0	6,759.0	6,759.0	6,759.0	6,759.0	0.1	0.7	0.7	0.7	0.7
	REC Limited	-	-	-	-	958.0	-	-	-	-	0.2
	Redington (India) Limited	-	-	-	6,469.0	6,469.0	-	-	-	0.5	0.5
	Reliance Communications Limited	5,000.0	-	-	4,213.0	4,213.0	0.4	-	-	0.8	0.8
	Reliance Industries Limited	-	-	-	115.0	1,402.0	-	-	-	0.1	1.3
	Reliance Infrastructure Limited	450.0	-	-	649.0	649.0	0.2	-	-	0.7	0.7
	Reliance Capital Limited	-	-	-	-	667.0	-	-	-	-	0.6
	Sanghavi Movers Limited	4,122.0	4,122.0	4,122.0	3,927.0	-	0.4	0.4	0.4	0.4	-
	Selan Explorations Technology Limited	-	-	-	128.0	128.0	-	-	-	0.0	0.0
	Shree Cements Limited	-	-	-	-	65.0	-	-	-	-	0.1
	Shree Renuka Sugars Limited	-	-	-	-	2,079.0	-	-	-	-	0.2
	Shriram Transport Finance Company Limited	-	-	-	2,000.0	2,000.0	-	-	-	0.6	0.6
	Sobha Developers Limited	-	-	-	1,591.0	-	-	-	-	0.4	-
	Shasun Pharmaceuticals	1,000.0					0.4	-	-	-	-
	SKS Microfinance Limited.	750.0					0.4	-	-	-	-
	State Bank of India Limited	8,980.0	3,126.0	3,064.0	1,302.0	718.0	1.9	6.9	6.8	2.9	1.4

	Particulars	Numbers of units 31 March					*As at 31 March*				
		2015	2014	2013	2012	2011	2015	2014	2013	2012	2011
	Shanti Gears Limited	-	10,000.0	15,000.0	-	-	-	0.7	1.0	-	-
	Startays Inc (U.S. Security)	-	364.0	1,010.0	-	-	-	1.7	4.2	-	-
	State Bank of Travancore Limited	-	2,025.0	2,670.0	2,000.0	2,000.0	-	0.6	0.8	0.4	0.4
	Shipping Corporation India LTD	-	-	13,350.0	-	-	-	-	0.7	-	-
	State Bank of Mysore Limited	-	927.0	927.0	927.0	-	-	0.5	0.5	0.5	-
	Steel Authourity of India Limited	-	-	8,492.0	-	-	-	-	0.5	-	-
	Speciality Restaurant Limited	736.0	11,395.0	11,192.0	-	-	0.1	2.1	2.2	-	-
	Sesa Sterlite Limited	-	3,454.0	5,758.0	5,758.0	-	-	0.7	0.7	0.7	-
	Suzlon Energy Limited	-	-	-	-	13,505.0	-	-	-	-	0.7
	Sun TV Network	-	1,497.0	-	-	-	-	0.6	-	-	-
	Sun Pharmaceutical Limited	1,662.0					1.4	-	-	-	-
	Tata Consultancy Services Limited	399.0	270.0	-	381.0	56.0	1.0	0.6	-	0.4	-
	Tech Mahindra Limited	1,572.0	3,216.0	-	-	-	0.9	5.1	-	-	-
	Trent Limited	-	-	288.0	244.0	200.0	-	-	0.2	0.1	0.1
	Tata Motors DVR A Ord	-	-	4,531.0	6,890.0	1,378.0	-	-	0.4	0.6	0.6
	Time Technoplast Limited	-	-	-	482.0	-	-	-	-	0.0	-
	Tata Global Beverages Limited	-	3,499.0	-	-	7,890.0	-	0.5	-	-	0.9
	Tata Coffee	5,000.0					0.5	-	-	-	-
	TRF Limited	-	-	-	-	400.0	-	-	-	-	0.3
	Tara Jewels Ltd	28,535.0	93,227.0	100,000.0	-	-	6.6	21.4	23.0	-	-
	Torrent Power Limited	2,490.0	2,490.0	2,490.0	-	-	0.5	0.5	0.5	-	-
	Tata Steel Limited	-	-	1,689.0	-	-	-	-	0.5	-	-
	Tube Investment of India Limited	-	-	3,606.0	3,606.0	3,606.0	-	-	0.6	0.6	0.6
	Tulip Telecom Limited	-	2,878.0	2,878.0	2,878.0	-	-	0.4	0.4	0.4	-
	Titan Industries Limited	-	-	973.0	1,263.0	-	-	-	0.1	0.3	-
	United Phosporus	-	-	15,000.0	-	-	-	-	2.1	-	-
	TV 18 Broadcast	10,000.0					0.3	-	-	-	-
	United Spirits Limited	188.0	152.0	-	-	-	0.5	0.4	-	-	-
	UCO Bank	500.0					0.1	-	-	-	-
	Union Bank of India Limited	-	5,703.0	-	-	-	-	0.7	-	-	-
	VA Tech Wabag Limited	9,274.0	4,637.0	4,637.0	16,627.0	6,651.0	2.3	2.3	2.3	8.6	8.6
	Voltas Limited	4,167.0	37,520.0	29,400.0	4,486.0	-	0.9	3.9	3.2	0.5	-
	Whirlpool of India Limited	-	-	-	1,837.0	1,837.0	-	-	-	0.5	0.5
							53.3	**238.5**	**255.1**	**142.6**	**104.5**
	b) Unquoted (Non Trade):										
	1) In Funds:										
	HDFC CMF Treasury Advantage Retail -WD	256,042.2	11,593.7	-	-	-	2.4	0.1	-	-	-
	Cap Veda Absolute		100,000.0	-	-	-	-	11.1	-	-	-

Particulars	**Numbers of units 31 March**					***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**	**2015**	**2014**	**2013**	**2012**	**2011**
Return Fund										
						-	-	-	-	-
2) In Debenture						-	-	-	-	-
Barclays Investment & Loans(India) Limited 10.82%	-	-	400.0	-	-	-	-	400.0	-	-
Citi Bank Index Linked	-	-	25.0	-	-	-	-	2.5	-	-
Propstack Services Private Limited	-	45.0	-	-	-	-	4.5	-	-	-
3) Equity Shares:										
Intravo Technologies	4,299.0	4,299.0	4,299.0	4,299.0	4,299.0	0.9	0.9	0.9	0.9	0.9
G R Infraprojects	6,626.0	6,626.0	6,626.0	6,626.0	5,680.0	1.3	1.3	1.3	1.3	1.0
One 97 Communication	-	5,871.0	5,871.0	5,871.0	5,871.0	-	1.5	1.5	1.5	1.5
GMR Energy Limited	16,531.0	16,531.0	-	-	-	0.2	0.2	-	-	-
Marico Kaya Enterprises Limited	-	33.0	-	-	-	-	0.1	-	-	-
4) In Preference Shares:										
0.1% Cumulative Compulsory Convertible Preference - Saraswat Bank-NCPS	500,000.0	500,000.0	-	-	-	5.0	5.0	-	-	-
Shares in Trent Limited:										
a) Series A		-	-	22.0	22.0	-	-	-	0.0	0.0
(₹24,200.00)						-	-	-	-	-
a) Series B		-	-	22.0	22.0	-	-	-	0.0	0.0
(₹24,200.00)						-	-	-	-	-
Intravo Technologies	1,616.0	1,616.0	1,616.0	1,616.0	-	0.1	0.1	0.1	0.1	-
Regen Powertech Private-CCPS	4,328.0	4,328.0	4,328.0	4,328.0	-	3.0	3.1	3.1	3.1	-
GMR Energy Limited-CCPS	1,799.0	1,799.0	2,000.0	2,000.0	2,000.0	1.8	1.8	2.0	2.0	2.0
						14.7	**29.7**	**411.4**	**8.9**	**5.4**
Less: Provision for diminution in the value of Investments						(10.1)	(24.0)	(24.7)	(15.5)	(9.4)
Total						**610.5**	**2,497.7**	**673.1**	**237.8**	**477.0**

(₹in Million)

Notes:	**2015**		**2014**		**2013**		**2012**		**2011**	
	Cost	**Market Value**	**Cost**	**Market Value**	**Cost**	**Market Value**	**Cost**	**Market Value**	**Cost**	**Market Value**
1) Aggregate value of quoted investments	103.2	102.2	2,448.5	2,534.5	286.5	292.1	244.4	256.6	481.0	552.5
2) Aggregate value of unquoted investments	517.3	-	73.3	-	411.3	-	8.9	-	5.4	-

3) Current Year Nil (Previous Year: Bonds 9.80% LIC Housing Finance Limited, 9.68% HDFC Limited and Bond with 9.70% HDFC Limited aggregating to ₹2154.26 Million (P.Y. Nil) is pledged against issuance of SBLC required for term loan of US$ 29.80 Million advanced by Citi Bank USA to ThePharmaNetwork LLC (USA) , a 100% step down subsidiary of the company.)

4) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.

5) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure VIII- Restated Consolidated Statement of Trade Receivables, Cash and Bank Balances and Inventories

A. Trade Receivables

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Unsecured:					
Outstanding for a period exceeding six months:					
Considered Good	407.0	1,387.3	1,242.4	802.5	137.6
Considered Doubtful	97.4	128.6	124.6	103.0	74.9
Less: Provision for doubtful trade receivables	(97.4)	(128.6)	(124.6)	(103.0)	(74.9)
	407.0	1,387.3	1,242.4	802.5	137.6
Other Trade Receivables:					
Considered Good	4,863.8	2,282.0	1,939.7	1,663.6	1,572.6
Considered Doubtful	2.1	41.4	4.6	21.9	37.8
Less: Provision for doubtful trade receivables	(2.1)	(41.4)	(4.6)	(21.9)	(37.8)
	4,863.8	2,282.0	1,939.7	1,663.6	1,572.6
Total	**5,270.8**	**3,669.3**	**3,182.1**	**2,466.1**	**1,710.2**

Trade receivables due from related parties are as below

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
From enterprises over which significant influence exercised by key managerial personnel					
Cachet Pharmaceutical Pvt Limited	-	111.7	102.4	169.4	246.5
Total	**-**	**111.7**	**102.4**	**169.4**	**246.5**

B. Cash and Bank Balances

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Cash and Cash Equivalents					
Cash on hand	9.5	6.0	5.4	2.9	2.7
Cheques and Drafts on hand	58.6	58.6	54.0	39.0	-
Balance with banks	1,327.9	943.6	513.7	221.6	1,236.9
	1,396.0	**1,008.2**	**573.1**	**263.5**	**1,239.6**
Other Bank balances					
Bank Deposits with maturity within 12 months	6,511.6	1,054.7	9,381.4	4,874.6	8,658.6
Total	**7,907.6**	**2,062.9**	**9,954.5**	**5,138.1**	**9,898.2**

1. Bank Deposits of ₹5,023.7 Million is under lien with the Banks against Over Draft Facility.
2. Bank Deposits with maturity after 12 months as at balance sheet date are disclosed as Other Non-Current Assets

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Bank Deposits with maturity beyond 12 months	4,515.9	7,680.5	2,916.1	6,375.9	4,434.7

C. Inventories (Valued at lower of cost or NRV)

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Raw and Packing Materials	2,347.2	1,435.4	1,346.7	1,106.8	978.2
Goods-in-Transit	1.7	0.7	2.5	3.0	2.5

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
	2,348.9	1,436.1	1,349.2	1,109.8	980.7
Work-in-Progress	361.1	387.4	264.4	256.6	186.3
Finished Goods	2,393.6	2,357.9	1,807.7	920.3	599.5
Goods-in-Transit	276.8	185.8	169.3	163.6	167.4
	2,670.4	2,543.7	1,977.0	1,083.9	766.9
Stock-in-Trade	2,116.3	1,720.0	1,869.1	1,368.9	509.7
Goods-in-Transit	345.6	116.1	79.9	30.0	65.1
	2,461.9	1,836.1	1,949.0	1,398.9	574.8
Total	**7,842.3**	**6,203.3**	**5,539.6**	**3,849.2**	**2,508.7**

Notes:

1) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure IX- Restated Consolidated Statement of Long-term Loans and Advances (unsecured, considered good)

A. Long term Loans and Advances

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Unsecured, Considered (Good)					
Capital Advances	152.7	66.0	357.8	411.7	62.2
Security Deposits	91.1	66.4	65.2	52.0	47.4
MAT Credit Entitlement	4,499.6	3,680.5	2,733.4	1,728.3	1,077.9
Loans and Advances to Employees	22.9	-	-	-	-
Advance recoverable in cash or in kind	108.9	100.3	119.0	328.8	352.3
Advance payment of Income Tax (Net of Provisions)	546.5	270.8	118.5	67.4	-
Total	**5,421.7**	**4,184.0**	**3,393.9**	**2,588.2**	**1,539.8**

B. Other non-current assets

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Bank Deposits (due to mature after 12 months from reporting date)	4,515.9	7,680.5	2,916.1	6,375.9	4,434.7
Accrued Interest on Deposits, but not due	547.1	146.3	11.1	389.4	169.4
Total	**5,063.0**	**7,826.8**	**2,927.2**	**6,765.3**	**4,604.1**

Notes:

1) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure X- Restated Consolidated Statement of Short-term Loans and Advances and Other Current Assets

A. Short-term Loans and Advances

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Unsecured, Considered good, unless otherwise stated Balances with government authorities	731.7	623.5	576.5	383.0	267.6
Prepaid expenses	147.8	159.3	177.8	171.1	26.9
Loans and advances to employees	84.2	116.6	128.4	82.0	34.6
Loans and advances to others	3.4	-	-	0.0	-
Security deposits	2.9	4.2	2.0	1.9	1.9
Other loans and advances	-	24.5	4.2	-	-
Advance to suppliers:					
Considered good	326.3	331.7	441.8	335.5	99.1
Considered doubtful	38.8	10.3	15.2	15.3	-
	365.1	342.0	457.0	350.8	99.1
Less: Provision for doubtful advances	(38.8)	(10.3)	(15.2)	(15.3)	-
Sub-total	**326.3**	**331.7**	**441.8**	**335.5**	**99.1**
Total	**1,296.3**	**1,259.7**	**1,330.7**	**973.5**	**430.1**

B. Other current assets

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Interest accrued on bank deposits	153.3	125.2	780.0	379.0	243.0
Export incentives receivable	116.0	110.1	84.2	66.4	79.7
Other receivables	183.7	93.2	18.0	12.8	38.6
Total	**453.0**	**328.5**	**882.2**	**458.2**	**361.3**

Notes:

1) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XI - Restated Consolidated Statement of Long-Term Borrowings

(₹ in Million)

Particulars	As at 31 March				
	2015	**2014**	**2013**	**2012**	**2011**
Long-term borrowings					
Term loans (secured)					
From bank:					
Foreign Currency Term Loans from Banks	281.3	539.2	2,552.9	3,086.5	2,462.6
Term loan	43.6	1,780.8	-	-	-
Total loans	**324.9**	**2,320.0**	**2,552.9**	**3,086.5**	**2,462.6**
Current maturities	1,435.7	479.7	706.3	254.7	-
From Others:					
SBIRI-government of India	2.1	2.5	2.8	3.2	-
Hire purchase loan	2.8	-	-	-	-
Insurance loan	4.5	-	-	-	-
Others	-	-	-	-	-
Total loans	**9.4**	**2.5**	**2.8**	**3.2**	**-**
Current maturities	3.5	-	-	-	-
Term loans (unsecured)					
Others	-	-	0.2	-	-
Total borrowings	**1,773.5**	**2,802.2**	**3,262.2**	**3,344.4**	**2,462.6**
Less: Disclosed under other current liabilities	**(1,439.2)**	**(479.7)**	**(706.3)**	**(254.7)**	**-**
Total (A)	**334.3**	**2,322.5**	**2,555.9**	**3,089.7**	**2,462.6**
Other Long term liabilities					
Capital lease payable	51.4	77.8	123.3	1.9	6.7
Current maturities	**-**	-	-	**-**	**-**
	51.4	**77.8**	**123.3**	**1.9**	**6.7**
Less: Disclosed under other current liabilities	**-**	**-**	**-**	**-**	**-**
Total (B)	**51.4**	**77.8**	**123.3**	**1.9**	**6.7**
Total (A) + (B)	**385.7**	**2,400.3**	**2,679.2**	**3,091.6**	**2,469.3**

Notes:

1. The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.
2. The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.
3. Foreign Currency Term Loan from Bank consists of:
    - Loan carrying interest @ LIBOR plus margin (150 basis points). The Company has entered into an Interest rate swap derivative of fixed rate of @ 3.57% p.a.
    - Loans carrying interest @ 3.10% p.a. The company has given a corporate guarantee in respect of credit facility sanctioned by a bank of subsidiary company in Netherlands.
4. In April 2013, a credit line commenced with Citibank. The Term loan calls for interest only payments which accrue at a 1.85% interest rate per annum. The loan is due in one principal payment due in March 2016.
5. Secured Loan consists of loan from Small Business Innovation research initiative "SBIRI" - Government of India, carries 0% Interest and is repayable in 7 Instalments
6. Term Loan from The Saraswat Co-op Bank Ltd is secured against mortgage of company's Land & Building, Plant & Machinery situated at Plot No- 1582 to 1586 Baddi, Himachal Pradesh and at Plot No. C- 582 A, RIICO Industrial Area, Bhiwadi, Rajasthan. The Loan is further guaranteed by the Directors of the company. Hire Purchase loans from finance companies are secured against respective assets financed by them.

Annexure XII- Restated Consolidated Statement of Long-term Provisions

(₹ in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Provision for income tax	-	-	-	-	12.6
Provision for Employee benefits					
Gratuity payable	329.2	178.1	185.4	205.0	158.7
Compensated absences	168.6	99.7	129.2	137.9	179.4
Consideration payable for acquisition of subsidiary in USA	-	-	-	1,345.2	1,174.8
Provision for anticipated sales return	168.0	145.1	128.4	111.8	95.9
Total	**665.8**	**422.9**	**443.0**	**1,799.9**	**1,621.4**

Notes:

1) The figures disclosed above are based on the restated consolidated summary Statements of Assets and Liabilities of the Company.
2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XIII- Restated Consolidated Statement of Short-term Borrowings, Trade Payables, Other Current Liabilities and Short-term Provisions

A. Short Term Borrowings

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
Secured					
Loans repayable on demand from Banks	9,089.1	6,286.2	7,878.7	4,682.8	5,990.0
Other loans	-	-	1,197.1	-	0.1
Subtotal	**9,089.1**	**6,286.2**	**9,075.8**	**4,682.8**	**5,990.1**
Unsecured					
Working Capital Loan from Banks	2,193.0	1,508.1	2,597.9	1,671.0	313.7
Other loans & Advance	3.6	657.9	428.0	349.3	327.2
Subtotal	**2,196.6**	**2,166.0**	**3,025.9**	**2,020.3**	**640.9**
Total	**11,285.7**	**8,452.2**	**12,101.7**	**6,703.1**	**6,631.0**

Unsecured loans due to related parties

(₹ in Million)

Particulars	Category	As at 31 March				
		2015	2014	2013	2012	2011
Archana Singh	Relatives of Director	-	0.0	0.0	0.0	0.0
Anju Singh	Relatives of Director	-	0.0	0.0	0.0	0.0
Balmiki Prasad Singh	Director	-	101.5	64.7	59.5	44.1
Basudeo N. Singh	Director	-	125.1	84.3	42.6	39.6
Dhananjay Kumar Singh	Director	-	76.1	54.9	42.0	30.7
Jayanti Sinha	Relatives of Director	-	15.5	15.5	15.5	14.2
Khushboo Singh	Relatives of Director	-	0.1	0.1	0.1	0.1
Mritunjay Kumar Singh	Director	-	7.9	7.6	7.2	3.3
Manju Singh	Relatives of Director	-	32.3	25.4	23.7	18.9
Madhurima Singh	Relatives of Director	-	45.4	29.1	22.7	17.9
Nanhamati Singh	Relatives of Director	-	-	-	0.8	12.5
Neha Singh	Relatives of Director	-	0.1	0.1	0.1	0.1
Premlata Singh	Relatives of Director	-	0.6	0.6	0.5	0.5
Prabhat Narain Singh	Director	-	1.5	0.6	1.6	1.6
Rekha Singh	Relatives of Director	-	108.2	84.8	65.2	47.2
Seema Singh	Relatives of Director	-	15.7	14.5	14.5	11.5
Sarandhar Singh	Relatives of Director	-	36.5	26.0	23.6	18.9
Srinivas Singh	Relatives of Director	-	36.6	24.4	22.9	17.4
S K Singh	Relatives of Director	-	0.3	0.3	0.3	0.3
Samprada Singh	Director	-	73.0	12.3	0.7	10.2
Samprada Singh HUF	Entities	-	2.8	2.8	2.8	2.6

Particulars	**Category**	***As at 31 March***				
		2015	**2014**	**2013**	**2012**	**2011**
Sarvesh Singh	Relatives of Director	-	0.8	0.8	0.8	0.8
Shalini Singh	Relatives of Director	-	0.1	0.1	0.1	0.1
Aniruddha Singh	Relatives of Director	-	5.1	-	-	-
Divya Singh	Relatives of Director	-	7.2	-	-	-
			692.4	448.9	347.2	292.5
Less: Interest on above amount			(45.2)	-	-	-
Principal amount outstanding			**647.2**	**448.9**	**347.2**	**292.5**

Notes

1. The figures disclosed above are based on the Restated Consolidated Statement of Assets and Liabilities of the Company.
2. The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Secured:

3. Cash Credit from bank and Packing Credit Foreign Currency Loan are secured by hypothecation of inventories and trade receivable
4. Overdrafts from Banks are secured against pledge of Fixed Deposits with the banks.
5. Cash Credit and Overdraft Facilities carries a rate of Interest ranging between 9.60% to 10.75% p.a., computed on a monthly basis on the actual amount utilized, and are repayable on demand.

Unsecured:

6. Working Capital Loan from banks comprises of Cash Credit in INR and Packing Credit in Foreign Currencies
7. Unsecured Working Capital Loan from banks includes Foreign Currency Loan of ₹1,093.6 Million.
8. Working Capital Loan from banks in Foreign Currency carries Interest rate in the range of 1.10% to 2.00% p.a. and those in Indian Rupees carries Interest rate in the range of 10% to 11% p.a.

B. Trade payables

(₹ in Million)

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
- dues of micro and small enterprises	467.2	468.8	286.5	291.4	295.7
- other creditors	4,152.0	2,588.5	2,589.4	2,468.9	1,381.2
Total	**4,619.2**	**3,057.3**	**2,875.9**	**2,760.3**	**1,676.9**

C. Other current liabilities

(₹ in Million)

Particulars	***As at 31 March***				
	2015	**2014**	**2013**	**2012**	**2011**
Current maturities of long-term borrowings in foreign currency (Refer Annexure XI)	1,439.2	479.7	706.3	254.7	-
Interest accrued but not due on borrowings	3.3	5.2	45.7	42.4	42.2
Dues to statutory authorities	217.8	176.5	133.3	75.0	69.7
Current maturities of	-	29.9	121.5	-	-

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
acquisition payable					
Advances from customers	82.8	59.0	30.7	24.5	52.0
Salary and bonus payable	136.0	238.8	45.8	40.5	50.0
Security Deposit	118.8	92.5	94.2	47.9	37.0
Accrual for expenses	1,299.6	916.3	697.2	629.7	623.0
Billing in excess of cost and earning	13.2	14.9	2.7	-	-
Total	**3,310.7**	**2,012.8**	**1,877.4**	**1,114.7**	**873.9**

D. Short term provisions

(₹ in Million)

Particulars	As at 31 March				
	2015	2014	2013	2012	2011
For Wealth Tax	0.8	0.8	0.8	0.8	-
For Taxation (net of advance tax)	94.4	1.8	0.4	0.5	137.6
For Proposed Dividend on Equity Shares	5.0	-	-	239.1	179.3
For Corporate Dividend Distribution Tax	1.0	-	38.8	38.8	29.8
For anticipated sales return	336.2	253.1	222.1	192.0	162.0
Provision for Employee Benefits:					
Gratuity	344.8	232.1	181.3	143.9	111.6
Compensated absences	61.8	15.7	16.4	12.7	16.5
Other Benefits	0.2	-	3.2	-	-
Total	**844.2**	**503.5**	**463.0**	**627.8**	**636.8**

Notes:

1) The figures disclosed above are based on the Restated Consolidated Statement of Assets and Liabilities of the Company.

2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XIV- Restated Consolidated Statement of Income and Expenses

A Revenue from Operations

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Sale of Products (gross)	38,179.2	31,383.5	24,974.9	20,284.9	17,019.9
Other Operating Revenue:					
Manufacturing Charges	23.1	41.2	24.3	44.4	18.7
Technology Income	-	272.8	270.4	-	-
Export Incentives and Excise Refunds	555.1	422.6	409.4	297.6	172.5
Scrap Sales	23.8	24.3	27.9	17.7	13.5
Excise Duty (Net)	-	67.8	-	-	-
Government subsidy income	36.6	-	-	1.4	-
Commission and Royalties	41.5	-	-	45.6	19.6
Foreign Currency transactions and translation gain (Net)	22.2	45.1	-	-	15.8
Miscellaneous Receipts	115.3	54.7	47.0	19.2	14.4
	817.6	928.5	779.0	425.9	254.5
Total	**38,996.8**	**32,312.0**	**25,753.9**	**20,710.8**	**17,274.4**

B Cost of Material Consumed

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Raw Material Consumed	6,245.5	5,626.6	5,263.2	4,437.1	3,676.8
Packing Material Consumed	2,374.8	2,101.7	1,855.3	1,820.1	1,542.7
Total	**8,620.3**	**7,728.3**	**7,118.5**	**6,257.2**	**5,219.5**

C Changes in Inventory of Finished goods, Work-in-progress and Stock in Trade

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Opening Stock:					
Finished Goods	2,543.7	1,977.0	1,083.8	766.9	963.6
Stock-in-Trade	1,836.1	1,949.0	1,398.9	574.8	348.7
Work-in-Progress	387.4	264.4	256.6	186.3	122.9
	4,767.2	**4,190.4**	**2,739.3**	**1,528.0**	**1,435.2**
Less: Closing Stock:					
Finished Goods	2,325.0	2,543.7	1,977.0	1,083.8	766.9
Stock-in-Trade	2,455.6	1,836.1	1,949.0	1,398.9	574.8
Work-in-Progress	324.2	387.4	264.4	256.6	186.3
	5,104.8	**4,767.2**	**4,190.4**	**2,739.3**	**1,528.0**
Inventory acquired on Acquisition				2.0	
Effect of Foreign exchange translation reserve	0.8	74.7	37.3	65.0	7.9
Total	**(336.8)**	**(502.1)**	**(1,413.8)**	**(1,144.3)**	**(84.9)**

D Employee Benefits expense

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Salaries, wages and bonus	5,641.7	4,810.0	3,705.6	2,650.3	2,345.1
Contribution to provident	442.3	265.0	205.0	225.6	206.8

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
and Other funds					
Employee welfare expenses	260.6	240.6	212.3	158.6	119.0
Total	**6,344.6**	**5,315.6**	**4,122.9**	**3,034.5**	**2,670.9**

E Finance costs

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Interest on borrowings	784.6	890.4	866.5	568.1	401.4
Other borrowing cost	26.5	40.4	15.8	12.9	10.9
Total	**811.1**	**930.8**	**882.3**	**581.0**	**412.3**

F Other expenses

(₹ in Million)

Particulars	31 March 2015	31 March 2014	31 March 2013	31 March 2012	31 March 2011
Consumption of stores and spares	419.0	367.3	370.1	311.0	223.5
Power and fuel	533.1	603.3	531.7	506.8	377.8
Excise Duty (Net)	2.9	-	74.5	30.0	52.9
Processing charges	123.9	110.0	124.1	90.5	85.7
Rent	178.0	174.4	132.6	119.7	88.1
Rates and Taxes	31.4	33.8	14.1	12.8	11.0
Insurance	112.4	104.8	73.3	61.4	57.3
Marketing and promotion	2,395.4	2,081.7	1,809.5	1,393.6	994.4
Selling and distribution expenses	1,190.5	1,014.9	752.0	580.9	438.3
Legal and Professional fees	660.4	263.8	463.1	277.7	136.1
Sales-Tax, Octroi Duty, custom duty etc.	138.3	125.7	97.5	48.3	38.8
Commission and Cash Discount	551.6	387.6	236.2	188.2	151.8
Travelling and conveyance	1,257.2	923.5	804.2	620.3	579.0
Repairs:					
- Buildings	23.9	25.7	37.8	16.8	17.4
- Plant and Machineries	102.7	96.1	93.6	51.1	49.7
- Others	79.2	71.1	48.4	32.6	27.2
Loss on sale of fixed assets (net)	49.3	30.2	24.5	8.7	4.1
Loss on Closure of Subsidiaries	-	3.7	1.0	-	-
Provision for diminution in value of investments	-		9.2	8.5	10.6
Donation	2.8	8.5	12.5	7.2	17.0
Communication and printing expenses	143.5	136.8	125.2	135.5	87.7
Vehicle Expenses	69.8	63.2	58.7	52.1	46.8
Clinical and analytical charges	220.0	210.2	114.7	137.2	51.1
Foreign Currency Loss/ (gain) on Transactions (net)	104.3	236.1	100.7	53.5	63.0
Sundry balance written off	97.9	-	-	1.4	21.8
Corporate Social responsibility	12.0	-	-	-	-
Royalty expenses	294.6	288.0	119.1	24.0	13.7
Miscellaneous expenses	941.8	626.8	416.6	255.3	205.3
Total	**9,735.9**	**7,987.2**	**6,644.9**	**5,025.1**	**3,850.1**

Notes:

1) The figures disclosed above are based on the restated consolidated summary Statement of Profit and Loss.
2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XV- Restated Consolidated Statement of Other Income

(₹ in Million)

Particulars	*For the years ended 31 March*						
	2015	**2014**	**2013**	**2012**	**2011**	**Recurring/ non-recurring**	**Related/ Not related to business activity**
Interest on bank deposits	915.0	1,070.1	1,224.8	1,127.4	941.3	Recurring	Not related
Other interest	378.1	415.4	373.2	77.7	37.7	Recurring	Not related
Dividend income	3.1	5.6	4.6	2.6	1.6	Recurring	Not related
Income from investment in funds	283.2	51.0	-			Recurring	Not related
Compensation Received for pretermination of lease	-	72.7	-	-	-	Non-Recurring	Not related
Provision no longer required written back	17.8	(0.8)	8.9	1.7	27.9	Non-Recurring	Not related
Rental Income	34.2	31.3	32.9	30.1	6.2	Recurring	Not related
Net Gain on Foreign Currency Transactions and Translation		-	-	109.9	-	Recurring	Not related
Net profit on sale of Investments	156.1	-	26.7	99.4	115.3	Recurring	Not related
Miscellaneous income	22.8	7.4	0.6	4.0	4.2	Non-Recurring	Not related
Total	**1,810.3**	**1,652.7**	**1,671.7**	**1,452.8**	**1,134.2**		

Notes:

1) The figures disclosed above are based on the restated consolidated summary Statements of profit and loss of the Company.

2) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XVI: Restated Consolidated Statement of Contingent Liabilities and Commitments

A Contingent liabilities

(₹in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Letter of Credit opened by the Banks	225.8	183.6	231.6	225.0	59.6
Outstanding Bank Guarantees	52.8	47.7	28.4	17.1	24.1
Central Excise demand disputed in appeal {advances paid in dispute ₹30.8 Million (31 March 2014: ₹35.51 Million; 31 March 2013: ₹24.18 Million; 31 March 2012: ₹29.72 Million; 31 March 2011: ₹26.08 Million)}	56.8	64.0	78.5	73.3	66.6
Sales Tax demand disputed in appeal {advances paid in dispute ₹3.5 Million (31 March 2014: ₹8.67 Million; 31 March 2013: ₹9.99 Million; 31 March 2012: ₹6.33 Million; 31 March 2011: ₹5.82 Million)}	122.5	34.6	38.8	24.1	24.0
Service Tax demand disputed in appeal	37.5	-	-	-	-
Income Tax	426.0	426.0	232.7	232.7	84.0
PendingExport Obligation under advance license/ EPCG Scheme	10.0	3.7	8.3	34.1	8.7
Claims against the Company not acknowledged as debt					
a. In relation to purchase commitments*	968.0	-	-	-	-
b. Supply of Goods**	717.4	714.3	589.2	541.8	485.2
c. in relation to property	13.8	-	-	-	-
Total	**2,630.6**	**1,473.9**	**1,207.5**	**1,148.1**	**752.2**

Management considers the service tax, excise duty, custom duty, sales tax and income tax demands received from the authorities are not tenable against the Company, and therefore no provision for these tax contingencies has been made.

* Claim from vendor in relation to compliance with contractual purchase commitment and alleged infringement of intellectual property

** Claim from customer in relation to product quality issues and packing norms in recipient country.

In view of the Company no provision for these claims are required.

B Commitments

(₹in Million)

Particulars	*As at 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Estimated amount of contracts remaining to be executed on Capital Accounts {advances paid ₹58.8 Million (31 March 2014: ₹7.9 Million; 31 March 2013: ₹189.65 Million; 31 March 2012: ₹388.6 Million; 31 March 2011: ₹33.83 Million)}	142.4	120.0	489.1	528.1	153.7
Uncalled/unpaid contribution towards investment in funds	136.6	165.0	170.6	181.0	75.0
Other Commitments: Commitment towards research and development - USD 3 Million	187.5	179.7	162.9	-	-

<u>S&B Pharma, Inc. dba Norac Pharma, U.S.</u>

The PharmaNetwork, LLC, U.S.

On 15 July, 2010, l00% of the existing members' ownership interests in the company was sold to S&B Holdings BV. Under the terms of the agreement, the minority shareholders received defined amounts while the majority members were to be paid on a contingent arrangement based on the company's performance for the five years following the transaction date. The company owes a member royalty income received from a collaborative product; U.S. $ 368,287 (approximately ₹22.2 Million) was paid for the year ended 31 March, 2014 and credited to the member's capital account. It is estimated that the amount to be paid over the next two years will be approximately U.S. $ 2,000,000 (approximately ₹119.5 Million) (Previous Year U.S. $3,000,000; approximately ₹163.1 Million).

In addition, the company has employee salesman agreements which expire from 31 December, 2014 to 31 December, 2022, for minimum base salaries totalling U.S. $ 980,000 (Previous Year U.S. $ 1,020,000) with potential incentive bonuses up to U.S. $ 190,000. The aggregate commitment for future minimum salaries at 31 March, 2014, excluding bonuses, is approximately U.S. $ 4,540,000 (approximately ₹271.3 Million) (Previous Year U.S. $ 5,350,000; approximately ₹290.8 Million). The company entered into a separation agreement with one of its executives which provided for a severance package equal to two years' salary totalling U.S. $ 693,374 which was accrued and expensed in the year ended 31 March, 2013 (approximately ₹37.7 Million). Payments are to be paid equally over two years. The remaining balance as of 31 March, 2014 is U.S. $ 346,687 (approximately ₹20.7 Million) (Previous Year U.S. $ 693,374; approximately ₹37.7 Million) and is included in accrued expenses.

Note:

The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.

Annexure XVII- Restated Consolidated Statement of Accounting Ratios

(₹ in Million)

Particulars	*For the years ended 31 March*				
	2015	**2014**	**2013**	**2012**	**2011**
Restated net profit after tax attributable to equity share holders	4,607.5	4,353.2	3,838.2	4,065.4	2,955.9
Weighted number of equity shares outstanding during the period/year	119,565,000.0	119,565,000.0	119,565,000.0	119,565,000.0	119,565,000.0
Basic and diluted earnings per share (EPS) (₹) - of Face value ₹2 per share	38.54	36.41	32.10	34.00	24.72
Net worth	29,990.6	25,849.7	21,773.1	18,200.5	14,336.9
Return on net worth (refer note 2(b) below) (%)	15.36%	16.84%	17.63%	22.34%	20.62%
Net asset value per equity share (refer note 2(c) below) - of Face value ₹2 per share	250.83	216.20	182.10	152.22	119.91

Notes:

1) The above statement should be read with the notes to restated consolidated summary Statements of Assets and Liabilities, Statement of Profit and Loss and Cash Flows appearing in Annexure IV A, IV B & IV C.
2) The ratios have been computed as below:
   a) Basic earnings per share (₹) = Restated net profit after tax attributable to equity share holders / Weighted number of equity shares outstanding during the year/period
   b) Return on net worth (%) = Restated net profit after tax attributable to equity share holders / Net worth x 100
   c) Restated net asset value per equity share (₹) = Net worth as at the end of the period/year / Total number of equity shares outstanding at the end of the period / year
3) The Company does not have any revaluation reserves or extra-ordinary items.
4) Weighted average number of equity shares is the number of equity shares outstanding at the beginning of the year adjusted by the number of equity shares issued during the year multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year. since the split in face value of equity shares from ₹10 each to ₹2 each fully paid up and the issue of bonus shares in the ratio of 1 fully paid up equity shares of face value of ₹2 each for each existing equity shares of face value of ₹2 each is an issue without consideration, the issue is treated as if it had occurred prior to the beginning of the year 2010-11, the earliest period reported
5) Net worth for ratios mentioned in note 2(b) and 2(c) is = Equity share capital + Reserves and surplus (including surplus in Statement of Profit and Loss)
6) Earnings per share calculations are in accordance with Accounting Standard 20 - Earnings per share, notified under the Companies (Accounting Standards) Rules 2006, as amended.
7) The figures disclosed above are based on the consolidated restated summary Statements of the Company.

Annexure XVIII- Capitalisation Statement

(₹ in Million)

Particulars	**Pre IPO as at 31 March 2015**	**As adjusted for IPO**
		(Refer note 2 below)
Debt		
Short term debt (A)	11,285.7	**[-]**
Long term debt (B)	1,773.5	**[-]**
Total debt (A+B)	**13,059.2**	
Shareholder's funds		
Share capital	239.1	**[-]**
Reserves and surplus (refer annexure V)	29,751.5	**[-]**
Total Shareholder's funds (C)	**29,990.6**	
Total Debt/ Equity ([A+B]/C)	**43.54%**	

Notes:

1. The above has been computed on the basis of the restated consolidated summary statements of assets and liabilities of the Company.
2. The corresponding figures (As adjusted for issue) are not determinable at this stage pending the completion of book building process and hence have not been furnished.
3. Long Term debts are borrowings other than short term borrowings and also includes current maturities of long term debt included in other current liabilities

Annexure XIX: Restated Consolidated Statement of Segment Reporting

SEGMENT REPORTING

Primary Segment

The Group is currently focusing on two business segments i.e., pharmaceutical and investing & real estate. The business of food division is insignificant and accordingly, has not been considered as a separate business segment. The research & development activity of the Group is part of the pharmaceutical business.

(₹ in Million)

Particulars	PHARMA BUSINESS					INVESTING BUSINESS					UNALLOCABLE					Total				
	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11
REVENUE																				
Revenue (net)	37,831.7	31,260.0	24,952.3	20,156.4	16,907.9	-	-	-	-	-	-	-	-	-	-	37,831.7	31,260.0	24,952.3	20,156.4	16,907.9
Other income	49.0	88.7	54.2	111.2	47.0	1,761.3	1,564.0	1,617.5	1,341.6	1,087.2	-	-	-	-	-	1,810.3	1,652.7	1,671.7	1,452.8	1,134.2
Total Revenue	**37,880.7**	**31,348.7**	**25,006.5**	**20,267.6**	**16,954.9**	**1,761.3**	**1,564.0**	**1,617.5**	**1,341.6**	**1,087.2**		**-**	**-**	**-**	**-**	**39,642.0**	**32,912.7**	**26,624.0**	**21,609.2**	**18,042.1**
RESULT																				
Segment Result	**4,895.1**	**4,189.6**	**3,688.0**	**3,871.9**	**2,922.3**	**1,760.6**	**1,563.2**	**1,608.2**	**1,333.0**	**1,077.8**		**-**	**-**			**6,655.7**	**5,752.8**	**5,296.2**	**5,204.9**	**4,000.1**
Less: Interest *(Refer Note Below)						345.1	423.3	465.9	338.4	261.8	466.0	507.5	416.4	242.6	150.5	811.1	930.8	882.3	581.0	412.3
Less: Depreciation	703.0	517.6	388.8	281.3	267.3	-	5.0	9.1	9.1	7.0		-	-			703.0	522.6	397.9	290.3	274.3
Profit Before Tax	**4,192.1**	**3,672.0**	**3,299.3**	**3,590.7**	**2,655.0**	**1,415.5**	**1,134.9**	**1,133.1**	**985.4**	**809.0**	**(466.0)**	**(507.5)**	**(416.4)**	**(242.6)**	**(150.5)**	**5,141.6**	**4,299.6**	**4,016.0**	**4,333.6**	**3,313.5**
Less: Tax		-	-	-	-	-	-	-	-	-	84.5	25.1	42.4	171.6	327.5	84.5	25.1	42.4	171.6	327.5
Less: Deferred tax liability/ (asset)		-	-	-	-	-	-	-	-	-	449.6	(78.7)	137.3	103.6	28.2	449.6	(78.7)	137.3	103.6	28.2
Profit After Tax (before minority interest)	**4,192.1**	**3,672.0**	**3,299.3**	**3,590.7**	**2,655.0**	**1,415.5**	**1,134.9**	**1,133.1**	**985.4**	**809.0**	**(1,000.1)**	**(453.9)**	**(596.1)**	**(517.8)**	**(506.2)**	**4,607.5**	**4,353.2**	**3,836.3**	**4,058.4**	**2,957.8**
OTHER INFORMATION																				
Segmental assets	31,262.4	23,896.4	21,469.2	17,084.9	12,856.3	16,604.2	15,266.9	18,386.8	15,776.6	14,583.6	5,090.9	4,002.5	2,863.8	1,800.1	1,077.9	52,957.6	43,165.8	42,719.7	34,661.6	28,517.7
Segmental liabilities	21,902.2	16,846.4	20,400.2	15,820.0	13,568.2	-	-	-	-	-	1,064.8	469.7	546.4	641.1	612.7	22,967.0	17,316.1	20,946.6	16,461.1	14,180.8
Capital expenditure	2,946.6	1,548.0	2,610.1	1,508.1	1,085.2		-	-	-	-		-	-			2,946.6	1,548.0	2,610.1	1,508.1	1,085.2
Depreciation	703.0	517.6	388.8	281.3	267.3	-	5.0	9.1	9.1	7.0		-	-			703.0	522.6	397.9	290.3	274.3

Particulars	PHARMA BUSINESS					INVESTING BUSINESS					UNALLOCABLE					Total				
	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11
Non cash expenditure other than depreciation	484.9	57.7	62.8	66.6	417.2	-	-	9.2	8.5	10.6		-	-			484.9	57.7	71.9	75.1	427.8

Note:-
* Interest is allocated to the segment based on the net assets utilized by the segment

Secondary Segment

The Segment Revenue, considered for disclosure in the geographical segments, is on the basis of customer location. In case of Segment Asset and Segment Capital Expenditure, the amount attributable to geographical segment outside India" is less than 10% of the Group's Total Assets and Total Capital Expenditure respectively and hence not disclosed separately.

(₹ in Million)

Segment Reporting	Revenue from Sale of Products					Other Operating Revenue					Revenue from Operations				
	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11	2014-15	2013-14	2012-13	2011-12	2010-11
India	27,527.9	23,050.4	19,989.4	17,176.9	14,566.6	734.2	556.8	485.7	359.6	216.7	28,262.1	23,607.2	20,475.1	17,536.5	14,783.3
Outside India	9,486.2	7,281.1	4,183.9	2,553.6	2,086.8	83.4	371.7	293.3	66.3	37.8	9,569.6	7,652.8	4,477.2	2,619.9	2,124.6
Total	**37,014.1**	**30,331.5**	**24,173.3**	**19,730.5**	**16,653.4**	**817.6**	**928.5**	**779.0**	**425.9**	**254.5**	**37,831.7**	**31,260.0**	**24,952.3**	**20,156.4**	**16,907.9**

Annexure XX: Restated Consolidated Statement of Related Party Transactions

Names of related parties and description of relationship:

A) **Key Management Personnel**

2015	
Name	**Position**
Mr. Samprada Singh	Chairman Emeritus
Mr. Basudeo N. Singh	Executive Chairman
Mr. Prabhat Narain Singh (up to 20 Feb, 2015)	Director
Mr. Nawal Kishore Singh (up to 2 Jan, 2015)	Director
Mr. Balmiki Prasad Singh	Director
Mr. Dhananjay Kumar Singh	Joint Managing Director
Mr. Mrityunjay Kumar Singh (up to 31 July, 2014)	Director
Mr. Sandeep Singh	Joint Managing Director
Mr. Prabhat Agrawal (w.e.f 21st Oct, 2014)	Chief Executive Officer

2014		2013	
Name	**Position**	**Name**	**Position**
Mr. Samprada Singh	Chairman	Mr. Samprada Singh	Chairman
Mr. Basudeo N. Singh	Managing Director	Mr. Basudeo N. Singh	Managing Director
Mr. Prabhat Narain Singh	Director	Mr. Prabhat Narain Singh	Director
Mr. Nawal Kishore Singh	Director	Mr. Nawal Kishore Singh	Director
Mr. Balmiki Prasad Singh	Director	Mr. Balmiki Prasad Singh	Director
Mr. Dhananjay Kumar Singh	Director	Mr. Dhananjay Kumar Singh	Director
Mr. Mrityunjay Kumar Singh	Director	Mr. Mrityunjay Kumar Singh	Director
Mr. Sandeep Singh	Director	Mr. Ravindra Y. Shenoy	Chief Operating Officer
Mr. Ravindra Y. Shenoy **(up to 31st July 2013)**	Chief Operating Officer		

2012		2011	
Name	**Position**	**Name**	**Position**
Mr. Samprada Singh	Chairman	Mr. Samprada Singh	Chairman
Mr. Basudeo N. Singh	Managing Director	Mr. Basudeo N. Singh Mr.	Managing Director
Mr. Prabhat Narain Singh	Director	Prabhat Narain Singh	Director
Mr. Nawal Kishore Singh	Director	Mr. Nawal Kishore Singh	Director
Mr. Balmiki Prasad Singh	Director	Mr. Balmiki Prasad Singh	Director
Mr. Dhananjay Kumar Singh	Director	Mr. Dhananjay Kumar Singh	Director
Mr. Mrityunjay Kumar Singh	Director	Mr. Mrityunjay Kumar Singh	Director
Mr. Ravindra Y. Shenoy	Chief Operating Officer	Mr. Ravindra Y. Shenoy	Chief Operating Officer

B) Relatives of Key Management Personnel and Entities in which Key Management Personnel's have contractual and significant influence:

2015	2014	2013	2012	2011
Relatives of Key Management Personnel and Entities in which Key Management Personnel's have contractual and significant influence:				
-	-	-	Mrs. Nanhamati Singh	Mrs. Nanhamati Singh
Mr. Satish Kumar Singh	Mr. Satish Kumar Singh	Mr. Satish Kumar Singh	Mr. Satish Kumar Singh	Mr. Satish Kumar Singh
Mrs. Jayanti Sinha	Mrs. Jayanti Sinha	Mrs. Jayanti Sinha	Mrs. Jayanti Sinha	Mrs. Jayanti Sinha
Mrs. Rekha Singh	Mrs. Rekha Singh	Mrs. Rekha Singh	Mrs. Rekha Singh	Mrs. Rekha Singh
Mrs. Archana Singh	Mrs. Archana Singh	Mrs. Archana Singh	Mrs. Archana Singh	Mrs. Archana Singh
Mrs. Anju Singh	Mrs. Anju Singh	Mrs. Anju Singh	Mrs. Anju Singh	Mrs. Anju Singh
Ms. Shalini Singh	Ms. Shalini Singh	Ms. Shalini Singh	Ms. Shalini Singh	Ms. Shalini Singh
Ms. Neha Singh	Ms. Neha Singh	Ms. Neha Singh	Ms. Neha Singh	Ms. Neha Singh
Ms. Khushboo Singh	Ms. Khushboo Singh	Ms.Khushboo Singh	Ms. Khushboo Singh	Ms. Khushboo Singh
Mr. Sarandhar Singh	Mr. Sarandhar Singh	Mr. Sarandhar Singh	Mr. Sarandhar Singh	Mr. Sarandhar Singh
-	-	Mr. Sandeep Singh	Mr. Sandeep Singh	Mr. Sandeep Singh
Mr. Srinivas Singh	Mr. Srinivas Singh	Mr. Srinivas Singh	Mr. Srinivas Singh	Mr. Srinivas Singh
Mr. Sarvesh Singh	Mr. Sarvesh Singh	Mr. Sarvesh Singh	Mr. Sarvesh Singh	Mr. Sarvesh Singh
Mrs. Manju Singh	Mrs. Manju Singh	Mrs. Manju Singh	Mrs. Manju Singh	Mrs. Manju Singh
Mrs. Premlata Singh	Mrs. Premlata Singh	Mrs.Premlata Singh	Mrs. Premlata Singh	Mrs. Premlata Singh
Mrs. Madhurima Singh	Mrs. Madhurima Singh	Mrs. Madhurima Singh	Mrs. Madhurima Singh	Mrs. Madhurima Singh
Mrs. Seema Singh	Mrs. Seema Singh	Mrs. Seema Singh	Mrs. Seema Singh	Mrs. Seema Singh
Ms. Divya Singh	Ms. Divya Singh	Ms. Divya Singh	Ms. Divya Singh	Ms. Divya Singh
Mst. Aniruddha Singh	Mst. Aniruddha Singh	Mst. Aniruddha Singh	Mst. Aniruddha Singh	Mst. Aniruddha Singh
Ms. Meghna Singh	Ms. Meghna Singh	Ms. Meghna Singh	Ms. Meghna Singh	Ms. Meghna Singh
Shrey Shree Anant Singh	Shrey Shree Anant Singh	Shrey Shree Anant Singh	Shrey Shree Anant Singh	Shrey Shree Anant Singh
Samprada Singh (HUF)	Samprada Singh (HUF)	Samprada Singh (HUF)	Samprada Singh (HUF)	Samprada Singh (HUF)
-	-	-	-	P. N. Singh (HUF)
Ms. Inderjit Arora	-	-	-	-
Mr. Nawal Kishore Singh (w.e.f 3rd Jan, 2015)	-	-	-	-
Mr. Mrityunjay Kumar Singh (w.e.f 1st August, 2014)	-	-	-	-
M/s Cachet Pharmaceuticals Pvt. Ltd.(up to 26th March, 2015)	M/s Cachet Pharmaceuticals Pvt. Ltd.	M/s Cachet Pharmaceuticals Pvt. Ltd.	M/s Cachet Pharmaceuticals Pvt. Ltd.	M/s Cachet Pharmaceuticals Pvt. Ltd.
M/s Indchemie Health Specialities Pvt. Ltd.(up to 29th March, 2015)	M/s Indchemie Health Specialities Pvt. Ltd.	M/s Indchemie Health Specialities Pvt. Ltd.	M/s Indchemie Health Specialities Pvt. Ltd.	M/s Indchemie Health Specialities Pvt. Ltd.
M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.	M/s Galpha Laboratories Ltd.
Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.	Travelon Services Pvt. Ltd.

C) Transactions with related parties:

(₹ in Million)

2015					
Sr. No	**Transactions**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Remuneration	307.7	22.9	-	**330.6**

2015					
Sr. No	**Transactions**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
2	Loans Taken	319.2	-	-	**319.2**
3	Loans Repaid	679.9	283.8	2.6	**966.2**
4	Interest expense on loans taken	37.7	24.1	0.3	**62.1**
5	Purchase of Goods	-	-	2,003.1	**2,003.1**
6	Sale of Goods	-	-	59.4	**59.4**
7	Sale of Raw and Packing Materials	-	-	15.8	**15.8**
8	Purchase of Raw and Packing Materials	-	-	90.8	**90.8**
9	Services received	-	-	117.1	**117.1**
10	Services rendered	-	-	23.1	**23.1**
11	Rental Income	-	-	16.5	**16.5**
12	Rent Expenses	0.6	3.4	-	**4.0**
13	Final/Interim Dividend paid	147.1	185.1	0.6	**332.7**
14	Loans Given (net)	3.0	-	-	**3.0**
15	Sale of Assets	34.7	-	0.5	**35.2**
16	Interest Income from	0.1	-	-	**0.1**
17	Gas Sales	-	-	2.3	**2.3**

(₹ in Million)

2014					
Sr. No	**Transactions**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Remuneration	356.5	9.0	-	**365.5**
2	Loans Taken	198.9	78.7	1.0	**278.6**
3	Loans Repaid	47.1	0.7	-	**47.8**
4	Interest expense on loans taken	27.0	23.0	0.2	**50.3**
5	Purchase of Goods	-	-	1,580.2	**1,580.2**
6	Sale of Goods	-	-	200.8	**200.8**
7	Sale of Raw and Packing Materials	-	-	23.1	**23.1**
8	Purchase of Raw and Packing Materials	-	-	41.2	**41.2**
9	Services received	-	-	207.3	**207.3**
10	Services rendered	-	-	22.8	**22.8**
11	Rental Income	-	-	12.4	**12.4**
12	Rent Expenses	0.5	3.0	-	**3.5**
13	Final/Interim Dividend paid	92.3	79.6	0.3	**172.2**
14	Sale of Assets	-	-	0.3	**0.3**
15	Purchase of Assets	-	-	13.5	**13.5**
16	Gas Sales	-	-	2.8	**2.8**
17	Scrap Sales	-	-	0.4	**0.4**
18	Reimbursement of Expenses by us	-	-	4.9	**4.9**

(₹ in Million)

2013					
Sr. No	**Transactions**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Remuneration	141.1	9.3	-	**150.4**
2	Loans Taken	92.1	29.2	-	**121.3**
3	Loans Repaid	25.8	-	-	**25.8**
4	Interest expense on loans taken	17.3	17.9	0.2	**35.5**
5	Purchase of Goods	-	-	1,620.8	**1,620.8**

2013					
Sr. No	**Transactions**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
6	Sale of Goods	-	-	250.2	**250.2**
7	Sale of Raw and Packing Materials	-	-	9.5	**9.5**
8	Purchase of Raw and Packing Materials	-	-	58.8	**58.8**
9	Services received	-	-	452.2	**452.2**
10	Services rendered	-	-	24.3	**24.3**
11	Rental Income	-	-	6.5	**6.5**
12	Rent Expenses	0.4	2.3	-	**2.7**
13	Final/Interim Dividend paid	176.7	155.5	0.6	**332.8**
14	Sale of Assets	-	-	6.6	**6.6**
15	Gas Sales	-	-	3.5	**3.5**

(₹ in Million)

2012					
Sr. No	**Transactions**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Remuneration	124.9	7.8	-	**132.7**
2	Loans Taken	49.9	36.4	-	**86.3**
3	Loans Repaid	36.8	20.3	-	**57.1**
4	Interest expense on loans taken	12.2	15.9	0.2	**28.3**
5	Purchase of Goods	-	-	1,272.0	**1,272.0**
6	Sale of Goods	-	-	322.6	**322.6**
7	Sale of Raw and Packing Materials	-	-	8.2	**8.2**
8	Purchase of Raw and Packing Materials	-	-	42.6	**42.6**
9	Services received	-	-	188.3	**188.3**
10	Services rendered	-	-	20.6	**20.6**
11	Rental Income	-	-	6.5	**6.5**
12	Rent Expenses	0.4	1.9	-	**2.3**
13	Final/Interim Dividend paid	62.3	62.3	0.2	**124.9**
14	Sale of Assets	-	-	2.3	**2.3**
15	Gas Sales	-	-	2.9	**2.9**

(₹ in Million)

2011					
Sr. No	**Transactions**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Remuneration	101.6	-	-	**101.6**
2	Loans Taken	96.5	29.2	0.7	**126.4**
3	Loans Repaid	130.2	2.2	1.5	**133.9**
4	Interest expense on loans taken	18.2	13.7	0.3	**32.2**
5	Purchase of Goods	-	-	1,237.4	**1,237.4**
6	Sale of Goods	-	-	382.8	**382.8**
7	Sale of Raw and Packing Materials	-	-	8.4	**8.4**
8	Purchase of Raw and Packing Materials	-	-	70.1	**70.1**
9	Services received	-	-	137.4	**137.4**
10	Services rendered	-	-	18.7	**18.7**
11	Rental Income	-	-	6.1	**6.1**
12	Rent Expenses	0.4	1.7	-	**2.1**
13	Sale of Assets	-	-	1.0	**1.0**
14	Gas Sales	-	-	2.3	**2.3**

Out of the above items transactions in excess of 10% of the total related party transactions

Sr. No.	Transactions	Related Party relation	₹ in Millions				
			2014-15	2013-14	2012-13	2011-12	2010-2011
1	Remuneration						
	Mr. Samprada Singh	Key Management Personnel	85.5	141.8	50.5	40.3	34.1
	Mr. Basudeo N. Singh	Key Management Personnel	86.4	141.9	50.7	40.5	34.3
	Mr. Nawal Kishore Singh	Key Management Personnel	68.6	-	-	-	-
	Mr. Ravindra Y. Shenoy	Key Management Personnel	-	-	7.6	11.7	9.5
2	Loans Taken						
	Mr. Basudeo N. Singh	Key Management Personnel	122.5	78.7	40.3	26.0	53.9
	Mr. Dhananjay Kumar Singh	Key Management Personnel	35.3	20.0	12.0	11.3	1.5
	Mr. Samprada Singh	Key Management Personnel	55.0	64.0	35.0	0.1	30.0
	Mr. Balmiki Prasad Singh	Key Management Personnel	105.2	35.0	4.5	11.3	-
	Mrs. Rekha Singh	Spouse of Director	-	22.5	18.2	13.8	-
3	Loans Repaid						
	Mr. Basudeo N. Singh	Key Management Personnel	238.9	41.5	0.9	26.2	72.0
	Mr. Samprada Singh	Key Management Personnel	124.6	5.6	23.9	10.2	40.2
	Mr. Balmiki Prasad Singh	Key Management Personnel	200.1	-	-	-	-
	Mrs. Rekha Singh	Spouse of Director	126.6	-	-	-	-
	Mr. Dhananjay Kumar Singh	Key Management Personnel	-	-	-	0.0	1.5
	Mrs. Nanhamati Singh	Spouse of Director	-	-	-	20.0	-
	Mrs. Madhurima Singh	Spouse of Director	-	-	-	0.0	1.8
4	Interest Expenses on Loans Taken						
	Mr. Balmiki Prasad Singh	Key Management Personnel	12.8	7.3	5.4	4.5	3.7
	Mr. Basudeo N. Singh	Key Management Personnel	13.6	9.7	5.7	3.1	7.0
	Mrs. Rekha Singh	Spouse of Director	8.7	8.4	6.7	5.1	4.0
	Mr. Samprada Singh	Key Management Personnel	-	3.7	1.3	0.6	3.7
	Mr. Dhananjay Kumar Singh	Key Management Personnel	-	5.6	4.3	3.3	-
	Mrs. Madhurima Singh	Spouse of Director	-	3.3	-	-	-
	Mrs. Manju Singh	Spouse of Director	-	2.5	-	-	-
	Mr. Sarandhar Singh	Son of Director	-	2.7	-	-	-
	Mr. Srinivas Singh	Son of Director	-	2.7	-	-	-
5	Purchase of Goods						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	722.0	613.3	616.2	504.4	485.9
	Indchemie Health Specialties Pvt. Ltd.	Others	866.3	646.3	706.2	530.6	421.4

Sr. No.	Transactions	Related Party relation	₹ in Millions				
			2014-15	2013-14	2012-13	2011-12	2010-2011
	Galpha Laboratories Limited	Others	414.7	320.5	298.3	237.0	330.1
6	Sale of Goods						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	192.3	214.9	294.8	366.8
	Indchemie Health Specialties Pvt. Ltd.	Others	-	-	25.5	-	-
7	Sale of Raw and Packing Materials						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	3.4	2.8	2.1	4.6
	Indchemie Health Specialties Pvt. Ltd.	Others	11.4	14.4	3.7	3.6	1.3
	Galpha Laboratories Limited	Others	2.9	5.3	3.0	2.5	2.5
8	Purchase of raw and Packing Materials						
	Galpha Laboratories Limited	Others	87.9	39.7	55.6	42.2	64.7
9	Services received						
	Travelon Services Pvt. Ltd	Others	-	97.9	349.5	112.7	72.3
	Indchemie Health Specialties Pvt. Ltd.	Others	79.8	79.4	71.1	51.6	40.5
	Cachet Pharmaceuticals Pvt. Ltd.	Others	20.9	-	-	-	-
	Galpha Laboratories Limited	Others	16.4	-	-	-	-
10	Services rendered						
	Galpha Laboratories Limited	Others	22.8	22.6	24.1	20.3	18.4
11	Rental Income						
	Indchemie Health Specialties Pvt. Ltd.	Others	10.2	7.6	3.1	3.1	3.1
	Galpha Laboratories Limited	Others	3.3	3.3	2.4	2.4	2.7
	Cachet Pharmaceuticals Pvt. Ltd.	Others	3.0	1.5	0.9	0.9	-
12	Rent Expenses						
	Mr. Dhananjay Kumar Singh	Key Management Personnel	0.6	0.5	0.4	0.4	0.4
	Mrs. Divya Singh	Daughter of Director	1.1	1.0	0.9	0.9	0.9
	Mrs. Madhurima Singh	Spouse of Director	1.3	1.1	0.8	0.8	0.8
	Mr. Sarvesh Singh	Brother of Director	1.0	0.9	0.6	0.2	-
13	Loans Given (net)						
	Loans Given						
	Mr. Prabhat Agrawal	Chief Executive Officer	3.7	-	-	-	-
	Loan Repayment						

Sr. No.	Transactions	Related Party relation	₹ in Millions				
			2014-15	2013-14	2012-13	2011-12	2010-2011
	Mr. Prabhat Agrawal	Chief Executive Officer	0.7	-	-	-	-
14	Sale of Assets/Assets under construction						
	Mr. Basudeo N. Singh	Key Management Personnel	34.7	-	-	-	-
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	-	0.6	2.3	1.0
	Indchemie Health Specialties Pvt. Ltd.	Others	-	0.3	5.9	-	-
15	Purchase of Assets						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	13.5	-	-	-
16	Interest Income from						
	Mr. Prabhat Agrawal	Chief Executive Officer	0.1	-	-	-	-
17	Gas Sales						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	0.8	1.0	1.2	1.1	0.8
	Indchemie Health Specialties Pvt. Ltd.	Others	0.9	1.1	1.4	1.1	0.9
	Galpha Laboratories Limited	Others	0.6	0.7	0.9	0.7	0.6
18	Scrap Sales						
	Galpha Laboratories Limited	Others	-	0.4	-	-	-
	Indchemie Healthspecialities Limited	Others	-	0.1	-	-	-
19	Reimbursement of expenses by us						
	Cachet Pharmaceuticals Pvt. Ltd.	Others	-	2.7	-	-	-
	Indchemie Health Specialties Pvt. Ltd.	Others	-	2.2	-	-	-

D. Balance due from / to the related Parties

(₹ in Million)

2015					
Sr. No	**Particulars**	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Outstanding Payables	-	-	53.8	**53.8**
2	Loans Receivable	3.0	-	-	**3.0**

(₹ in Million)

2014					
	Particulars	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Outstanding Receivables	-	-	111.7	**111.7**
2	Outstanding Payables	-	-	301.9	**301.9**
3	Loans Payable	360.8	283.8	2.6	**647.2**
4	Interest Payable on Loan	24.3	20.7	0.2	**45.2**

(₹ in Million)

2013					
	Particulars	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Outstanding Receivables	-	-	102.4	**102.4**
2	Outstanding Payables	-	-	148.8	**148.8**
3	Loans Payable	224.5	221.9	2.8	**449.2**

(₹ in Million)

2012					
	Particulars	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Outstanding Receivables	-	-	203.3	**203.3**
2	Outstanding Payables	-	-	23.8	**23.8**
3	Loans Payable	153.6	190.8	2.8	**347.2**

(₹ in Million)

2011					
	Particulars	**Key Management Personnel**	**Relatives of Key Management Personnel**	**Entities**	**Total**
1	Outstanding Receivables	-	-	235.5	**235.5**
2	Outstanding Payables	-	-	93.9	**93.9**
3	Loans Payable	129.5	160.4	2.6	**292.5**

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

You should read the following discussion of our financial condition and results of operations together with our Restated Consolidated Financial Information as of the fiscal years ended March 31, 2015, 2014 and 2013, including the notes thereto and reports thereon, each included in this Draft Red Herring Prospectus, and our assessment of the factors that may affect our prospects and performance in future periods. Our restated financial information included in this Draft Red Herring Prospectus is prepared in accordance with Indian GAAP, the Companies Act, 2013, as amended/Companies Act, 1956, as applicable, and as restated in accordance with the SEBI ICDR Regulations, which differ in certain material respects from IFRS, U.S. GAAP and GAAP in other countries. Accordingly, the degree to which our Restated Consolidated Financial Information in this Draft Red Herring Prospectus will provide meaningful information to a prospective investor in countries other than India is entirely dependent on the reader's level of familiarity with Indian GAAP.

This discussion and analysis contains forward-looking statements that reflect our current views with respect to future events and our financial performance. Our actual results may differ materially from those anticipated in these forward-looking statements. As such, you should also read the sections titled "Risk Factors" and "Forward Looking Statements" beginning on pages 18 and 17, respectively which discuss a number of factors and contingencies that could affect our financial condition and results of operations.

Our fiscal year ends on March 31 of each year. Accordingly, all references to a particular fiscal year are to the 12 months ended March 31 of that year.

Overview

We are a leading Indian pharmaceutical company with global operations, engaged in the development, manufacture and sale of pharmaceutical and neutraceutical products. For fiscal year 2015, we were the fifth largest pharmaceutical company in India in terms of domestic sales (*Source: IMS SSA MAT March 2015*). Further, we had the largest number of brands (five) in the top 50 brands of the Indian pharmaceutical industry for fiscal year 2015 in terms of domestic sales (along with another leading pharmaceutical company) (*Source: IMS SSA MAT March 2015*).

Established in 1973, we produce branded generics, generic drugs, active pharmaceutical ingredients ("**APIs**") and neutraceuticals, which we market in India and 55 countries internationally, primarily the United States. We have seen strong growth under the vision, leadership and guidance of our founders, Mr. Samprada Singh and Mr. Basudeo N. Singh, who have both been associated with the pharmaceutical business for over four decades.

Our pharmaceutical business is organized into domestic (i.e. Indian) and international operations, according to the geographies in which we operate. For fiscal year 2015, our domestic and international operations accounted for 74.7% and 25.3%, respectively, of our net revenues from operations. Our consolidated net revenues from operations grew at a compounded annual growth rates ("**CAGR**") of 22.3% in the period from fiscal year 2011 to fiscal year 2015.

Our domestic operations are further divided according to the various therapeutic areas in which we operate. In the last fiscal year, we had a portfolio of 736 brands in India (*Source: IMS SSA MAT March 2015*). We have been among the top ten pharmaceutical companies in India in terms of domestic sales for the past 12 years (*Source: IMS Health*). Our domestic business has grown at a CAGR of 17.6% in the period from fiscal year 2011 to fiscal year 2015. According to IMS Health, we were the third-fastest growing company in terms of sales in this period among the ten largest pharmaceutical companies in the Indian domestic formulations market.

Net revenues from operations from our international operations have grown from 12.6% of our net revenue from operations in fiscal year 2011 to 25.3% of our net revenue from operations in fiscal year 2015. As part of our international operations, we focus on the United States, through our marketing subsidiary, Ascend Laboratories LLC ("**Ascend**").

Our most significant therapeutic areas in domestic market are anti-infectives, gastro-intestinal, pain and analgesics, and vitamins, minerals and nutrients. These therapeutic areas accounted for 80.7% of our total sales in the domestic market for fiscal year 2015 (*Source: IMS SSA MAT March 2015*). We have established products in various therapeutic areas in India, including:

- Anti-infectives is the largest segment in the pharmaceutical industry in India. We have consistently been ranked number one in terms of revenue in this therapeutic area for the past ten years. For fiscal year 2015, we had the largest market share of 11.2% out of a total market size of ₹106,551.1 million. Our key anti-infective brands are Clavam (for fiscal year 2015, we had the second largest market share in its molecule category, which had a market size of ₹13,891 million), Taxim-O (for fiscal year 2015, we had the second largest market share in its molecule category, which had a market size of ₹7,685.5 million) and Taxim (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹1,974.8 million) (*Source: IMS SSA MAT March 2015*);

- Gastro-intestinal (in which we had the third-largest market share of 5.6% out of a total market size of ₹84,091.1 million for fiscal year 2015). Our key gastro-intestinal brands are Pan (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹5,027.4 million) and Pan-D (for fiscal year 2015, we had the largest market share in its molecule category, which had a market size of ₹4,944.8 million) (*Source: IMS SSA MAT March 2015*);

- Pain/ analgesics (in which we had the third-largest market share of 5.0% out of a total market size of ₹62,688.5 million for fiscal year 2015) (*Source: IMS SSA MAT March 2015*);

- Vitamins/ minerals/ nutrients (in which we had the sixth-largest market share of 3.7% out of a total market size of ₹60,179.1 million for fiscal year 2015) (*Source: IMS SSA MAT March 2015*); and

- In addition to the above categories, we have a fast-growing portfolio in other therapeutic areas such as neuro-psychiatry, cardiology, dermatology, diabetology and oncology. In these therapeutic areas, we have built brands which include Olkem for hypertension, Donep for Alzheimer's disease, Glucoryl-M for diabetes, Kojiglo for hyper-pigmentation and Melbild for hypo-pigmentation.

Having established ourselves in the Indian pharmaceuticals market, we have expanded internationally through both organic growth and certain strategic acquisitions in the United States, which is our key focus market. Our products are sold in 56 countries, either directly through our Subsidiaries or indirectly, through supply, distribution and other arrangements with various global companies and local distributors.

In July 2010, we acquired ThePharmanetwork LLC in the United States, the holding company of Ascend, which provided us with the commercial platform through which we were able to market and sell our portfolio of products in the United States. Ascend was established in 2003 and had its own portfolio of generic products in the market prior to its acquisition. Ascend has relationships with major chains, wholesalers, managed care companies, distributors, food and grocery stores and pharmaceutical retailers in the United States. Further, in December 2012, we acquired manufacturing assets from NORAC, Inc. in the United States, focused primarily on manufacturing specialty APIs and providing contract research and manufacturing services. Recently, in June 2015, we acquired a formulation manufacturing facility from Long Pharmaceuticals LLC in the United States that has semi-solids, liquid and nasal formulation manufacturing capabilities.

In the United States, we have filed 66 abbreviated new drug applications ("**ANDAs**") (of which 18 have received final approval and two have received tentative approval), of which 29 were Para IV filings including first-to-files ("**FTFs**") and one new drug application ("**NDA**") (that has received final approval). Please refer to "*– Our International Operations – Our United States Operations*" for details. We sell a range of high-quality, cost-effective generic drugs to major drug chains, pharmaceutical retailers, wholesalers, food and grocery stores, distributors and managed care companies in the United States.

In addition to the United States, Australia is also an important focus market for us. In June 2009, we acquired a majority stake in an Australia company, Pharmacor Pty Ltd ("**Pharmacor**") to enable us to enter the Australian market. Pharmacor targets individual pharmacies, pharmacy groups, pharmacy co-ops, aged care and hospitals to offer prescription drugs and over-the-counter generic medicines. We have also built our presence in other developed and emerging markets in Europe, South-East Asia, Latin America, Africa and the CIS through our Subsidiaries in these countries as well as through building relationships with international companies and local distributors. Please refer to "*- Our International Operations*" for details.

We have a total of 16 manufacturing facilities: 14 manufacturing facilities at five locations in India and two in the United States. Five of our facilities are USFDA, TGA and UK-MHRA approved. Of the Indian manufacturing facilities, 12 are for manufacturing formulations and two for manufacturing APIs. Please refer "*- Our Manufacturing Facilities*" for details.

We have strong research and development capabilities which enhance our portfolio of products. We have four research and development facilities, two in India and two in the United States. As of June 30, 2015, we employed 483 scientists in research and development functions. Please refer "- *Research and Development*" for details. For fiscal year 2015, our expenditure on research and development amounted to 4.5% of our net revenues from operations.

We generate demand for our products in India through our field force of medical representatives, who frequently visit prescribers across specialties to market our product portfolio and also visit pharmacies and distributors to ensure that our brands are adequately stocked. As of June 30, 2015, we had a field force of 5,856 medical representatives spread across all the states in India.

Our consolidated net revenues from operations for the years ended March 31, 2015, 2014 and 2013 were ₹37,831.7 million, ₹31,260.0 million and ₹24,952.3 million respectively. The following table sets forth certain information regarding our net revenue from operations for our geographic segments on a consolidated basis:

(in ₹million)

	For the year ended March 31,		
	2015	**2014**	**2013**
Geographic segments			
Domestic	28,262.1	23,607.2	20,475.1
International	9,569.6	7,652.8	4,477.2
Total	**37,831.7**	**31,260.0**	**24,952.3**

Our United States subsidiary, ThePharmaNetwork LLC had consolidated net revenues of ₹6,459.7 million for fiscal year 2015.

Significant Factors Affecting Our Results of Operations

Sales volume of our Products, Launches of New Products and Pricing of our Products

Our products are marketed in India as well as in the international markets in which we operate, primarily in the United States. The key growth driver for increases in our results of operations has been the volume growth of our existing products in India and internationally. Such revenue growth has resulted from our brand building efforts coupled with the strength of our sales and distribution infrastructure. Moreover, we have outperformed the market in terms of volume growth due to expanded coverage of prescribers and growth in prescriptions. We have also been striving to maintain our market leadership in our key segments with a focus on driving the growth of a select set of our brands with high growth potential.

In addition, launches of our new products in the market also drive our growth in operations. During the development period of our new products, we incur costs for the development of the formulations. We also incur promotional and marketing costs for the launch of a new product in order to ensure that it is well-received in the market. For instance, in India, we incur costs in familiarizing prescribers with new products and in educating them on their uses and benefits. We also typically provide samples of our new products to prescribers in India after their launches. Once a new product is accepted in the market as an effective drug, we gain revenues from its sales. The launches of certain products in India have led to an increase in our revenue from operations in the past.

The launches of certain products in the United States have also led to a increase in our revenue from operations in the past. Further, in relation to our operations in the United States, we incur substantial costs in relation to the development of generic drugs and related regulatory affairs until ANDAs are filed, including Paragraph IV litigation prior to the launch of a new generic drug under Paragraph IV, please refer to " – *Regulatory Approvals and Increased Regulatory Oversight*". The results of our international operations are directly related to the expiry of patents for pharmaceutical products. As existing patents held by other pharmaceutical companies for branded drugs ("**innovator drugs**") expire, we can commence the marketing and sale of generic low-cost versions of such products. Certain regulatory authorities such as the USFDA grant periods of exclusivity to generic drug companies that are the "first to file" applications for the marketing and sale of their pharmaceutical formulations. Our ability to develop marketable pharmaceutical formulation substitutes for products going "off-patent" in a cost-effective, efficient and timely manner, and to protect such substitutes from legal challenges, affects our results of operations.

Further, in certain jurisdictions, regulatory authorities impose pricing controls on pharmaceutical products that apply to our products as well. For example, our pharmaceutical products sold in India are categorized as "scheduled drugs" (i.e., price controlled drugs under the Drugs (Price Control) Order, 2013 ("**DPCO 2013**")), the maximum selling prices of which are determined as per the pricing formula prescribed by the Ministry of Chemicals and Fertilizers, Government of India) or "non-scheduled drugs", whose prices are not controlled under the DPCO 2013. Under the DPCO 2013, the price of scheduled drugs is determined on the basis of the average market price of the relevant drug dosage/strength/pack. The average market price is arrived at by computing the average of the prices charged by all pharmaceutical companies having a market share equal to or more than 1.0% of the total market turnover on the basis of the moving annual turnover of the drug. Since the coming into force of the DPCO 2013, the National Pharmaceutical Pricing Authority (the "**NPPA**") has notified and fixed the ceiling prices of 509 formulations that have been identified as scheduled formulations. 196 of our formulations sold presently fall within the list of scheduled formulations and their prices are regulated by the DPCO 2013. While the prices for non-scheduled formulations will continue to be determined by market forces, the DPCO 2013 has restricted the annual increase in the prices of such non-scheduled formulations to 10% or less.

The prices of our products in the international markets are determined largely by market forces and vary from country to country. Due to rising healthcare costs, there may be proposals by legislators and regulators to keep these costs down in the jurisdictions in which we operate, particularly in the United States. These limitations could limit our revenues from our products and have an adverse effect on our business, financial condition and results of operations.

Production Costs and Quality of our Manufacturing Facilities

Our ability to maintain our position as an efficient and cost-effective producer and to increase our cost competitiveness is dependent on the efficient management of our production costs. The availability of key raw materials at competitive prices is critical and price fluctuations may affect our margins and, as a result, our results of operations. Additionally, any significant changes in excise duties and other commercial taxes levied on raw materials, packaging materials and finished products which cannot be recovered from or passed on to customers, changes in our production costs could have an adverse effect on our financial condition and results of operations.
In addition, in order to maximize our profits, we must maintain a high level of capacity utilization at our manufacturing facilities and an appropriate standard of quality in our manufacturing facilities' equipment and processes. Attaining and maintaining this level of quality requires considerable expense and planning. We strive to maximize our operational leverage as our scale of operations increase. If we are unable to achieve, preserve and maintain level of quality in our manufacturing processes and facilities in the future, our financial condition and results of operations may be adversely affected.

Research and Development

Our business depends to a significant degree on our ability to successfully conduct research and development with respect to our products. Our research and development department carries out process development, formulation development and analytical research for our domestic and international markets. We believe that our continuing research and development initiatives have strengthened our product offering in India, the United States and other international markets. We also have a pipeline of products under development for our focus markets. However, research and development is both time-consuming and costly, and involves a high degree of business risk. To develop our product pipeline, we commit substantial time, funds and other resources. In addition, our research staff are critical to the success of our research and development efforts. Our investment in research and development for future products could result in higher costs without a proportionate increase in revenues. In addition, we must adapt to rapid changes in our industry due to technological advances and scientific discoveries. If our existing products become obsolete in the future, and we are unable to effectively introduce new products, our business and results of operations could be adversely affected. Although we strive to keep our technology, facilities and machinery current with the latest international standards, the technologies, facilities and machinery we currently employ may become obsolete. The cost of implementing new technologies, upgrading our manufacturing facilities and retaining our research staff could be significant and could affect our results of operations.

Regulatory Approvals and Increased Regulatory Oversight

Our products are sold in 56 countries, either directly or through our Subsidiaries or indirectly through supply, distributors and sale arrangements with various pharmaceutical companies. We have focused on broadening our revenue base to cover India as well as several other countries, in particular, the United States. As a result, our products are subject to regulation by numerous Indian and foreign regulatory agencies, including the DCGI and FSSAI in India, USFDA in the United States, TGA in Australia and UK-MHRA in the United Kingdom and similar agencies in other jurisdictions. Each of these agencies requires us to comply with laws and regulations governing the development, testing, manufacturing, labeling, marketing and distribution of our products and we are required to maintain various approvals, licenses, registration and permissions for our business activities. In the United States, India and many of the international markets in which we sell our products, the approval process for a new product is complex, lengthy and expensive. For instance, in the United States, we file an ANDA with the USFDA in relation to products that we intend to market and sell in the United States. An ANDA contains data which, when submitted to the USFDA's Office of Generic Drugs, provides for the review and ultimate approval of a generic drug product. Once approved, an applicant may manufacture and market the generic drug product to provide a safe, effective, low-cost alternative for the American public. Further, if a generic company is the first to file its ANDA with a Paragraph IV certification (i.e., a certification that the patent in question is invalid or is not infringed by the generic product) and prevails in the subsequent lawsuit that generic company is granted a period of market exclusivity of 180 days. The process of filing for an ANDA and a Paragraph IV certification and the subsequent litigation is time-consuming and expensive and there is no assurance that we will be granted the eventual approval to manufacture and market the relevant drug. As of June 30, 2015, we had filed 66 ANDAs in the United States. We shall continue to file ANDAs in the United States, some of which may receive first-to-file status.

In addition, our manufacturing facilities in India and the United States are subject to a broad range of safety, health, environmental, labour, workplace and related laws and regulations. In recent years, there has been an increase in regulatory oversight of manufacturing facilities of pharmaceutical companies. In particular, the USFDA has increased scrutiny of manufacturing facilities of international pharmaceutical companies.

Our business, prospects, results of operations and financial condition could be adversely affected if we fail to obtain, or comply with applicable conditions that may be attached to, our approvals, licenses, registrations and permissions. We continue to file for approvals for our new products with the USFDA and various other government and regulatory agencies. We must also ensure that government and other regulatory agencies do not withdraw approvals for sales of our existing products. Any delay in the grant of approvals for new products, or any withdrawal of approval for existing products would adversely affect our results of operations.

Brand-building, Marketing and Promotional costs

We had the highest number of brands (five) among the top 50 brands in the Indian pharmaceutical industry for fiscal year 2015 and also had 13 brands among the top 300 brands in the Indian pharmaceutical industry for fiscal year 2015 (*Source: IMS Research*). We aim to continue to focus on brand building and driving the growth of a focused set of our brands with high growth potential.

We incur costs for the promotion and marketing of our products, primarily in India. These expenses include expenses towards promotional campaigns for disease awareness, conducting continuous medical education for the medical fraternity to improve health care services in India. Ahead of new launches, we also have advisory boards for recommending various medical marketing programs for focused therapeutic areas.

Additionally, we have strong sales, marketing and distribution capabilities in India. Our marketing and distribution network in India comprises a field force of 5,856 medical representatives, which enables our products to be prescribed by 210,885 prescribers (constituting 70.7% of the prescribers, as defined by IMS) across various specialties in fiscal year 2015 (*Source: IMS Research*). Our medical representatives cover all states in India, including rural areas.

Our Inorganic Growth

As part of our growth strategy, we have pursued acquisition opportunities in the past and intend to continue doing so in the future. Set forth below are details about some key acquisitions that we have undertaken in the past:

- In June 2009, we acquired a majority stake in Pharmacor Pty Ltd ("**Pharmacor**") to enable us to enter into the Australian market. We increased our controlling stake in Pharmacor in April 2011 and, in December 2012, it became a fully-owned subsidiary. In addition to assisting us sell our products in Australia, Pharmacor is engaged in marketing the pharmaceutical products of other companies as well.

- In July 2010, we acquired ThePharmaNetwork LLC in the United States, the holding company of Ascend Laboratories LLC, which provided us with the commercial platform through which we were able to market, sell our portfolio and in-licensed products in the United States.

- In July 2014, we acquired the "Clindac-A" brand. This acquisition was aimed at increasing our presence in the dermatological segment in India.

- In March 2015, we acquired controlling stakes of 51% each in Cachet Healthcare Private Limited and Indchemie Specialties Private Limited. These acquisitions were aimed at increasing our presence in the anti-infective segment and to provide us with access to manufacturing facilities in niche segments such as soft gelatin.

- In June 2015, we acquired a formulation manufacturing facility in the United States that has semi-solids, liquid and nasal formulation manufacturing capabilities.

We expect these key acquisitions to be significant factors towards the growth of our portfolio of products, the markets where we distribute our products and our results of operations.

Industry Competition and Consolidation

Our products face intense competition from products commercialized or under development by competitors in all our therapeutic areas. Our business, prospects, results of operations and financial condition could be adversely affected if our competitors gain significant market share at our expense in areas in which we are focused. Some of our competitors may have greater financial, manufacturing, research and development, marketing and other resources, more experience in obtaining regulatory approvals, greater geographic reach, broader product ranges and stronger sales forces. Our competitors may consolidate, and the strength of the combined companies could affect our competitive position in all of our business areas.

Accordingly, our results of operations depend significantly on various factors such as the demand for our products in the markets we operate in, our ability to manage our growth strategy and expansion plans, including our ability to grow our exports and our ability to grow and manage our sales and distribution network in India.

Fiscal Benefits

We are entitled to certain tax benefits under the Indian Income Tax Act, 1961, as amended (the "**IT Act**") in relation to our operations as well as our research and development activities, which have a significant effect on our results of operation. In addition, we are also entitled to certain other fiscal benefits. These benefits include:

- Benefits under sections 80-IE and 80-IC of the IT Act. Subject to compliance with certain conditions, we enjoy benefits under section 80-IE of the IT Act for our facilities at Kumrek and Samardung in Sikkim, and benefits under section 80-IC of the IT Act for our Betalactum unit in Baddi, Himachal Pradesh. These benefits are in the form of deductions from our taxable profit in relation to the profits and gains generated from these units.

- Deduction under section 35(2AB) of the IT Act. Under section 35(2AB) of the IT Act, if a company is engaged in the business of biotechnology or in any business of manufacture or production of any article where expenditure is incurred towards scientific research (which is not in the nature of cost of any land or buildings) or in-house research and such research and development facility is approved by the Department of Scientific and Industrial Research (DSIR), then such expenditure shall be permitted to be deducted up to a sum equal to two times the expenditure incurred. We enjoy tax benefits under section 35(2AB) of the IT Act for our research and development facility in Taloja.

- Excise refunds. We get a portion of our paid excise refunded pursuant to Notification No. 20/2007 read with 20/2008-Central Excise issued by Ministry of Finance, Department of Revenue of the Government of India for our Kumrek and Samardung units in Sikkim.

- Export incentives/benefits. The Government of India has framed several schemes to encourage exports. These schemes grant incentives and other benefits to companies that export their products. We have received various incentives and benefits under the duty drawback scheme, advance license scheme and focus market schemes for exporting goods pursuant to the various applicable incentive schemes. Besides export incentives, we are entitled to other benefits such as the clearance of goods without payment of excise duty or the refund of excise duty in the event goods are cleared after the payment of the same. Furthermore, the Government of India has recently introduced a new merchandise scheme that will also cover exports from India to the United States, which is our focus market.

New or revised accounting policies or policies related to tax, duties or other such levies promulgated from time to time by the relevant authorities may significantly affect our results of operations.

Currency Exchange Fluctuations

Our products are typically priced in Indian Rupees for our sales in India, in U.S. Dollars for sales in the United States, in Australian Dollars for sales in Australia, in Euros for sales in the European Union and Pound Sterling for sales in the United Kingdom. Similarly, for other jurisdictions where we sell our products, we price the products in other freely convertible currencies in accordance with local convention. A portion of our costs, including labor, raw materials, packing materials, transportation costs and capital expenditures are incurred in currencies other than Indian Rupees. Additionally, we also procure a portion of our inventory and incur capital expenditures from outside India and, as a result, incur such costs in currencies other than Indian Rupees. Further, we have non-Indian Rupee indebtedness in the form of external commercial borrowings and working capital facilities in the form of PCFC in U.S. dollars, which creates foreign currency exposure in respect of our cash flows. As a consequence, we are exposed to currency rate fluctuations between the Indian Rupee and U.S. dollars and other foreign currencies.

Macroeconomic Factors

Macroeconomic factors, both in the Indian and international contexts, such as economic instability, political uncertainty, social upheavals or acts of God could influence our business and, as a result, our results of operations. In addition, fluctuations in interest rates, exchange rates and inflation could have an effect on certain key aspects of our operations, including on the costs of our raw materials, the prices at which we can sell our pharmaceutical products, our finance costs required to fund our operations and profit margins.

Results of Operations

The following table shows a breakdown of our results of operations and each item as a percentage of total income for the periods indicated:

	For fiscal year					
	2015		**2014**		**2013**	
	(₹ millions)	**% of total income**	**(₹ millions)**	**% of total income**	**(₹ millions)**	**% of total income**
Income						
Sale of Products	38,179.2	96.3%	31,383.5	95.4%	24,974.9	93.8%
Other operating revenue	817.6	2.1%	928.5	2.8%	779.0	2.9%
Revenue from operations (Gross)	38,996.8	98.4%	32,312.0	98.2%	25,753.9	96.7%
Less:- Excise Duty	1,165.1	(2.9%)	1,052.0	(3.2%)	801.6	(3.0%)
Revenue from operations (Net)	37,831.7	95.5%	31,260.0	95.0%	24,952.3	93.7%
Other Income	1,810.3	4.5%	1,652.7	5.0%	1,671.7	6.3%
Total Income	**39,642.0**	**100%**	**32,912.7**	**100.0%**	**26,624.0**	**100.0%**
Expenses						
Cost of Materials Consumed	8,620.3	21.7%	7,728.3	23.5%	7,118.5	26.7%
Purchase of stock in Trade	8,622.3	21.8%	6,630.7	20.1%	4,855.3	18.2%
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(336.8)	(0.8%)	(502.1)	(1.5%)	(1,413.8)	(5.3%)
Employee benefits	6,344.6	16.0%	5,315.6	16.2%	4,122.9	15.5%
Depreciation and Amortization	703.0	1.8%	522.6	1.6%	397.9	1.5%
Finance costs	811.1	2.0%	930.8	2.8%	882.3	3.3%
Other expenses	9,735.9	24.5%	7,987.2	24.2%	6,644.9	25.0%
Total	**34,500.4**	**87.0%**	**28,613.1**	**86.9%**	**22,608.0**	**84.9%**
Restated profit before tax	5,141.6	13.0%	4,299.6	13.1%	4,016.0	15.1%
Tax expense						
Current Tax	84.5	0.2%	25.1	0.1%	42.4	0.2%
Deferred tax charge/ (credit)	449.6	1.1%	(78.7)	-0.2%	137.3	0.5%
Total tax expense	534.1	1.3%	(53.6)	-0.1%	179.7	0.7%
Restated profit/ (loss) before minority interest	4,607.5	11.7%	4,353.2	13.0%	3,836.3	14.4%

	For fiscal year					
	2015		2014		2013	
	(₹ millions)	% of total income	(₹ millions)	% of total income	(₹ millions)	% of total income
Profit attributable to minority shareholders	-	-	-	-	(1.9)	(0.0)%
Restated profit/(loss) for the years	4,607.5	11.7%	4,353.2	13.0%	3,838.2	14.4%

Components of Income and Expenses

The components of our income and expenses are as set forth below:

Total Income

Our total income comprises revenue from sales of products, other operating income and other income.

Revenue from Operations

Sale of Products

Sales of products comprise sales of finished goods and sales of traded goods in India and international markets.

Sales of finished goods are sales of pharmaceutical products and bulk drugs that we manufacture at our manufacturing facilities and that are manufactured by other companies appointed by us on a loan license basis. We engage other companies on a loan license basis to manufacture certain drugs for which we do not have the requisite facilities. For such goods, the technological know-how for the manufacturing process is owned by us and we license the know-how to the company that we engage to enable them to manufacture the products for us. For instance, certain of our products such as cold and cough syrups, products in oncology and certain other segments, are manufactured on a loan license basis.

Sales of traded goods are sales of pharmaceutical products which we purchase on a principal-to-principal basis from other pharmaceutical companies who manufacture such products based on their technology and know-how. We then brand the products and sell them in the market. For instance, bio-similars and dermatological products are acquired on a traded basis. Sales of traded goods also include sales of pharmaceutical products in-licensed to us in India and in international markets.

Other Operating Revenue

Other operating revenue comprises primarily of export incentives, excise duty refunds, manufacturing charges, technology income, insurance claims, subsidies, commissions, royalties, foreign currency transaction gains and miscellaneous receipts.

Certain export incentives are available on our exports sales. These incentives are in the form of duty drawback benefits and other schemes as may be notified by the Government of India to encourage exports. We are also entitled to receive a portion of the excise duty refunded for duty paid through our personal ledger account on products manufactured at our Sikkim facilities.

Technology income relates to income received based on achieving milestones from our customers who have engaged us for the process development of formulations.

Excise Duty

Excise duty is the duty that we have collected from our customers which was paid by us on clearance of goods from plants or purchase of finished goods.

Revenue from Operations (Net)

Our revenue from operations (net) comprises revenue from the sale of products and other operating revenue, net of excise duty collected.

Other Income

Other income comprises interest income from deposits, dividend income, income from a real estate fund in which we have invested, net gains on sales of investments and miscellaneous income.

Expenses

Our expenses comprise cost of materials consumed, purchase of stock-in trade, changes in inventories of finished goods, work-in-progress and traded goods, employee benefits, depreciation, finance costs and other expenses.

Cost of Materials Consumed

Cost of materials consumed comprises the cost of raw materials for manufacturing our products and the cost of packing materials.

Purchase of Stock-in-Trade

Purchase of stock-in-trade comprises the cost incurred on pharmaceutical products which we purchase on a principal-to-principal basis from other pharmaceutical companies as well as purchases of multi-national pharmaceutical companies' in-licensed brands.

Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

Changes in inventories of finished goods, work-in-progress and stock-in-trade comprise net increases or decreases in inventory levels of finished goods and stock-in-trade and work-in-progress.

Employee Benefits Expense

Employee benefits expense comprise salaries, wages, bonus and allowances to our employees and full-time directors, contributions to provident fund, employees' state insurance and other welfare funds, and staff welfare expenses such as food and transport costs. These expenses also include sales incentives provided to our field force on achieving sales targets.

Depreciation and Amortization

Depreciation is provided for using the straight line method over the useful lives of our tangible assets and intangible assets estimated by management or at rates prescribed under Schedule XIV of the Companies Act, 1956 and under Schedule II of the Companies Act, 2013 as amended, whichever is higher.

Finance Costs

Finance costs comprise interest expenses and other borrowing costs.

Other Expenses

Other expenses primarily comprise marketing and promotional expenses; selling and distribution expenses; C&F commissions, travelling and conveyances of our field force; power and fuel costs principally at our manufacturing facilities; legal and professional fees, license and registration fees; and miscellaneous expenses.

Tax Expenses

Tax expenses comprise current tax and deferred tax. Current income tax is measured in amounts expected to be paid to the tax authorities in accordance with the applicable tax law in the relevant jurisdiction. Deferred income tax reflects the impact of timing differences between taxable income and accounting income over a given year.

Fiscal Year 2015 Compared to Fiscal Year 2014

Revenue from Operations

Our revenue from operations (gross of excise duty) increased by 20.7% to ₹38,996.8 million for the Fiscal Year 2015 from ₹32,312.0 million for the Fiscal Year 2014, primarily as a result of an increase in revenue from sales of products in our domestic market, the introduction of new products in our domestic and international markets, and the expansion of our operations in the United States.

Sales of Products

Our revenue from operations consisted of the sale of our products (gross of excise duty), which increased by 21.7% to ₹38,179.2 million for the Fiscal Year 2015 from ₹31,383.5 million for the Fiscal Year 2014, primarily as a result of an increase in revenue from the sales of our products.

Our net revenue from domestic operations increased by 19.4%, which was primarily attributable to the volume growth of our core brands, such as Clavam, Gemcal, PAN, Taxim and the introduction of new products, including Melbild, Gemcal Plus and Pan MPS. Such revenue growth offset any decreased revenues resulting from the full year impact of price reductions under the National List of Essential Medicines of India (the "**NLEM 2013**") in relation to some of our brands, including Taxim O, Ondem and Cetriz.

Our net revenue from international operations increased by 30.3%, which was primarily attributable to significant revenue growth in our United States operations. This growth was largely on account of new product introductions, such as Nimodpine, in addition to increases in the market shares of our existing products, including Ibuprofen and Silver Sulfadiazine Cream.

Other Operating Income

Our other operating income decreased by 11.9% to ₹817.6 million for the Fiscal Year 2015 from ₹928.5 million for the Fiscal Year 2014. This decrease was due to no milestone income related to technology in the Fiscal Year 2015 on the basis of non-completion of milestones in such year, unlike the Fiscal Year 2014 and Fiscal Year 2013.

Revenue from Operations (Net)

As a result of the foregoing, our revenue from operations net of excise duty collected on the sales of products increased by 21.0% to ₹37,831.7 million for the Fiscal Year 2015 from ₹31,260.0 million for the Fiscal Year 2014.

Other Income

Our other income increased by 9.5% to ₹1,810.3 million for the Fiscal Year 2015 from ₹1,652.7 million for the Fiscal Year 2014. This was primarily due to profit booked on the sale of investments in securities.

Expenses

Our expenses increased by 20.6% to ₹34,500.4 million for the Fiscal Year 2015 from ₹28,613.1 million for the Fiscal Year 2014, primarily as a result of an increase in material costs, personnel costs and other expenses, all of which were attributable to the growth of our operations.

Cost of Materials Consumed

Our costs of materials consumed increased by 11.5% to ₹8,620.3 million for the Fiscal Year 2015 from ₹7,728.3 million for the Fiscal Year 2014 largely on the basis of increases in the costs of raw materials and packaging materials consumed.

Our cost of raw materials consumed increased by 11.0% to ₹6,245.5 million for the Fiscal Year 2015 from ₹5,626.6 million for the Fiscal Year 2014.

Our cost of packing materials consumed increased by 13.0% to ₹2,374.8 million for the Fiscal Year 2015 from ₹2,101.7 million for the Fiscal Year 2014.

The increases in our cost of raw materials and packing materials consumed were in line with our increased manufacturing volumes and higher procurement prices for raw and packing materials.

Purchase of Stock-in-Trade

Our purchase of stock-in-trade increased by 30.0% to ₹8,622.3 million for the Fiscal Year 2015 from ₹6,630.7 million for the Fiscal Year 2014. This is in line with increases in sales revenues through our domestic and international operations, which was mainly based on higher sales in the United States of in-licensed products.

Changes in Inventories of Finished Goods, Work-In-Progress and Traded Goods

Our closing inventories of finished goods, work-in-progress and traded goods increased by 7.1% to ₹5,104.8 million for the Fiscal Year 2015 from ₹4,767.2 million for the Fiscal Year 2014. Despite the increase in our operations, the increase in inventory was lower due to enhanced inventory management and control in relation to inventory days.

Employee Benefits Expense

Our employees' benefits increased by 19.4% to ₹6,344.6 million for the Fiscal Year 2015 from ₹5,315.6 million for the Fiscal Year 2014. This was primarily due to an increase in our number of employees primarily in the cardiology and diabetes therapeutic areas, annual compensation rise and sales incentives. In addition, our pension benefits increased on account of estimate changes required pursuant to Accounting Standard 15, which related to a change in the discount rate and the escalation rate in the Fiscal Year 2015 relative to the Fiscal Year 2014.

Depreciation and Amortization

Depreciation increased by 34.5% to ₹703.0 million for the Fiscal Year 2015 from ₹522.6 million for the Fiscal Year 2014. In accordance with Schedule II of the Companies Act, 2013, as amended, we determined that the changes to the remaining useful life of our assets based on a technical evaluation thereof resulted in additional depreciation of ₹126.7 million for the Fiscal Year 2015.

Finance Costs

Our finance costs decreased by 12.9% to ₹811.1 million for the Fiscal Year 2015 from ₹930.8 million for the Fiscal Year 2014. This was primarily due to a reduction in long-term borrowings and lower utilization of working capital facilities.

Other Expenses

Our other expenses increased by 21.9% to ₹9,735.9 million for the Fiscal Year 2015 from ₹7,987.2 million for the Fiscal Year 2014. This was primarily due to the following reasons.

First, selling and distribution expenses increased by 17.3%, to ₹1,190.5 million for the Fiscal Year 2015 from ₹1,014.9 million for the Fiscal Year 2014. This increase is in line with the growth of our operations.

Second, marketing and promotional expenses increased by 15.1% to ₹2,395.4 million for the Fiscal Year 2015 from ₹2,081.7 million for the Fiscal Year 2014. This increase is attributable to our focus on certain therapeutic areas, such as cardiology, diabetics, neuroscience and dermatology, new product launches, and our brand building efforts in relation to our core brands, including Clavam, Taxim O and Pan.

Third, travelling and conveyance expenses increased by 36.1% to ₹1,257.2 million for the Fiscal Year 2015 from ₹923.5 million for the Fiscal Year 2014. This increase was on account of increase in our field force and higher travel allowances of our field force due to changes in our travel and allowance policy.

Finally, our legal and professional expenses and miscellaneous expenses increased by 79.9% to ₹1,602.2 million for the Fiscal Year 2015 from ₹890.6 million for the Fiscal Year 2014. This increase was largely attributable to litigation costs which included one-time settlement costs of ₹262.5 million. Moreover, one of our U.S. subsidiaries, ThePharmaNetwork LLC, initiated and implemented a reporting system, including pricing submission requirements, in accordance with U.S. law at a cost of ₹311.6 million that was incurred for the Fiscal Year 2015.

Profit Before Tax

As a result of the foregoing factors, our profit before tax increased by 19.6% to ₹5,141.6 million for the Fiscal Year 2015 from ₹4,299.6 million for the Fiscal Year 2014.

Tax Expenses

Our current tax increased by 236.7% to ₹84.5 million for the Fiscal Year 2015 from ₹25.1 million for the Fiscal Year 2014. This increase was primarily due to current tax increase in the United States in the Fiscal Year 2015 on account of increased taxable profits in the United States relative to the Fiscal Year 2014.

Our deferred tax charge increased to ₹449.6 million for the Fiscal Year 2015 from ₹-78.7 million for the Fiscal Year 2014. This increase was primarily on account of deferred tax liability provided during the Fiscal Year 2015 in the United States because of temporary timing differences between accounting and tax profits, such as depreciation and amortization of goodwill.

As a result, our total tax expense increased to ₹534.1 million for the Fiscal Year 2015 from ₹-53.6 million for the Fiscal Year 2014.

Net Profit

As a result of the foregoing factors, our net profit increased by 5.8% to ₹4,607.5 million for the Fiscal Year 2015 from ₹4,353.2 million for the Fiscal Year 2014.

Fiscal Year 2014 Compared to Fiscal Year 2013

Revenue from Operations

Our revenue from operations (gross of excise duty) increased by 25.5% to ₹32,312.0 million for the Fiscal Year 2014 from ₹25,753.9 million for the Fiscal Year 2013, primarily as a result of an increase in revenue from the sales of our products in our domestic market, in addition to increased revenues from new product introductions in India, the United States and other international markets, and the expansion of our operations in the United States.

Sales of Products

Our revenue from operations consisted of sale of products (gross of excise duty), which increased by 25.7% to ₹31,383.5 million for the Fiscal Year 2014 from ₹24,974.9 million for the Fiscal Year 2013.

Our net revenue from the sales of products in India increased by 15.3%, which was primarily attributable to volume growth and the introduction of new products, including Lincef, Glucoryl-MV and Moxam. Such revenue growth offset any decreased revenues resulting from price reductions under the NLEM 2013 introduced during the year covering some of our brands, including Taxim-O, Cetriz and Ondem.

Our net revenue from the sale of products internationally (i.e., excluding India) grew by 74.0%, which was primarily attributable to significant revenue growth in our United States operations. This growth was largely on account of new product introductions in this market, such as Cephalexin, in addition to increases in the market shares of our existing products.

Other Operating Income

Our other operating income increased by 19.2% to ₹928.5 million for the Fiscal Year 2014 from ₹779.0 million for the Fiscal Year 2013. This increase was primarily due to greater excise refunds and export incentives in line with the growth of our operations, in addition to certain foreign exchange gains that we realized.

Revenue from Operations (Net)

As a result of the foregoing, our revenue from operations net of excise duty collected on the sales of products increased by 25.3% to ₹31,260.0 million for the Fiscal Year 2014 from ₹24,952.3 million for the Fiscal Year 2013.

Other Income

Our other income decreased by 1.1% to ₹1,652.7 million for the Fiscal Year 2014 from ₹1,671.7 million for the Fiscal Year 2013. This was primarily due to a lower bank interest rate received on fixed deposits earnings.

Expenses

Our expenses increased by 26.6% to ₹28,613.1 million for the Fiscal Year 2014 from ₹22,608.0 million for the Fiscal Year 2013, primarily as a result of an increase in material costs, personnel costs and other expenses, all of which were attributable to the growth in our operations and expansion of our field force for future anticipated growth in key therapeutic areas.

Cost of Materials Consumed

Our costs of materials consumed increased by 8.6% to ₹7,728.3 million for the Fiscal Year 2014 from ₹7,118.5 million for the Fiscal Year 2013.

Our cost of raw materials increased by 6.9% to ₹5,626.6 million for the Fiscal Year 2014 from ₹5,263.2 million for the Fiscal Year 2013.

Our cost of packing materials consumed increased by 13.3% to ₹2,101.7 million for the Fiscal Year 2014 from ₹1,855.3 million for the Fiscal Year 2013.

The increases in raw materials and packing materials consumed were in line with our growth in our manufacturing volumes and higher procurement prices for raw and packing materials.

Purchase of Stock-in-Trade

Our purchase of stock-in-trade increased by 36.6% to ₹6,630.7 million for the Fiscal Year 2014 from ₹4,855.3 million for the Fiscal Year 2013. This was primarily due to growth in our operations and increased revenue from traded products in our domestic and international markets. In particular, our sales of in-licensed products in the United States grew significantly.

Changes in Inventories of Finished Goods, Work-In-Progress and Traded Goods

Our closing inventories of finished goods, work-in-progress and traded goods increased by 13.8%, to ₹4,767.2 million for the Fiscal Year 2014 from ₹4,190.4 million for the Fiscal Year 2013. The net change in our inventory of finished goods, work-in-progress and traded goods including the effect of foreign exchange adjustments was ₹502.1 million. The increase in our closing inventories was in line with our growth of operations.

Employee Benefits Expense

Our employees benefits increased by 28.9% to ₹5,315.6 million for the Fiscal Year 2014 from ₹4,122.9 million for the Fiscal Year 2013. This was primarily due to an increase in our field force mainly to expand in therapeutic areas such as cardiology, diabetics, dermatology and the central nervous system.

Depreciation and Amortization

Depreciation increased by 31.3% to ₹522.6 million for the Fiscal Year 2014 from ₹397.9 million for the Fiscal Year 2013. This was primarily due to the addition in fixed assets for capacity augmentation at our facilities in Sikkim, Daman, Baddi and the United States.

Finance Costs

Our finance costs increased by 5.5% to ₹930.8 million for the Fiscal Year 2014 from ₹882.3 million for the Fiscal Year 2013. This was primarily due to utilization of higher working capital facilities in line with our growth of operations.

Other Expenses

Our other expenses increased by 20.2% to ₹7,987.2 million for the Fiscal Year 2014 from ₹6,644.9 million for the Fiscal Year 2013. This was primarily due to the following reasons:

First, selling and distribution expenses increased by 35.0%, to ₹1,014.9 million for the Fiscal Year 2014 from ₹752.0 million for the Fiscal Year 2013. This increase was in line with the growth of our operations, in addition to the enhancement of our distribution network and resultant increase in the commissions paid to our carrying and forwarding agents.

Second, marketing and promotional expenses increased by 15.0% to ₹2,081.7 million for the Fiscal Year 2014 from ₹1,809.5 million for the Fiscal Year 2013. This increase was primarily attributable to our marketing and promotional activities to build brand presence in therapeutic segments, including such as cardiology, diabetics, dermatology and the central nervous system, new product launches and brand building efforts in relation to our core brands, including Taxim O, Clavam and PAN.

Finally, travelling and conveyance expenses increased by 14.8% to ₹923.5 million for the Fiscal Year 2014 from ₹804.2 million for the Fiscal Year 2013. This increase was in part attributable to the hiring of additional field force employees.

Profit before Tax

As a result of the foregoing factors, our profit before tax increased by 7.1% to ₹4,299.6 million for the Fiscal Year 2014 from ₹4,016.0 million for the Fiscal Year 2013.

Tax Expenses

Our current tax decreased by 40.8% to ₹25.1 million for the Fiscal Year 2014 from ₹42.4 million for the Fiscal Year 2013. This was primarily due to greater profits generated from tax exempt manufacturing units and having tax deductions in relation to our research and development expenditures.

Our deferred tax charge decreased to ₹-78.7 million for the Fiscal Year 2014 from ₹137.3 million for the Fiscal Year 2013. This was primarily due to deferred tax assets recognized upon restatement in the Fiscal Year 2014.

As a result of the foregoing, our total tax expense decreased to ₹-53.6 million for the Fiscal Year 2014 from ₹179.7 million for the Fiscal Year 2013.

Profit/Loss Attributable to Minority Shareholders

Our loss attributable to minority shareholders was nil in the Fiscal Year 2014 from ₹1.9 million in the Fiscal Year 2013.

Net Profit

As a result of the foregoing factors, our net profit increased by 13.4% to ₹4,353.2 million for the Fiscal Year 2014 from ₹3,838.2 million for the Fiscal Year 2013.

Liquidity and Capital Resources

Liquidity

We have historically met our working capital and other capital expenditure requirements primarily from cash generated by operating activities, short-term and long-term bank borrowings. We believe that we have adequate working capital for our present requirements and that our net cash generated from operating activities, together with cash and cash equivalents will provide sufficient funds to satisfy our working capital requirements and anticipated capital expenditures for the next 12 months following the date of this Draft Red Herring Prospectus. We may, however, incur additional indebtedness to finance all or a portion of our capital expenditures or for any other purposes depending on our capital requirements, market conditions and other factors.

Cash flows

The table below summarizes our cash flows for the periods indicated:

(₹ millions)

Cash Flow Data	For the Fiscal Year		
	2015	2014	2013
Net cash (used)/generated from operating activities (A)	3,281.4	2,900.1	780.5

Net cash (used)/ generated from investing activities (B)	(2,370.0)	3,504.4	(4,035.2)
Net cash (used)/ generated from financing activities (C)	(517.8)	(5,999.5)	3,556.4
Net increase / (decrease) in cash & cash equivalents D = (A+B+C)	393.6	405.0	301.7
Opening cash and cash equivalents (F)	1,008.2	573.1	263.5
Add/(Less) Foreign Exchange difference on Cash & Cash Equivalents (G)	(5.7)	30.0	7.9
Closing cash and cash equivalents (D + F + G)	1,396.0	1,008.2	573.1

Cash Flow from Operating Activities

Net cash generated from our operating activities was ₹3,281.4 million for the Fiscal Year 2015. Our net profit before taxation was ₹5,141.6 million for Fiscal Year 2015, which was adjusted mainly for depreciation of ₹703.0 million and net interest income of ₹495.8 million. As a result, our operating profit before working capital changes was ₹5,300.5 million for the Fiscal Year 2015. This was further adjusted primarily for an increase in our working capital of ₹962.7 million. As a result, cash generated from our operations before adjusting for direct taxes paid was ₹4,337.8 million for the Fiscal Year 2015. The increase in our working capital was primarily attributable to increases in trade receivables, loans and advances, and inventories of ₹423.1 million, ₹175.6 million and ₹909.5 million, respectively, which was partially offset by an increase in trade payables and other liabilities of ₹545.5 million. Cash generated from our operations was ₹4,337.8 million in the Fiscal Year 2015, adjusted for direct taxes paid of ₹1,056.4 million. As a result, our net cash generated from operating activities was ₹3,281.4 million for the Fiscal Year 2015.

Net cash generated from operating activities was ₹2,900.1 million for the Fiscal Year 2014. Our net profit before taxation was ₹4,299.6 million for the Fiscal Year 2014, which was adjusted mainly for depreciation of ₹522.6 million and net interest income of ₹554.8 million. As a result, our operating profit before working capital changes was ₹4,374.3 million for the Fiscal Year 2014. This was further adjusted primarily for an increase in our working capital of ₹363.7 million. As a result, cash generated from our operations before adjusting for direct taxes paid was ₹4,010.7 million for the Fiscal Year 2014. The increase in our working capital was primarily attributable to increases in trade receivables and inventories of ₹434.5 million and ₹575.4 million, respectively, which was partially offset by a decrease in loans and advances, and increase in trade payables and other liabilities of ₹291.6 million and ₹354.6 million, respectively. Cash generated from our operations was ₹4,010.7 million in the Fiscal Year 2014, adjusted for direct taxes paid of ₹1,110.6 million. As a result, our net cash generated from operating activities was ₹2,900.1 million for the Fiscal Year 2014.

Net cash generated from operating activities was ₹780.5 million for the Fiscal Year 2013. Our net profit before taxation was ₹4,016.0 million for Fiscal Year 2013, which was adjusted mainly for depreciation of ₹397.9 million and net interest income of ₹730.3 million. As a result, our operating profit before working capital changes was ₹3,709.6 million for the Fiscal Year 2013. This was further adjusted primarily for an increase in our working capital of ₹1,826.8 million. As a result, cash generated from our operations before adjusting direct taxes paid was ₹1,882.8 million for the Fiscal Year 2013. This increase in our working capital was primarily attributable to increase in trade receivables, loans and advances, and inventories of ₹543.0 million, ₹132.0 million and ₹1,544.6 million, respectively, which was partially offset by an increase in trade payables and other liabilities of ₹392.8 million. Cash generated from our operations was ₹1,882.8 million in the Fiscal Year 2013, adjusted for direct taxes paid of ₹1,102.3 million. As a result, our net cash generated from operating activities was ₹780.5 million for the Fiscal Year 2013.

Cash Flow from Investing Activities

Net cash used for investing activities was ₹2,370.0 million for the Fiscal Year 2015, which was primarily attributable to our purchase of fixed assets amounting to ₹1,381.5 million, acquisition of subsidiaries (net of cash acquired) for ₹2,074.0 million and investment in bank deposits with a maturity of more than three months of ₹1,405.8 million. This was partially offset by interest received of ₹887.2 million and net sale of investments of ₹1,028.3 million.

Net cash generated from investing activities was ₹3,504.4 million for the Fiscal Year 2014, which was primarily attributable to the redemption of bank deposits with a maturity of more than three months of ₹3,565.3 million and interest income of ₹2,005.2 million. This was partially offset by cash outflows towards our investment in a real estate fund of ₹1,198.7 million and purchase of fixed assets amounting to ₹1,036.0 million.

Net cash used in investing activities was ₹4,035.2 million for the Fiscal Year 2013 which was primarily attributable to cash outflows towards our purchase of fixed assets at a total cost of ₹2,348.2 million, investment in a real estate fund of ₹1,250 million, acquisition of subsidiaries (net of cash acquired) for ₹735.3 million and the purchase of investments of ₹281.0 million. We also received a total of ₹1,575.2 million in interest income.

Cash Flow from Financing Activities

Net cash used in financing activities was ₹517.8 million for the Fiscal Year 2015, mainly consisting of the payment of interest and bank charges totaling ₹793.2 million, proceeds from short-term borrowings (net) of ₹1,953.6 million and the repayment of long-term borrowings (net) of ₹1,082.2 million.

Net cash used in financing activities was ₹5,999.5 million for the Fiscal Year 2014, mainly consisting of the repayment of short-term borrowings of ₹3,886.2 million, interest charges totaling ₹914.1 million and the repayment of long-term borrowings (net) of ₹845.4 million.

Net cash generated from financing activities was ₹3,556.4 million for the Fiscal Year 2013, mainly consisting of the repayment of long-term borrowings (net) and proceeds from short-term borrowings (net) of ₹396.2 million and ₹5,266.4 million, respectively.

Borrowings

To fund our working capital and capital expenditure requirements, we enter into long-term and short-term credit facilities and issue debt securities. Our borrowings are a mix of Indian Rupee and foreign currency borrowings. The following table shows certain information about our borrowings as of March 31, 2015:

	(₹ millions)
Long-term borrowings:	
Secured	334.3
Unsecured	-
Total (A)	**334.3**
Short-term borrowings:	
Secured	9,089.1
Unsecured	2,196.6
Total (B)	**11,285.7**
Current maturities of long-term borrowings:	
Secured	1,439.2
Unsecured	-
Total (C)	**1,439.2**
Total borrowings (A+B+C)	**13,059.2**

Of our total outstanding borrowings of ₹13,059.2 million as of March 31, 2015, ₹9,913.4 million was denominated in Indian Rupees and ₹3,145.8 million was denominated in foreign currencies, mostly U.S. dollars. The principal amounts outstanding under the borrowings bear interest either at a fixed rate or at a floating rate. As of March 31, 2015, we had outstanding loans of ₹2,326.3 million that bear interest at floating rates. Our floating rate borrowings are generally linked to the LIBOR and base rates of banks. For a description of indicative terms of our material indebtedness, please refer to the chapter "*Financial Indebtedness*" on page 382 of this Draft Red Herring Prospectus.

Contractual Obligations

The below table summarizes our contractual obligations and commitments as of March 31, 2015:

(₹ millions)

	Payment due by period			
	Total	**Less than one year**	**Between one and five years**	**Later than 5 years**
Short term borrowings	11,285.7	11,285.7	-	-
Long term borrowings*	1,773.5	1,439.2	334.3	-

	Payment due by period			
	Total	**Less than one year**	**Between one and five years**	**Later than 5 years**
Lease obligations	239.1	95.4	141.8	1.9
Trade Payables	4,619.2	4,619.2	-	-
Total	**17,917.5**	**17,439.5**	**476.1**	**1.9**

**Including current maturities of long term borrowings*

Contingent Liabilities

Set forth below is a breakdown of our contractual obligations and commercial commitments as of March 31, 2015, 2014 and 2013 as classified by maturity:

(₹ millions)

	For the year ended March 31,		
	2015	**2014**	**2013**
Contingent liabilities			
Letter of credit opened by the banks	225.8	183.6	231.6
Outstanding bank guarantees	52.8	47.7	28.4
Central excise demand disputed in appeal	56.8	64.0	78.5
Sales tax demand disputed in appeal	122.5	34.6	38.8
Service Tax demand disputed in appeal	37.5	-	-
Income Tax demand dispute in appeal	426.0	426.0	232.7
Pending export obligation under advance license/EPCG scheme	10.0	3.7	8.3
Claims against the Company not acknowledged as debt			
In relation to Purchase commitments* Supply of goods** In relation to property	968.0 717.4 13.8	- 714.3 -	- 589.2 -
Total	**2,630.6**	**1,473.9**	**1,207.5**
Commitments			
Estimated amount of contracts remaining to be executed on capital accounts	142.4	120.0	489.1
Uncalled and unpaid contribution towards investment in Funds	136.6	165.0	170.6
Other commitments towards research and development – US$3 million	187.5	179.7	162.9

Notes:
We consider that service tax, excise tax, custom duty, sales tax and income tax demands received from the authorities are not tenable against us and therefore no provision for these tax contingencies has been made in our Restated Consolidated Financial Information.
** Claim from vendor in relation to companies with contractual purchase commitment and alleged infringement of intellectual property.*
*** Claim from customer in relation to product quality issues and packing norms in recipient country.*
In our view, no provision for the above claims is required.

Off-Balance Sheet Arrangements

Except as set forth above, we do not have any other off-balance sheet arrangements, derivative instruments or other relationships with unconsolidated entities that have been established for the purpose of facilitating off- balance sheet arrangements.

Capital Expenditures

Historical Capital Expenditures

Historically, we have incurred capital expenditure in the normal course of our business in relation to the expansion of our existing manufacturing facilities, setting up of new manufacturing facilities, research and development facilities, acquisition of brands and licensing rights and acquisition of businesses and we expect to continue to incur such capital expenditure in the future.

Capital expenditure represents additions to fixed assets (tangible and intangible) plus changes in capital work in progress (i.e., expenses incurred in relation to capital assets but not capitalized) and advance payments on account of capital expenditure.

Fiscal Year 2015

During the Fiscal Year 2015, our capital expenditures as of March 31, 2015 (net of asset retirements and sale of assets) excluding the impact of fluctuations impacting our foreign subsidiaries' asset values in relation to foreign exchange rates vis-à-vis Indian Rupees) were ₹2,418.9 million and primarily comprised:

- Tangible assets: capital expenditures incurred on tangible assets, including capital work-in-progress, assets acquired through the acquisitions of domestic subsidiaries for the Fiscal Year 2015 were ₹2,028.5 million; and

- Intangible assets: capital expenditures incurred on intangible assets for the Fiscal Year 2015 were ₹390.4 million.

Fiscal Year 2014

During the Fiscal Year 2014, our capital expenditures as of March 31, 2014 (net of asset retirements and sale of assets) excluding the impact of fluctuations impacting our foreign subsidiaries' asset values in relation to foreign exchange rates vis-à-vis Indian Rupees) were ₹1,322.0 million and primarily comprised:

- Tangible assets: capital expenditures incurred on tangible assets, including capital work-in-progress, for the Fiscal Year 2014 were ₹1,278.4 million; and

- Intangible assets: capital expenditures incurred on intangible assets for the Fiscal Year 2014 were ₹43.6 million.

Fiscal Year 2013

During the Fiscal Year 2013, our capital expenditures as of March 31, 2013 (net of asset retirements and sale of assets) excluding the impact of fluctuations impacting our foreign subsidiaries' asset values in relation to foreign exchange rates vis-à-vis Indian Rupees) were ₹2,677.2 million and primarily comprised:

- Tangible assets: capital expenditures incurred on tangible assets, including capital work-in-progress, for the Fiscal Year 2013 were ₹2,364.9 million; and

- Intangible assets: capital expenditures incurred on intangible assets for the Fiscal Year 2013 were ₹312.3 million.

Planned Capital Expenditure

We expect to fund our future capital expenditure plans through funds generated from our operations.

Research and Development

The following table shows a breakdown of our expenditure incurred on research and development, including in-house research and development, for the periods indicated:

(₹ millions)

	For the Fiscal Year		
	2015	**2014**	**2013**
R&D Revenue Expenses	1,695.5	1,569.6	1,081.7
As a percentage of Total Revenue from Operations (net)	4.5%	5.0%	4.3%

Related Party Transactions

We have engaged in the past, and may engage in the future, in transactions with related parties, including our affiliates and certain key management members on an arm's length basis.

Unusual or Infrequent Events or Transactions and Significant Economic Changes

Except as described in this Draft Red Herring Prospectus, there have been no other events or transactions that, to our knowledge, may be described as "unusual" or "infrequent".

Known Trends or Uncertainties

Other than as described in this Draft Red Herring Prospectus, particularly in the chapters "*Risk Factors*" and "*Our Business*" beginning on pages 18 and 129, respectively and in this section, respectively, to our knowledge, there are no known trends or uncertainties or significant economic changes that are expected to have a material adverse impact on our revenues or income from continuing operations.

Future Relationship between Cost and Income

Other than as described in the chapter "*Risk Factors*" on page 18 and this section, respectively, to our knowledge there are no known factors that will have a material adverse impact on our operations and financial condition.

Seasonality

Our results of operations have not, and are not expected to, generally exhibit seasonality.

Quantitative and Qualitative Disclosures about Market Risk

Risk Management

We are exposed to market risk as a result of various activities including manufacturing and borrowing from changes in both foreign currency exchange rates and interest rates. We face foreign exchange risk to the extent our income, expenditure, assets or liabilities are denominated in currencies other than Indian Rupees. Our interest rate risk results from changes in interest rates that may affect the cost of our financing. We use financial instruments, such as interest rate swaps and forward rate agreements to manage our foreign currency risk. We do not hold or issue derivative or other financial instruments for trading purposes.

Commodities Risk

We are exposed to market risk with respect to commodity prices from the purchase and sale of pharmaceutical formulations and APIs, as well as raw material components for such pharmaceutical formulations. Prices for these raw material components can fluctuate sharply over short periods of time. We evaluate and manage our commodity price risk exposure through our operating procedures and sourcing policies. In the normal course of business, we purchase our raw materials primarily under quarterly supply contracts based on prevailing market conditions. We do not use any derivative financial instruments or futures contracts to hedge our remaining exposure to fluctuations in commodity prices. We do not apply hedging techniques with respect to changes in the purchase and sale prices of our APIs. Accordingly, significant increases in the prices of our raw materials could affect our results of operations.

Interest Rate Risk

We are exposed to market risk with respect to changes in interest rates related to our borrowings. Interest rate risk exists with respect to our indebtedness that bears interest at floating rates tied to certain benchmark rates as well as borrowings where the interest rate is reset based on changes in interest rates set by RBI. While we hedge the interest rates on certain of our non-Indian Rupee indebtedness, if the interest rates for our existing or future borrowings increase significantly, our cost of servicing such debt will increase.

Interest rate risk exists with respect to our indebtedness that bears interest at floating rates tied to certain benchmark rates as well as borrowings where generally announced through credit policy measures issued twice a year. Moreover, our interest rate risk is affected primarily by the short-term interest rates set by Indian banks.

Foreign Currency Exchange Rate Risk

Although our Company's reporting currency is in Indian Rupees, we transact a significant portion of our business in several other currencies. Approximately 25.6% and 24.0% of our net revenue from sales of products in the Fiscal

Year 2015 and the Fiscal Year 2014, respectively, were derived from sales outside India. Substantially all of our non-Indian sales income is denominated in foreign currencies, primarily in U.S. Dollars, Australian Dollars, Euros and Pounds Sterling. Further, we continue to incur non-Indian Rupee indebtedness in the form of external commercial borrowings and other foreign currency denominated borrowings and packing credit, which creates foreign currency exposure in respect of our cash flows and ability to service such debt.

We also import a part of our raw materials, packing materials, traded goods and equipment used in our manufacturing facilities. The prices we pay for these imports are denominated in foreign currencies, predominantly in U.S. Dollars. In addition, a portion of our other operating expenses are denominated in U.S. Dollars or other foreign currencies.

Therefore, our exchange rate risk primarily arises from our foreign currency revenues, costs and other foreign currency assets and liabilities to the extent that there is no natural hedge. We may be affected by significant fluctuations in the exchange rates between the Indian rupee and other currencies.

Credit Risk

We are exposed to credit risk on monies owed to us by our customers. If our customers do not pay us promptly or at all, we may have to make provisions for or write-off such amounts. In the Fiscal Year 2015 and the Fiscal Year 2014, our trade receivables were ₹5,270.8 million and ₹3,669.3 million, respectively.

Critical Accounting Policies

We have prepared Restated Consolidated Financial Information contained elsewhere in this Draft Red Herring Prospectus in accordance with Indian GAAP. Our significant accounting policies are more fully described in note 5 to our Restated Consolidated Financial Information. The preparation of our Restated Consolidated Financial Information in conformity with Indian GAAP requires our management to make judgments, estimates and assumptions as disclosed in note 5 to our Restated Consolidated Financial Information that affects the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent assets and liabilities in the Restated Consolidated Financial Information. The critical accounting policies that our management believes to be the most significant are disclosed below.

Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in current and future periods.

Tangible Fixed Assets

Tangible fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of an item of tangible fixed assets comprises its purchase price, including: import duties and other non-refundable taxes or levies, any directly attributable cost of bringing the assets to their working condition for their intended use, and any trade discount and rebates are deducted in arriving at the purchase price. Asset costs also include interest on borrowings attributable to the acquisition of qualifying fixed assets up to the date such assets are ready for their intended uses and other incidental expenses incurred up to that date. Exchange differences arising on restatement/settlement of long-term foreign currency borrowings relating to the acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Any subsequent expenditure relating to a fixed asset is capitalized only if such expenditure results in an increase in the future benefit from such asset beyond its previously assessed standard of performance.

Capital work-in-progress in respect of assets that are not ready for their intended uses are carried at cost, comprising direct costs, related incidental expenses and attributable interest.

Intangible assets

Intangible assets are recognized only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of such assets can be measured reliably. Intangible assets are recorded at cost and are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Goodwill that arises on an amalgamation or on the acquisition of a business is presented as an intangible asset. Goodwill arising from amalgamation or on the acquisition of a business is measured at cost less accumulated amortization and any accumulated impairment loss. Such goodwill is amortized over its estimated useful life or five years, whichever is shorter. Goodwill is tested for impairment annually.

Research and Development

Revenue expenditure incurred on research and development is charged to the respective heads in the Restated Consolidated Statement of Profit and Loss, in the year it is incurred and capital expenditure thereon is included in the respective heads under “fixed assets”.

Depreciation and Amortization

Depreciation is provided on a straight line basis for all assets and is based on the useful life of an asset. Pursuant to Schedule II of the Companies Act, 2013, the remaining useful life has been revised wherever appropriate based on an evaluation conducted by an independent valuer. The carrying amount as of April 1, 2014 is depreciated over the revised remaining useful life of the asset. Indian subsidiaries use the rates prescribed in Schedule II of the Companies Act, 2013. Depreciation on amounts of additions to fixed assets during the year or on their disposal, demolition or destruction during the year is provided on a *pro rata* basis as per Schedule II of the Companies Act, 2013, as amended. Whenever the remaining useful life of the asset is nil in accordance Schedule II of the Companies Act, 2013, the carrying amount as of April 1, 2014 shall be recognized in the Statement of Profit and Loss.

Investments

Long-term investments are stated at cost, which include acquisition costs and related expenses. Investments in equity/ordinary shares in foreign currencies are stated at cost by converting such investments at the exchange rate(s) prevailing at the time of acquisition. Provision for diminution in the value of long-term investments is made only if such decline is not temporary. Current investments are carried at the lesser of cost and fair value. Investments are classified into current and non-current investments. Investments that are readily realizable and are intended to be held for not more than one year from the date on which such investments are made are classified as “current investments”. All other investments are classified as “non-current investments”. Investments in land and buildings that are not intended to be occupied substantially for use by, or in the operations of, the Company, have been classified as “investment property”. Investment properties are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation on the building component of the investment property is provided in line with the accounting policy on tangible assets.

Inventories

(a) Raw materials and packing materials are valued at the lesser of cost or net realizable value; cost is calculated on a moving weighted average basis.

(b) Finished goods and work-in-progress are valued at the lower of cost and net realizable value. In respect of finished goods, cost includes materials, an appropriate share of utilities, other overhead expenses and applicable excise duty. Trading goods are valued at the lower of cost (on a moving weighted average basis) or net realizable value. Cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present locations and conditions.

(c) Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to effect the sale.

Revenue Recognition

(a) Revenue from the sale of goods is recognized when the significant risks and rewards in respect of product ownership are transferred by the Group and no significant uncertainty exist regarding the amount of consideration that will be derived from the sale of goods as well as regarding its ultimate collection. Revenue from product sales is stated net of returns, sales tax, applicable trade discounts and allowances. Revenue from product sales includes excise duty, wherever applicable. Sales are also netted off for probable non-saleable return of goods from customers, estimated on the basis of historical data and trends of such returns. Additionally, in case of a U.S. subsidiary, customer rebates are estimated at the end of every reporting period, based on direct or indirect purchases. If the purchases are direct (purchases made by end use customers directly from the Company), rebates are recognized when products are purchased and a periodic credit is given. For indirect purchases (purchases by end use customers through wholesale customers), the rebates are recognized in accordance with the commercial terms with such customer and validated against available chargeback data. Medicaid rebates are estimated based on the historical data the Company receives from the public sector benefit providers, which is based on the final dispensing of the products by a pharmacy to a benefit plan participant.

(b) Revenue (including in respect of insurance or other claims, interest) is recognized when it is reasonable to expect that the ultimate collection will be made.

(c) Income from research and product registration (dossiers) services and technology income is recognized as revenue when earned in accordance with the terms of the relevant agreements.

(d) Revenue from service contracts is recognized on the "percentage-of-completion method", measured by the proportion of costs incurred to date to estimated costs for each service contract. The differences between the timings of billings and the recognition of revenue on uncompleted contracts are recognized as either unbilled accounts receivable or billings in excess of costs and earnings. The provisions for losses on incomplete contracts are made in the period in which the revisions are determined.

(e) Dividends from investment are recognized as revenue when the right to receive any such dividend is established.

(f) Interest income is recognized on time proportionate basis.

Foreign Exchange Transactions

(a) Transactions in foreign currency are recorded at the original rate of exchange in force at the time such transactions are effected. Exchange differences arising on settlement of all transactions are recognized in the restated consolidated statement of profit and loss.

(b) Exchange differences arising on translation of short-term monetary items denominated in foreign currency are restated using the exchange rate prevailing as at the date of the Balance Sheet and the resulting exchange difference is recognized in the restated consolidated statement of profit and loss.

(c) The exchange differences arising on restatement/settlement of long-term foreign currency monetary items are capitalized as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortized on settlement over the maturity period of such items.

(d) In case of forward exchange contracts entered into to hedge the foreign currency exposure in respect of short term monetary items, the difference between the exchange rate on the date of such contracts and the yearend rate is recognized in the restated consolidated statement of profit and loss. Any profit/loss arising on cancellation of forward exchange contract is recognized as income or expense for the year. Premium/discount arising on such forward exchange contracts is amortized as income/expense over the life of the contract.

(e) Foreign offices/branches: In respect of foreign offices/branches, which are integral to foreign operations, all revenues and expenses (except depreciation) during the year are reported at the average rate. Monetary assets and liabilities are restated at the year-end exchange rate. Non-monetary assets and liabilities are stated at the rate prevailing on the date of the transaction. Net gains/losses on foreign currency translations is recognized in the restated consolidated statement of profit and loss.

(f) Foreign Subsidiaries: With respect to foreign subsidiaries, local accounts are maintained in their local currency.

(g) The financial statements of the subsidiaries whose operations are integral to the Company have been translated into Indian Rupees on the following basis:

(i) all income and expenses are translated at the average rate of exchange prevailing during the year;

(ii) monetary assets and liabilities are translated at the closing rate on the date of the Balance Sheet;

(iii) non-monetary assets and liabilities are translated at historical rates; and

(iv) the resulting exchange difference is accounted in "Exchange Rate Difference on Translation Account" and is charged / credited to the restated consolidated statement of profit and loss.

(h) The financial statements of subsidiaries whose operations are non-integral to the Company have been translated into Indian Rupees on the following basis:

(i) all income and expenses are translated at the average rate of exchange prevailing during the year;

(ii) monetary and non-monetary assets and liabilities are translated at the closing rate on the date of the Balance Sheet; and

(iii) the resulting exchange difference is accounted in "Foreign Currency Translation Reserve" and carried on the Balance Sheet.

Employee Benefits

Post-Employment Benefits and Other Long-Term Benefits:

(a) *Defined Contribution Plan*

The Group's contribution for the year paid/payable to defined contribution retirement benefit schemes is charged to the restated consolidated statement of profit and loss. The Group's contribution towards a provident fund and superannuation fund for certain eligible employees is considered to be a defined contribution plan for which the Group makes contributions on a monthly basis.

(b) *Defined Benefit and Other Long-Term Benefit Plans*

The Group's liabilities towards defined benefit plans and other long term benefits viz. gratuity and compensated absences expected to occur after 12 months, are determined using the "projected unit credit method". Actuarial valuations under this method are carried out at the Balance Sheet date. Actuarial gains and losses are recognized in the restated consolidated statement of profit and loss account in the period of occurrence of such gains and losses. The retirement benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost, and as reduced by the fair value of scheme assets.

(c) *Short-Term Employee Benefits*

Short-term employee benefits are benefits payable wholly in 12 months. Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as undiscounted during the year as the related service is rendered by the employee. These benefits include performance incentives.

Taxes on Income

Income tax is accounted for in accordance with Accounting Standard 22 (AS 22) "Accounting for Taxes on Income". Tax expense comprises both current tax and deferred tax. Current tax is measured at the amount expected to be paid or recovered from the tax authorities using the applicable tax rates. Minimum alternate tax ("**MAT**") under the provision of the Income Tax Act, 1961 is recognized as current tax in the restated consolidated statement of profit and loss. The credit available under such Act in respect of MAT paid is recognized as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognized as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists. Deferred tax assets and liabilities are recognized for future tax consequence attributable to timing differences between taxable income and accounting income that are measured at relevant enacted tax rates. At each balance sheet date, the Group reassesses unrecognized deferred tax assets, to the extent they become reasonably certain or virtually certain of realization, as the case may be.

Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized if, as a result of a past event, the Group has a present obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognized at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. The provisions are measured on an undiscounted basis. A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

Significant developments after March 31, 2015

In June 2015, we acquired a formulation manufacturing facility in the United States that has semi-solids, liquid and nasal formulation manufacturing capabilities. For details, please refer to the chapter "*Our Business*" on page 129.

FINANCIAL INDEBTEDNESS

As of July 15, 2015, the total outstanding fund-based borrowings of our Company taken from third party lenders aggregated to ₹10,553.2 million and non-fund based borrowings of our Company aggregated to ₹233.1 million on a standalone basis. For this purpose, the exchange rate for borrowings in USD has been considered at the exchange rate prevailing on July 15, 2015 i.e., ₹63.38 (*Source: RBI*).

The details of the indebtedness of our Company taken from third party lenders as of July 15, 2015 are provided below:

Working Capital Loans

<table>
<tr><th rowspan="2">Sr. no.</th><th rowspan="2">Lender</th><th rowspan="2">Particulars of the documentation</th><th rowspan="2">Facility amount sanctioned</th><th colspan="2">Principal amount outstanding as on July 15, 2015</th><th rowspan="2">Interest rate / commission rate</th><th rowspan="2">Security</th><th rowspan="2">Purpose</th><th rowspan="2">Repayment schedule</th></tr>
<tr><th>Fund based amount</th><th>Non-fund based amount</th></tr>
<tr><td rowspan="3">1.</td><td rowspan="3">DBS Bank Limited</td><td>Sanction letter no. CDT/ ADMIN/ 323/ 2015 dated April 30, 2015</td><td>Interchangeable facility for – USD 5.0 million comprising of:</td><td colspan="2"></td><td rowspan="3">Rate of interest/commission is as decided, between DBS Bank Limited and our Company linked to the LIBOR+ applicable basis points.</td><td rowspan="3">The facility is extended on an unsecured basis.

A demand promissory note was executed in favour of DBS Bank Limited, which operates as a continuing security till the repayment of outstanding amount availed under the facility.</td><td>Working capital facility – multiline:</td><td rowspan="3">The tenure of this facility is for a period of maximum 180 days and is repayable on demand.</td></tr>
<tr><td>Packing credit in foreign currency /post shipment export credit in foreign currency</td><td>Sublimit 1 of Facility – USD 5.0 million</td><td>₹316.9 million</td><td>Nil</td><td>Working capital</td></tr>
<tr><td>Letter of credit/ bank credit</td><td>Sublimit 2 of Facility – USD 5.0 million</td><td>Nil</td><td>Nil</td><td>Working capital</td></tr>
<tr><td>2.</td><td>Kotak Mahindra Bank Limited</td><td>Sanction letter no. CB/03092014/31938 dated April 15, 2015.

Overdraft against fixed deposit</td><td>Facility 1 – FDOD - ₹500.0 million</td><td>Nil</td><td>Nil</td><td>Rate of interest / commission is as decided, between Kotak Mahindra Bank Limited and our Company</td><td>Secured against bank deposits

A demand promissory note was executed in favour of Kotak Mahindra Bank Limited, which operates as a continuing security till the repayment of outstanding amount availed under the facility.</td><td>Working capital/cash flow mismatch/ general corporate purposes</td><td>Repayable on demand</td></tr>
</table>

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
			Facility 2- Interchangeable facility for ₹750.0 million comprising of:				This facility is extended on an unsecured basis		
		Cash credit	I - ₹750 million (sublimit of Facility 2)	Nil	Nil			Working capital	Repayable on demand
		Working capital demand loan	II - ₹500.0 million (sublimit of Facility 2)	Nil	Nil			Working capital	Maximum three months
		Packing credit in foreign currency	III - ₹300.0 million (sublimit of Facility 2)	Nil	Nil			Working capital	Maximum six months
		Export packing credit	IV - ₹300.0 million (sublimit of Facility 2)	Nil	Nil			Working capital	Maximum six months
		Letter of credit backed purchase bill discounting	V - ₹500.0 million (sublimit of Facility 2)	Nil	Nil			Working capital	Maximum six months
		Purchase bill discounting	VI - ₹500.0 million (sublimit of Facility 2)	Nil	Nil			Working capital	Maximum six months
		Sales bill discounting	VII - ₹500.0 million (sublimit of Facility 2)	Nil	Nil			Working capital	Maximum six months
		Foreign bills discounting/ foreign bills purchase	VIII - ₹500.0 million (sublimit of Facility 2)	Nil	Nil			Working capital	Foreign bill purchase – 30 days and Foreign bill discounting - maximum six months
			Facility 3 - Interchangeable facility for ₹200.0 million comprising of:				This facility is extended on an unsecured basis		

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
		Letter of credit (Inland and Foreign) (LC)	IX - ₹200.0 million or foreign currency equivalent of ₹200.0 (sublimit of Facility 3)	Nil	₹177.3 million			For purchase/ import of raw materials/ stores and spares/ consumables	Maximum six months
		Letter of credit (Inland and Foreign) (Capex)	X - ₹200.0 million or foreign currency equivalent of ₹200.0 million (sublimit of Facility 3)	Nil	Nil			For purchase of plant and machinery/ capital goods	Maximum six months
		Trade credit/ Buyer's credit	XI - ₹200.0 million or foreign currency equivalent of ₹200.0 million (sublimit of Facility 3)	Nil	Nil			Working capital	Maximum six months – combined tenor of working capital letter of credit and working capital trade credit/ buyer's credit i.e., facilities IX and XI, not to exceed six months
		Bank guarantee	XII - ₹50.0 million (sublimit of Facility 3)	Nil	₹0.2 million			Issuance of guarantee favouring customer for bid bonds	Maximum twelve months
		Forward contracts	XIII - ₹150.0 million (sublimit of Facility 3)	Nil	Nil			To hedge foreign currency exposure	Maximum twelve months
3.	Yes Bank Limited	Sanction letter no. YBL/ MUM/ FL/ 099/ 2015-2016 dated May 20, 2015	Facility amount – ₹750.0 million Interchangeable within the following:			Rate of interest/ commission is as decided, between Yes Bank Limited and our Company linked to the LIBOR+ applicable basis points.	The facility is extended on an unsecured basis A demand promissory note was executed in favour of Yes Bank Limited, which operates as a continuing security till the repayment of outstanding amount		
		Packing credit in foreign currency	I - ₹750.0 million (sub limit of the facility)	₹316.9 million	Nil			Working capital	The tenure of this facility is for a period of six months and the availability of this facility is for a period of twelve

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
							availed under the facility.		months, subject to annual review.
		Post shipment credit in foreign currency	II - ₹750.0 million (sub limit of the facility)	Nil	Nil			Working capital	The tenure of this facility is for a period of six months and the availability of this facility is for a period of twelve months, subject to annual review.
		Cash credit	III - ₹50.0 million (sub limit of the facility)	Nil	Nil			Working capital	The tenure of this facility is for a period of twelve months and the availability of this facility is for a period of twelve months, subject to annual review.
		Export packing credit	IV - ₹750.0 million (sub limit of the facility)	Nil	Nil			Working capital	The tenure of this facility is for a period of six months and the availability of this facility is for a period of twelve months, subject to annual review.
		Purchase bill discounting	V - ₹500.0 million (sub limit of the facility)	Nil	Nil			Working capital	The tenure of this facility is for a period of six months and the availability of this

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
									facility is for a period of twelve months, subject to annual review.
		Sales bill discounting	VI - ₹500.0 million (sub limit of the facility)	Nil	Nil			Working capital	The tenure of this facility is for a period of six months and the availability of this facility is for a period of six months, subject to annual review.
		Letter of credit sight - Import	VII - ₹500.0 million (sub limit of the facility)	Nil	Nil			For import of raw material, consumable, stores, spares, etc. and not for local purchases	This facility is valid for a period of six months and the availability of this facility is for a period of twelve months, subject to annual review.
		Letter of credit usance- Import	VIII - ₹500.0 million (sub limit of the facility)	Nil	Nil			For import of raw material, consumable, stores, spares and not for local purchases	The tenure of this facility is for a period of twelve months which is valid for a period of six months and the usance of this facility is for a period of six months.
		Bank guarantee performance	IX - ₹250.0 million (sub limit of the facility)	Nil	Nil			Project guarantees, bid bond, earnest / retention money, security deposit / margin money, taxes/ duties	The tenure of this facility is for a period of sixty months including the claim period and the availability

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
								and statutory authorities	of this facility is for a period of twelve months, subject to annual review.
		Bank guarantee financial	X - ₹250.0 million (sub limit of the facility)	Nil	Nil			Project guarantees, bid bond, earnest/ retention money, security deposit/ margin money, taxes/ duties and statutory authorities	The tenure of this facility is for a period of sixty months including the claim period and the availability of this facility is for a period of twelve months, subject to annual review.
		Letter of credit sight - Domestic	XI - ₹500.0 million (sub limit of the facility)	Nil	Nil			For local purchase of raw material, consumable, stores, spares, etc.	The tenure of this facility is for a period of six months and the availability of this facility is for a period of twelve months, subject to annual review.
		Letter of credit usance - Domestic	XII - ₹500.0 million (sub limit of the facility)	Nil	Nil			For local purchase of raw material, consumable, stores, spares, etc.	The tenure of this facility is for a period of twelve months which is valid for a period of six months and the usance of this facility is for a period of six months.
		Letter of undertaking for buyer's credit	XIII - ₹500.0 million (sub limit of	Nil	Nil			For import of raw material, consumable, stores, spares,	The tenure of this facility is for a period of twelve

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
			the facility)					etc.	months and the availability of this facility is for a period of twelve months, subject to annual review.
4.	State Bank of India	1. Sanction letter no. SBI/ IFB/ SSE/ 13-14/ AMT I/ 1134(a) dated December 10, 2013 2. Letter regarding the grant of Individual Limit within the Overall limit dated July 25, 2014	Interchangeable Overall Facility for ₹1000.0 million comprising of:				Hypothecation charge on present and future current assets of the Company, consisting of stocks of raw materials, work in progress, finished goods consumable, stores and spares, other materials, book debts, claims and bills, both present and future.		
		Demand Cash Credit Facility (hypothecation of stocks/ book debts)	Facility 1- ₹240.0 million (sublimit of the Overall Facility)	Nil	Nil	Rate of interest / commission is as decided, between State Bank of India and our Company linked to the LIBOR+ applicable basis points.		Working capital	Maximum twelve months
		Export packing credit facility (for gold card) (PCFC - capped at a maximum limit of ₹600 million within the Overall Facility)	I - ₹150.0 million (sublimit of the Overall Facility within Facility 1)	₹316.9 million	Nil			Working capital	As per the State Bank of India Exporters Gold Card Scheme

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
		Export bills discounting/ negotiation (within DCC limits)	II - ₹150.0 million (sublimit of the Overall Facility within Facility 1)	Nil	Nil	Interest rate to be as applicable to Exporters Gold Card scheme : 1. Demand Bills: 0.45% above base rate 2. Usance Bills: 0.45% above base rate		Working capital	As per the State Bank of India Exporters Gold Card Scheme
		Letter of credit facility (inland/ import)	Facility 2 - ₹500.0 million (sublimit of the Overall Facility)	Nil	Nil	Commission shall be at the standard rates as applicable from time to time.		Working capital	Maximum twelve months
		Bank Guarantee Facility	Facility 3 - ₹250.0 million (sublimit of the Overall Facility)	Nil	₹51.4 million	Commission shall be at the standard rates as applicable from time to time.		Working capital	Maximum twelve months
		Forward Contract/Derivative	Facility 4 - ₹10 million (sublimit of the Overall Facility)	Nil	Nil			Working capital	Maximum twelve months
5.	State Bank of India	1. Sanction letter no. SBI/ IFB/ 2014-15/ 380-A dated September 1, 2014 2. Sanction letter no. SBI/ IFB/ 2014-15 dated March 31, 2015 3. Sanction letter no. SBI/ IFB/ 2014-15 dated April 4, 2015 1. Overdraft	Facility amount: ₹1,122.3 million	₹810.9 million	Nil	The rate of interest is at 0.2 basis point over and above the fixed deposit rate.	The term deposit with the State Bank of India is the security for this facility	Working capital	This facility is repayable upon maturity of the term deposit

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
		facility against term deposit receipt							
6.	The Saraswat Co-operative Bank Limited	Sanction letter dated July 1, 2015 1. Overdraft facility against fixed deposits	Facility amount - ₹45.0 million	Nil	Nil	Rate of interest applicable is 9.00% per annum	Fixed deposit receipt of ₹50 million	Working capital	This facility is repayable on maturity
			Facility amount - ₹450.0 million	Nil	Nil	Rate of interest applicable is 9.3% per annum	Fixed deposit receipt of ₹500 million		
			Facility amount - ₹900.0 million	Nil	Nil	Rate of interest applicable is 9.5% per annum	Fixed deposit receipt of ₹1,000 million		
			Facility amount - ₹769.5 million	Nil	Nil	Rate of interest applicable is 9.8% per annum	Fixed deposit receipt of ₹810 million		
			Facility amount - ₹712.5 million	Nil	Nil	Rate of interest applicable is 10.3% per annum	Fixed deposit receipt of ₹750 million		
			Facility amount - ₹950.0 million	Nil	Nil	Rate of interest applicable is 10.5% per annum	Fixed deposit receipt of ₹1,000 million		
7.	Citibank Limited	Sanction letter dated September 26, 2012 read with the Loan Agreement dated August 31, 2012 along with Modification Deed dated September 28, 2012 1. Export finance/ cash credit 2. Ad hoc facility in the form of export finance	Facility amount - ₹672.0 million	₹126.8 million as pre shipment credit and ₹2.8 million as loan amount	₹4.2 million	Rate of interest as mutually agreed between Citibank Limited and our Company linked to the LIBOR+ applicable basis points.	The facility is extended on an unsecured basis. A demand promissory note was executed in favour of Citibank Limited, which operates as a continuing security till the repayment of outstanding amount availed under the facility.	To finance working capital requirements	The tenor for this facility is for a period of 180 days with a revolving tenor for cash credit facility
			Facility amount - ₹240.0 million					To finance working capital requirements	

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
8.	The Hong Kong and Shanghai Banking Corporation Limited	Sanction letter no. BOM 132183 dated September 23, 2014 1. Overdraft facility	Facility amount - Combined Limit of ₹750.0 million or its Foreign Currency Equivalent	Nil	Nil	Interest on the overdraft facility is charged on daily balances at over the prevalent bank base rate, subject to fluctuation at the Hong Kong and Shanghai Banking Corporation Limited's discretion and payable monthly in arrears to the debit of our Company's account.	This facility is extended on an unsecured basis. A demand promissory note was executed in favour of The Hong Kong and Shanghai Banking Corporation Limited, which operates as a continuing security till the repayment of outstanding amount availed under the facility.	To finance working capital requirements	Repayable on demand
		2. Export facility for purchase / negotiation of documents against payment				Rate of interest as mutually agreed between the Hong Kong and Shanghai Banking Corporation Limited and our Company. The agreed rate shall be fixed with reference to the prevalent Base Rate.		To finance working capital requirements	Normally stipulated transit periods
		3. Pre-shipment loan against export				Rate of interest as mutually agreed between the Hong Kong and Shanghai Banking Corporation Limited and our Company. The agreed rate shall be fixed with reference to the prevalent base rate.		For purchase or negotiation of documents against payment bills on approved drawees to finance export sales	The tenure of the facility is for a period of maximum 180 days.

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
						The base rate at the time of sanction – 9.70%			
9.	HDFC Bank Limited	Sanction letter no. dated July 27, 2015 1. Overdraft Facility	Facility amount – ₹500.0 million	₹832.2 million*	Nil	Rate of interest as mutually agreed between the HDFC Bank Limited and our Company.	The facility is extended on an unsecured basis A demand promissory note was executed in favour of HDFC Bank Limited, which operates as a continuing security till the repayment of outstanding amount availed under the facility.	Working capital	Repayable on demand
10.	HDFC Limited	Sanction letter dated August 5, 2013. 1. Overdraft facility against deposit	Facility amount - ₹900.0 million	Nil	Nil	The rate of interest applicable for this facility is 0.50% per annum above the deposit interest rate of 9.80%.	The loan/ Facility limit is secured by way of pledge of original deposit receipt with HDFC Limited Loan/ Amount outstanding as part of the facility shall not exceed 90% of the deposit with the lender at any time	Working capital	The tenure of the facility is for a period of maximum twenty four months.
11.	Dena Bank	Sanction letter no. DB/ MU/ ADV/ 002/ 2014 dated September 8, 2014. 1. Overdraft facility against deposit	Facility amount - ₹1900.0 million	Nil	Nil	The interest rate applicable is 0.55% over and above the term deposit rate.	As security the liens are created over the term deposits of ₹2000.0 million	Working capital	The tenure of the facility is in accordance with the term of the deposit.

Sr. no.	Lender	Particulars of the documentation	Facility amount sanctioned	Principal amount outstanding as on July 15, 2015		Interest rate / commission rate	Security	Purpose	Repayment schedule
				Fund based amount	Non-fund based amount				
12.	The Bank of Nova Scotia	Sanction letter dated March 30, 2015 (the aggregate amount outstanding under the facilities mentioned here in shall not exceed ₹1,300 million)	Interchangeable facility up to ₹1,300.0 million comprising of:			Rate of interest as mutually agreed between The Bank of Nova Scotia and our Company linked to the LIBOR+ applicable basis points.	The facility is extended on an unsecured basis. A demand promissory note was executed in favour of The Bank of Nova Scotia, which operates as a continuing security till the repayment of outstanding amount availed under the facility. in favour of		The tenor of these facilities is for a period of 180 days – The outstanding amounts under these facilities are repayable on demand but until such demand is made repayment is to be made at the maturity of each drawdown.
		1. Short term revolving loan	I – Up to ₹1,300.0 million (sublimit of the facility)	₹348.6 million	Nil			To finance working capital requirements	
		2. Export packing credit	II - Up to ₹1,300.0 million (sublimit of the facility)	Nil	Nil			To finance export inventories’	
		3. Export bill discounting-	III - Up to ₹1,300.0 million (sublimit of the facility)	Nil	Nil			To finance export receivables	
		4. Letter of credit and/ or acceptance	IV - Up to ₹300.0 million (sublimit of the facility)	Nil	Nil			For purchase of domestic/ imported raw materials	
		5. Bank guarantees (for buyer’s credit purposes)	V - Up to ₹1,300.0 million (sublimit of the facility)	Nil	Nil			For issuance to The Bank of Nova Scotia’s Singapore branch to facilitate funding of buyer’s credit	
		6. Overdraft facility	VI - Up to ₹500.0 million (sublimit of the facility)	₹0.2 million	Nil	The interest rate applicable is 9.4%		To finance working capital requirement	
Total				**₹3,072.2 million**	**₹233.1 million**				

**Note: The outstanding amount includes ₹332.2 million on account of unrealised cheques before July 15, 2015.*

Restrictive conditions and covenants under the loan facilities

Pursuant to number of our financing arrangements, we are subject to and must comply with various restrictive conditions and covenants which restrict certain corporate actions. Should we wish to carry out such restricted actions, we must first obtain the prior approval of the lender.

For example, certain corporate actions for which our Company requires the prior written consent of the lenders include:

- Changing the substantial nature of the business of our Company.
- Changing the provisions in the Memorandum of Association and Articles of Association, relating to borrowing powers and principal business activities.
- Creating any charge, lien, mortgage or encumbrance over all or any of the present or future properties, assets or revenues of our Company, in favour of any financial institution, bank, company, firm or persons.
- Declaring dividends in case our Company defaults or delays in debt repayment of any of the lenders or on the occurrence of any event of default.
- Diversion of funds for any other purpose other than for which granted or agreed to be granted.
- Effecting any change in the control of our Company from our existing Promoter Group.
- Effecting any change in the equity, management and operating structure of our Company.
- Effecting any change in the capital structure of our Company.
- Embarking on any expansion, diversification, restructuring, alliance, merger, acquisition, amalgamation, consolidation, structuring, reorganisation or sale of its unit or major property.
- Entering into any contractual obligation of a long term nature or affecting the Company financially to a significant extent.
- Entering into an arrangement or compromise with creditors or shareholders.
- Failure to maintain adequate books of accounts, reflecting the financial position and scale of operations of our Company and changing our accounting system.
- Incurring any expenditure of a capital nature other than in the ordinary course of business.
- Occurrence of any compulsory acquisition, nationalisation or expropriation of a substantial part of the assets.
- Obtaining any further loans or availing any other facilities from any bank(s) or financial institution(s).
- To maintain, on a standalone basis, a ratio of current assets to current liabilities of not less than 1.50 to 1.00, at all times.
- Usage of trade names, trademarks, service marks, logos, designs, copyright, or other similar proprietary designations, registered or unregistered, owned or communicated by the lender.

Term Loan

Sr. No.	Lender	Particulars of the documentation	Amount sanctioned	Principal amount outstanding as on July 15, 2015	Interest rate / commission rate	Security	Purpose	Repayment schedule
1.	DBS Bank Limited	Facility agreement no. JSXS/ STAN/ SP04667, dated October 20, 2011	Facility amount is USD 15.0 million	Outstanding amount is USD 9.0 million equivalent to ₹570.4	The rate of interest applicable for this term loan is 3.57% per annum.	The Facility, payment and other obligations of our Company shall be secured by way of a first and	The facility amount shall be applied towards the financing of	The repayment schedule shall be as follows: 1. 20% of the term loan amount is to

Sr. No.	Lender	Particulars of the documentation	Amount sanctioned	Principal amount outstanding as on July 15, 2015	Interest rate / commission rate	Security	Purpose	Repayment schedule
				million	The applicable rate of interest on each loan for each interest period is the percentage rate per annum which is the aggregate of the applicable: 1. Margin; and 2. LIBOR. Under the terms of the Facility our Company shall pay accrued interest on the loan on the last day of each interest period	exclusive fixed charge on (both present and future) moveable fixed assets of our Company, located at, 1. Alkem Laboratories Ltd., Unit -II Hudbust No. 192, Khasra No. 1516 to 1521, Thana Baddi, Solan, Himachal Pradesh and 2. Alkem Laboratories Ltd., Central Pendam Block, Dugailaka Kumrek, Rangpo East Sikkim as specified in Schedule I of the Deed of Hypothecation dated March 6, 2014.	the capital expenditure requirements of existing plants in compliance with ECB Guidelines.	be repaid at the end of twenty four months from the initial utilization date. 2. Further, 20% of the term loan amount is to be repaid at the end of thirty six months from the initial utilization date. 3. Further, 30% of the term loan amount is to be repaid at the end of forty eight months from the initial utilization date. 4. Finally, the balance 30% of the term loan amount is to be repaid at the end of sixty months from the initial utilization date.

Details of Terms and Conditions of Term Loans

Restrictive Covenants

In accordance with the facility agreement dated October 20, 2011 between our Company and DBS Bank Limited (“**Agreement**”), the following covenants require adherence by our Company, with prior approval.

Our Company:

1. is required to comply in all respects with all laws which our Company may be subjected to and failure of adherence to which may lead to a material adverse effect.

2. is required to not change its residence for tax purposes.

3. is required to not enter into any amalgamation, demerger, merger or corporate reconstruction.

4. is required to ensure that no substantial changes are made to the general nature of our Company’s business from that carried on at the date of the Agreement.

5. is required to maintain in good working order and condition of all of its assets which are necessary or desirable for conducting business.

6. is required to refrain from entering into a single transaction or a series of transactions (whether related or not) and whether voluntary or involuntary to sell, lease, transfer or otherwise dispose of any asset, except any sale, lease, transfer or other disposal of any asset:

(i) made in the ordinary course of trading; or
(ii) of assets in exchange for other assets comparable or superior as to type, value and quality and for a similar purpose.

7. is required to not, without the prior written consent of the Lender, in case of an event of default:

   (i) to declare, make or pay any dividend, fee or other distribution (or interest on any unpaid dividend, fee or other distribution) (whether in cash or in kind) on or in respect of its share capital (or any class of its share capital) or any warrants for the time being in issue;
   (ii) to repay or distribute any dividend or share premium reserve or capital redemption or any un-distributable reserve;
   (iii) to pay any management, advisory or other fee to or to the order of any of the shareholders or other Affiliates of our Company; or
   (iv) to redeem, repurchase, defease, retire or repay any of its share capital or any warrants for the time being in issue or resolve to do so.

8. is required to not incur or allow to remain outstanding, any financial indebtedness except financial indebtedness which is a permitted indebtedness under the Agreement.

9. is required to ensure that all the proceeds of each loan borrowed under the Agreement are used strictly in accordance with the purpose set out in the Agreement.

10. is required to ensure that at all times the value of its assets exceed its liabilities (taking into account contingent and prospective liabilities).

11. is required to not acquire or invest in any company, business, assets or undertaking without the prior written consent of the Lender.

12. is required to ensure that the promoter group does not cease to control our Company without the prior written approval of the Lender, which shall not be unreasonably withheld.

Financial Covenants

Our Company shall ensure that:
1. Gearing shall at all times to be maintained at no more than 1.0 times;
2. Debt Service Coverage Ratio shall at all times to be maintained at no less than 5.0 times;
3. Interest Service Coverage Ratio shall at all times to be maintained at no less than 7.0 times;
4. Fixed Asset Coverage Ratio shall at all times to be maintained at no less than 1.25 times; and
5. Current ratio shall at all times to be maintained at no less than 1.75 times.

Prepayment

Under the terms of the Agreement, the prepayment clause may be triggered in the event of:

1. An illegality, wherein it shall become unlawful for the lender to perform any of its obligations as envisaged under the Agreement;
2. Voluntary prepayment of the loan, wherein our Company chooses to prepay the whole or any part of the outstanding loan, by a minimum amount of US$ 2,500,000 and thereafter in integral multiples of US$ 2,500,000, subject to obtaining of all relevant authorisations, from all relevant government agencies, as may be applicable; and
3. Automatic cancellation, wherein the undrawn amount, at 4 p.m. on the last day of the period for the loan, as envisaged under the Agreement, shall automatically and immediately be cancelled and the lender's commitment shall be reduced to zero.

Further, any prepayment so made, shall be made together with the accrued interest on the amount prepaid and subject to swap breakage costs, without premium or penalty. Our Company shall not be allowed to re-borrow the amount which is prepaid and the entre prepayment shall be in compliance with the ECB Guidelines.

Default

Under the terms of the Agreement, the events of default have been categorized to include:

1. the failure to make payment of any sum, as on the due date of the amount payable under the Agreement;
2. the failure to satisfy any of the Financial Covenants, as stipulated under the Agreement;
3. on account of any misrepresentation incorrect or misleading statement, in any material respect, made by our Company;
4. on account of a cross default by our Company, wherein any financial indebtedness of our Company remains unpaid;
5. on account of insolvency of our Company, wherein the value of our Company's assets become less than that of our Company's liabilities, or in case a moratorium is declared in respect of our Company's indebtedness;
6. the initiation of insolvency proceedings against our Company, including the appointment of a liquidator, enforcement of a security over any of our Company's assets;
7. any expropriation, attachment, sequestration, distress or execution or any analogous process in any jurisdiction that affects any asset of our Company;
8. the cessation or suspension of business or a material part of the business by our Company; and
9. any litigation or proceeding against our Company, which may have a material adverse effect.

Commercial Paper Borrowings

As on July 15, 2015, our Company has availed of ₹6,910.6 million by way of Commercial Paper borrowings, which is due by August 31, 2015.

Guarantee

Our Company has entered into a facility agreement with Citibank N.A., dated May 28, 2015, in accordance with which our Company has pledged certain bonds and securities as guarantee for working capital facilities of ₹2,205 million, to be availed for onward funding in our Subsidiary S&B Pharma Inc. and step down Subsidiary ThePharmaNetwork LLC, U.S.A., by way of issuance of a Stand by Letter of Credit.

SECTION VII: LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Except as stated in this section, (i) there are no winding up petitions, outstanding litigations, suits, criminal or civil prosecutions, statutory or legal proceedings including those for economic offences, tax liabilities, show cause notices or legal notices pending against our Company or against any other company whose outcome could have a materially adverse effect on the business, operations, cash flows or financial position of our Company, and (ii) there are no defaults including non-payment or overdue of statutory dues, overdues to banks or financial institutions, defaults against banks or financial institutions or rollover or rescheduling of loans, defaults in creation of full security as per the terms of issue/other liabilities, proceedings initiated for economic, civil or any other offences (including past cases where penalties may or may not have been awarded and irrespective of whether they are specified under paragraph (1) of Part I of Schedule XIII of the Companies Act, 1956 and under paragraph (a) of Part I of Schedule V of the Companies Act, 2013) other than unclaimed liabilities of our Company except as stated below, and (iii) no disciplinary action has been taken by SEBI or any stock exchange against our Company, Directors or Promoters (iv) there are no past cases in which penalties were imposed by the authorities concerned on our Company, Promoters, Group Companies and Directors; and (v) no disciplinary action has been taken by SEBI or any stock exchange against our Company, Subsidiaries, Directors, Promoters and Group Companies.

I. Litigation involving our Company

Litigations against our Company

A. CCI Matters

1. CCI has instituted a proceeding against our Company pursuant to a complaint filed by Apna Dawa Bazar (the **"Informant"**). The Informant, being a dealer of pharmaceutical products, had issued a letter dated June 20, 2014 to our Company for supply of pharmaceutical products under the DPCO. The Informant has alleged that our Company has returned the Informant's demand drafts and refused to supply pharmaceutical products by imposing terms and conditions on supply of such products which may give rise to anti-competitive concerns, including obtaining a 'no objection certificate' from the State Chemist and Druggist Association, Gujarat which contravenes the provisions of the Competition Act. The CCI by its order dated December 29, 2014, directed the Office of the Director General (**"DG, CCI"**) to conduct an investigation into the matter. In the meanwhile, the National Pharmaceutical Pricing Authority informed our Company through its letter dated January 6, 2015, that a complaint has been received from the Informant alleging that our Company has refused to supply the products, as per its request. Our Company gave its response through its letter dated January 23, 2015. Subsequently, the DG, CCI issued a notice dated February 16, 2015 under the Competition Act, to our Company, directing it to furnish certain information and documents pertaining to our Company and our reply to the allegations made by the Informant. Our Company provided the relevant information and documents to the DG, CCI through its reply dated March 13, 2015. The matter is currently pending.

2. CCI has instituted a proceeding against our Company pursuant to a complaint filed by Vinayaka Pharma (the **"Informant"**). The Informant, being a distributor of drugs manufactured by various companies, issued a letter dated September 2, 2013 to our Company requesting for its appointment as a stockist. The Informant has alleged that even after oral confirmation of appointment of the Informant as a stockist for Palakkad District, our Company returned the Informant's demand draft with an oral instruction to submit a 'no objection certificate' from All Kerala Chemists and Druggists Association, which is in contravention of the provisions of the Competition Act. Subsequently, the Office of the Director General (**"DG, CCI"**) issued a notice dated December 24, 2014 (the **"Notice"**) to our Company seeking certain information and documents in relation to an on-going investigation under the Competition Act, regarding the correspondence between the Informant and our Company. Our Company, through its attorney, replied to the CCI seeking inspection of all the files and records maintained by it pertaining to the said investigation. On inspection of the said documents, our Company learned that an order dated September 29, 2014 was passed by the CCI regarding the information filed by the Informant against our Company alleging wrongful refusal to appoint the Informant as a stockist. Consequently, our Company filed its reply dated January 7, 2015, with the DG, CCI along with certain information and documents. Thereafter, the CCI issued notices dated January 8, 2015, January 21, 2015, February 4, 2015 and March 20, 2015, requesting for relevant information and documents. Our Company has responded to the request pursuant to its letters dated January 19, 2015 and February 13, 2015, and e-mail dated March 23, 2015. Subsequently, the DG, CCI issued a DG Investigation Report dated March 31, 2015 to our Company. The CCI by an order dated June 10, 2015 directed our Company to furnish certain information and

documents in relation to the DG Investigation Report. The matter is currently pending.

B. Drug Matters

1. The State of Andhra Pradesh, through the Inspector of Drugs (the **"Inspector"**) has filed a criminal complaint dated April 3, 2013 before the Metropolitan Magistrate, Cyberabad at Miyapur against our Company, Mr. Basudeo N. Singh and others (the **"Respondents"**), alleging that the Respondents manufactured a spurious drug, namely 'ALCLAV 625' without a valid license, and altered/ relabeled the said drug from 'ALCLAV 625' to 'ALCLAV FC' in contravention of the provisions of the DCA and Rules. Subsequently, Mr. Basudeo N. Singh has filed a criminal petition dated November 22, 2014 before the High Court of Andhra Pradesh for quashing of the complaint against himself. The matter is currently pending.

2. The State of Maharashtra, through the Inspector of Food and Drugs (together the **"Complainants"**) has filed a criminal complaint dated March 16, 2006 before the Judicial Magistrate First Class, Panvel, against our Company, Mr. Samprada Singh, Mr. Basudeo N. Singh, Mr. Balmiki Prasad Singh, Mr. Dhananjay Kumar Singh and others, alleging that 'TOFEE', a drug manufactured and sold by our Company, does not fit the standard quality as provided under the DCA and Rules and hence, violated the DCA and Rules. Subsequently, the matter was transferred to the Sessions Court, Alibag (the **"Sessions Court"**). Against the criminal complaint, Mr. Samprada Singh, Mr. Basudeo N. Singh and others filed a criminal revision application dated October 8, 2010 before the Sessions Court, against the Complainants, seeking the quashing and setting aside of the charges made under the criminal complaint against them. The matter is currently pending.

3. The State of Maharashtra, through the Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated March 30, 2009 before the Chief Judicial Magistrate, Beed (the **"CJM"**), against our Company, Cachet, the then directors of Cachet including Mr. Satish Kumar Singh and others (the **"Respondents"**), alleging that 'HEMFER', a drug manufactured by Cachet and marketed by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The CJM issued summons dated March 30, 2009 (the **"Summons"**), without passing any formal order, against the Respondents. Subsequently, Cachet, Mr. Satish Kumar Singh and its then directors filed a criminal revision application, dated September 26, 2013 before the Sessions Court, Beed (the **"Sessions Court"**), against the Complainant, seeking stay of the Summons, and stay of the criminal complaint till the disposal of the criminal revision application. The Sessions Court by an order dated November 25, 2014 (**"Order"**), dismissed the criminal revision application and directed the CJM to proceed with the hearing of the case. Against the Order, Cachet, Mr. Satish Kumar Singh and its then directors, filed a criminal writ petition dated February 2015 before the High Court of Bombay, Aurangabad Bench (the **"High Court"**), against the Complainant, seeking quashing of the Order. The High Court by an order dated March 18, 2010 stayed the proceedings before the CJM. Subsequently, the High Court dismissed the writ petition by an order dated June 25, 2015. The matter is currently pending.

4. The State of Maharashtra, through the Inspector of Drugs (the **"Inspector"**) has filed a criminal complaint dated October 10, 2008 before the Judicial Magistrate First Class, Kalyan, against our Company, its then directors and others, alleging that 'Enzoflam Tablets', a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The matter is currently pending.

5. The State of Jharkhand, through the Inspector of Drugs has filed a criminal complaint dated 2009 before the Judicial Magistrate First Class at Chaibassa, against our Company, alleging that 'Alcipro', a drug manufactured and sold by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The matter is currently pending.

6. The State of Maharashtra, through the Inspector of Drugs has filed a criminal complaint dated April 20, 2000, before the Metropolitan Magistrate Mazgaon, Mumbai against our Company, Mr. Dhananjay Kumar Singh and others, alleging that our Company issued drugs to Arogyanidhi Medical Stores, a retail chemist without raising proper sales invoices and hence contravened the provisions of the DCA and Rules. The matter is currently pending.

7. The State of Maharashtra, through the Inspector of Drugs has filed a criminal complaint dated April 20, 2000, before the Metropolitan Magistrate, Mazgaon, Mumbai, against our Company, Mr. Dhananjay Kumar Singh and others, alleging that our Company issued drugs to Ashoka Chemist Medical and General Stores a retail chemist without raising proper sales invoices and hence contravened the provisions of the DCA and Rules.

The matter is currently pending.

8. The State of Maharashtra, through Inspector of Drugs has filed a criminal complaint dated December 29, 2006 before the Metropolitan Magistrate, Mazgaon, Mumbai, against our Company, Mr. Dhananjay Kumar Singh and others, alleging that ‘Digesta Capsules’, a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The matter is currently pending.

9. The State of Maharashtra, through Inspector of Drugs (the **“Complainant”**) has filed a criminal complaint dated October 23, 1991 before the Judicial Magistrate First Class, Panvel (the **“JMFC”**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **“Directors”**) and others, alleging that ‘Aldiamycin Suspension’ a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay (the **“High Court”**), against the Complainant, seeking discharge from the criminal complaint. The High court by an order dated April 2, 1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**“Order 1”**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999 before the Additional Sessions Judge, Raigad (the **“ASJ”**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**“Order 2”**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

10. The State of Maharashtra, through Inspector of Drugs (the **“Complainant”**) has filed a criminal complaint dated September 19, 1990 before the Judicial Magistrate First Class, Panvel (the **“JMFC”**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **“Directors”**) and others, alleging that ‘Aldiamycin Suspension’ a drug manufactured by our Company does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay, Bombay (the **“High Court”**), against the Complainant, seeking discharge from the criminal complaint. The High court by an order dated April 2, 1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**“Order 1”**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999 before the Additional Sessions Judge, Raigad (the **“ASJ”**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**“Order 2”**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

11. The State of Maharashtra, through Inspector of Drugs (the **“Complainant”**) has filed a criminal complaint dated January 6, 1992 before the Judicial Magistrate First Class, Panvel (the **“JMFC”**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **“Directors”**) and others, alleging that ‘Aldiamycin Suspension’, a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay (the **“High Court”**), against the Complainant, seeking discharge from the criminal complaint. The High Court by an order dated April 2, 1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**“Order 1”**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999 before the Additional Sessions Judge, Raigad (the **“ASJ”**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**“Order 2”**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

12. The State of Maharashtra, through Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint, dated March 28, 1995 before the Judicial Magistrate First Class, Panvel (the **"JMFC"**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **"Directors"**) and others, alleging that 'Indlox Capsule' a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay (the **"High Court"**), against the Complainant, seeking discharge from the criminal complaint. The High court by an order dated April 2, 1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**"Order 1"**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999 before the Additional Sessions Judge, Raigad (the **"ASJ"**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**"Order 2"**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

13. The State of Maharashtra, through Inspector of Drugs, has filed a criminal complaint, before the Judicial Magistrate First Class, Vashi, Navi Mumbai, against our Company and Mr. Dhananjay Kumar Singh, alleging that 'Digesta Capsules', a drug manufactured by our Company does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The matter is currently pending.

C. Food Matters

1. The Drug Controller Bihar Directorate of Health Services, Patna by a general proclamation in the daily newspaper dated December 19, 2005 issued a notice-cum-order exercising powers under the provisions of the Drugs and Cosmetics Act, 1940 (the **"DCA"**) to our Company and others, restraining us from selling, marketing and distributing the product, 'A to Z' in the state of Bihar on the grounds that 'A to Z' does not qualify under the dietary supplement as per the provisions of the Prevention of Food Adulteration Act, 1954 (the **"PFA"**) and therefore it is a drug and not a food item. Our Company has filed a civil writ petition in the High Court of Bihar, Patna (the **"High Court"**) to quash the notice-cum-order dated December 19, 2005 and sought an order or direction confirming that the product 'A to Z' is a food item. The high Court by an order dated April 28, 2008 constituted a committee of Director General (**"DGHS"**), for the purpose of determining the classification of the product. Subsequently, the High Court by an order dated February 4, 2009 (**"Order 1"**) stated that the DGHS found that 'A to Z' was covered by the provisions of the Food Safety and Standards Act, 2006 (the **"FSSA"**). As the FSSA was not yet enforced, the license of our Company under the PFA would continue to operate. Against the Order 1, the State of Bihar, the Drugs Controller, Bihar and the Inspector of Drugs, Patna filed a Letters Patent Appeal before the High Court against our Company and others to set aside Order 1 as the committee constituted by the DGHS had only examined the labels of the product in question and not the composition/formulation and intention of the use of the product, and therefore the product must be tested by the Drug Technical Advisory Board. The High Court by an order dated July 12, 2011 (**"Order 2"**) directed the Drug Technical Advisory Board, to analyse the components and ingredients of the product, and come to a conclusion on whether the products falls under the DCA or the PFA. Against the Order 2, the Union of India, DGHS (Drug section), DGHS (Food Section) and Drugs Controller General of India filed a civil review petition before the High Court seeking to recall/set aside Order 2 as the PFA had been repealed by the FSSA, hence a scientific panel must be appointed a per the provisions of the FSSAI. The High Court by an order dated August 13, 2012, granted additional time to the Union of India to remove defects in the petition. Subsequently, the civil review was dismissed by the High Court and the Drug Technical Advisory Board was ordered to analyse the components and ingredients of the product, and come to a conclusion on whether the products falls under the DCA or the PFA and submit a report to the High Court. The matter is currently pending.

2. The State of Madhya Pradesh, through the Food Safety Officer, Balaghat (the **"Complainant"**) has filed a complaint dated November 26, 2014 before the Court of Adjudication (Additional District Magistrate), Balaghat, against our Company, Cachet and others (the **"Respondents"**), challenging the order dated November 24, 2014 passed by the Office of Food Safety Administration Designated Officer, Balaghat (**"OFSA"**) by which the OFSA held that the Respondents were storing, distributing, selling a misbranded food item, 'Protikem Health Supplement', which violated the Food Safety and Standards Act, 2006 (the **"Act"**). The Complainant also alleged that the Respondents violated the Act by not replying to the letters of the Food

Safety Officer, Balaghat. The matter is currently pending.

3. The State of Jharkhand, through Inspector of Drugs (the **"Inspector"**) has filed a criminal complaint dated March 28, 2005 before the Chief Judicial Magistrate, Giridh (the **"CJM"**) against Indchemie and our Company (together the **"Respondents"**) alleging that 'A to Z Gold Soft Gelatin Capsules' a dietary supplement (**"Supplement"**) manufactured by Indchemie and marketed by our Company for which both the companies obtained a license under the Prevention of Food Adulteration Act, 1954 (the **"PFA"**), is not a Supplement but a 'drug' under the Drugs and Cosmetics Act, 1940 (the **"DCA"**), and is hence, violative of the DCA and the Drugs and Cosmetics Rules, 1945. The CJM issued an order dated April 5, 2007 (**"Order 1"**) for closing the case as the Inspector had failed to produce any witness since November 18, 2005. Against Order 1, the Inspector filed an application before the CJM for reopening the case. By an order dated May 30, 2007 the CJM allowed the application. Since the prosecution had failed to submit any report issued by a competent authority to show that the said Supplement was a drug within the meaning of the DCA, the Respondents, through their authorised representatives filed a petition seeking discharge. The CJM by an order dated September 4, 2007 (**"Order 2"**) rejected the petition. Pursuant to the order dated May 30, 2007 the Respondents filed a criminal miscellaneous petition dated October 5, 2007 before the High Court of Jharkhand, Ranchi (the **"High Court"**) to quash the order dated May 30, 2007. Further, the Respondents through their authorised representatives filed criminal revision application dated October 5, 2007 before the High Court, for setting aside the Order 2. The High Court by an order dated September 9, 2014 (**"Order 3"**) held that the said Dietary Supplement is a 'drug' under the provisions of the DCA and dismissed the criminal miscellaneous petition and criminal revision application. Subsequently, our Company and Indchemie have filed special leave petitions before the Supreme Court of India, challenging Order 3, stay of the operation of Order 3 and stay the proceedings in the criminal complaint. The matter is currently pending.

D. ***Labour Matters***

1. A civil suit dated April 16, 2002 has been filed before the Civil Judge, Junior Division, Pathankot against our Company and others (the **"Respondents"**), seeking mandatory and permanent injunction against the Respondents to pay all the service emoluments to the petitioner with effect from January 29, 2001 with a salary package of ₹0.14 million per annum with interest, and a permanent injunction restraining the Respondents from preventing the petitioner from discharging his functions as Area Business Manager of Pathankot. The Civil Judge, Pathankot passed a judgment directing our Company to pay a sum of ₹2.70 million to the petitioner. The matter is currently pending.

2. An application dated April 25, 2014 has been filed before the Presiding Officer, Industrial Tribunal, Bathinda under the Industrial Disputes Act, 1947, against our Company and others, seeking an aggregate amount of ₹0.029 million with interest in lieu of leave encashment, bonus (for the year 2012-2012 and April 2013 to July 2013. Our Company filed a reply in which it stated that our Company did not have any liability regarding outstanding payments towards the applicant, and that the applicant owed our Company an amount of ₹0.006 million. The matter is currently pending.

3. Karnataka State Medical and Sales Representative Association (the **"Complainant"**) has filed complaints dated: (i) July 23, 2014 before the Assistant Labour Commissioner (**"ALC"**), Bangalore; (ii) September 30, 2014 before the ALC, Mandya; (iii) dated November 7, 2014 before the ALC, Mysore; (iv) dated September 19, 2014 before the ALC, Davanegere; and (v) dated November 22, 2014 before the ALC, Hubli alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed (i) replies dated October 30, 2014 before the ALC, Bangalore, ALC, Mandya, and ALC, Davanegere; (ii) reply dated November 7, 2014 before the ALC, Mysore; and (iii) reply dated November 3, 2014 before the ALC, Hubli, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. Our Company has also filed an application dated December 3, 2014 before the Additional Commissioner of Labour, Bangalore, to club together all the complaints so that it could be decided under one authority. All matters have been quashed before the different ALC's and have been consolidated as one before the Additional Labour Commissioner, Bangalore. The matter is currently pending.

4. Uttar Pradesh Medical and Sales Representative Association (the **"Complainant"**) has filed a complaint dated August 5, 2014 before the Assistant Labour Commissioner, Allahabad (the **"ALC"**) alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the

appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated October 22, 2014 before the ALC, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. The matter is currently pending.

5. Uttar Pradesh Medical and Sales Representative Association (the **"Complainant"**) has filed a complaint dated September 4, 2014 before the Assistant Labour Commissioner, Basti (the **"ALC"**) against our Company, alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated October 31, 2014 before the ALC, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. The matter is currently pending.

6. Bihar Jharkhand Sales Representatives Union (the **"Complainant"**) has filed a complaint dated July 19, 2014 before the Assistant Labour Commissioner, Dhanbad (the **"ALC"**) against our Company, alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated October 22, 2014 before the ALC, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. Pursuant to the reply, the Complainant made submissions before the ALC, stating that our Company has not been implementing the provisions of the Act as claimed in their reply. The matter is currently pending.

7. Kerala Medical and Sales Representative Association (the **"Complainant"**) has filed a complaint dated September 12, 2014 before the District Labour Officer, Kannur (the **"DLO"**) against our Company, alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated October 22, 2014 before the DLO, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. The matter is currently pending.

8. Kerala Medical and Sales Representative Association (the **"Complainant"**) has filed a complaint dated September 12, 2014 before the District Labour Officer, Pathanamthitta (the **"DLO"**) against our Company, alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated October 22, 2014 before the DLO, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. The matter is currently pending.

9. Kerala Medical and Sales Representative Association (the **"Complainant"**) has filed a complaint dated September 17, 2014 before the District Labour Officer, Thrissur (the **"DLO"**) against our Company, alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated October 22, 2014 before the DLO, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. The matter is currently pending.

10. Kerala Medical and Sales Representative Association (the **"Complainant"**) has filed a complaint dated July 2, 2014 before the Assistant Labour Officer, Kakkanad (the **"ALO"**) against our Company, alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated November 25, 2014 before the ALO, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. The matter is currently pending.

11. Andhra Pradesh Medical and Sales Representatives Union (the **"Complainant"**) has filed a complaint dated July 14, 2014 before the Assistant Commissioner of Labour (the **"ALC"**), Kurnool against our Company, alleging violation of provisions pertaining to leave, format of the appointment letter, applicability of certain other acts and the maintenance of a register, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**).Our Company has filed a reply dated October 22, 2014 before the ALC, stating that the Com has no *locus standi* to represent any employee of our Company and that it has complied with all the provision of the Act. The matter is currently pending.

12. Centre of Medical and Sales Representatives Union (the **"Complainant"**) has filed a complaint dated August 8, 2014 before the Assistant Labour Commissioner, Jorhat (the **"ALC"**) against our Company, alleging *inter-alia* violation by our Company of provisions pertaining to leave, non-compliance with the format of the appointment letter, and the maintenance of a register pertaining to the establishment, as required under the Sales Promotion Employees (Condition of Service) Act, 1976 (the **"Act"**). Our Company has filed a reply dated November 31, 2014 before the ALC, stating that the Complainant has no *locus standi* to represent any employee of our Company and that the Company has complied with all the provision of the Act. The matter is currently pending.

13. The Inspector of Security Guard Board, Mumbai (the "**Complainant**") issued a show cause notice dated July 23, 2012 to our Company for not registering with the Maharashtra Private Security Guards Board. Subsequently, the Complainant filed a criminal complaint dated January 22, 2013 before the Additional Chief Metropolitan Magistrate, Mumbai against our Company and others under the Maharashtra Private Security Guards Act, 1981 for the same. The matter is currently pending.

14. Federation of Medical and Sales Representatives Associations of India has filed a complaint dated February 18, 2015 before the Deputy Labour Commissioner, Mumbai seeking compliance of our Company to issue its appointment letters as per Form A of the Sales Promotion Employees (Condition of Service) Act, 1976 and the formation of a Grievance Redressal Committee under the Industrial Disputes Act, 1947, for redressing the grievances of sales promotion employees. The matter is currently pending.

15. A complaint dated December 10, 2014 has been filed before the Assistant Commissioner of Labour, Guntur (the **"ALC"**) against our Company and others, seeking the revocation of a transfer order. Our Company filed a reply dated January 21, 2015 before the ALC whereby it stated that the transfer of the complainant was made under his appointment letter. The matter is currently pending.

16. An application dated August 28, 2012 has been filed before the Presiding Officer, Industrial Tribunal, Kanpur (the **"PO"**) under the Industrial Disputes Act, 1947, against our Company and others, seeking payment of pending salary of ₹0.25 million with interest. Our Company filed a reply dated July, 2014 before the PO seeking dismissal of the application stating that the applicant was not a 'workman' under the provisions of the Uttar Pradesh Industrial Disputes Act. The matter is currently pending.

17. A complaint dated August 16, 2007 has been filed before the Regional Conciliation Officer, Lucknow challenging the transfer order of our Company and discharge from services. However, the conciliation proceedings failed. Thereafter the matter got adjudicated before the Presiding Officer, Lucknow. Our Company filed a reply dated March 2010, before the Tribunal at Lucknow, stating that the Complainant was not a 'workman' under the Industrial Disputes Act, 1947, that the transfer order was as per the appointment letter and that the discharge of service was due to a serious misconduct performed. The matter is currently pending.

18. An application dated May 8, 2012 has been filed before the Presiding Officer, Industrial Tribunal, Dehradun (the **"PO"**) under the Industrial Disputes Act, 1947, against our Company and others, seeking pending expenses and salary amounting to around ₹0.2 million. Our Company filed a reply dated January 21, 2013 before the PO seeking dismissal of the application, as the applicant was not a 'workman' as under the Industrial Disputes Act, 1947. The matter is currently pending.

19. An application dated November 29, 2013 has been filed before the Labour Court, Mumbai under the Industrial Disputes Act, 1947, against our Company, seeking payment as per the contract and as per the terms and conditions of the applicants employment, amounting totally to ₹0.14 million. The matter is currently pending.

20. A complaint dated March 12, 2015 has been filed before the Additional Chief Judicial Magistrate, Alipore (**"ACJM"**) dated against our Company and others (the **"Respondents"**) for offences punishable under the

Indian Penal Code, 1860. The complainant alleged criminal trespass into the complainant's house with an intention to commit an offence, physical assault and theft. The Respondents filed an anticipatory bail application dated April 29, 2015 before the ACJM, which was granted by an order dated April 28, 2015. The matter is currently pending.

21. Uttar Pradesh and Uttarakhand Medical and Sales Representative Association (the **"Complainant"**) on its capacity as a registered trade union has filed an application dated June 23, 2015 on behalf of an employee of our factory, before the Conciliation Officer, Assistant Labour Commissioner, Lucknow against our Company and others (the **"Respondents"**), alleging engagement in unfair labour practices, and sought quashing and setting aside of the transfer order by which the employee was being transferred from the Lucknow headquarters to the Robertsganj headquarters of our Company. The matter is currently pending.

22. Uttar Pradesh and Uttarakhand Medical and Sales Representative Association on its capacity as a registered trade union has filed an application dated November 20, 2014 on behalf of an employee of our factory, before the Assistant Labour Commissioner, Lucknow ("**ALC**") against our Company and others, alleging engagement in unfair labour practices and sought quashing and setting aside of the transfer order dated August 1, 2014 by which the employee was being transferred from the Lucknow headquarters to the Hathras headquarters of our Company. Our Company filed a reply dated April 1, 2015 before the ALC, stating that the employee was not a 'workman' under the Industrial Disputes Act, 1947 that the transfer order was as per the mutually agreed appointment letter given to the employee and further denied any allegations of unfair labour practices. The matter is currently pending.

23. Uttar Pradesh and Uttarakhand Medical and Sales Representative Association (the **"Complainant"**) on its capacity as a registered trade union has filed an application dated November 20, 2014 on behalf of an employee of our factory, before the Assistant Labour Commissioner, Lucknow ("**ALC**") against our Company and others, alleging engagement in unfair labour practices and sought quashing and setting aside of the transfer order dated September 3, 2014 by which the employee was being transferred from the Sultanpur headquarters to the Greater Noida headquarters of our Company. Our Company filed a reply dated April 1, 2015 before the ALC, stating that the employee was not a 'workman' under the Industrial Disputes Act, 1947 that the transfer order was as per the mutually agreed appointment letter given to the employee and further denied any allegations of unfair labour practices. The matter is currently pending.

E. DPCO matters

1. In June 2001, the National Pharmaceutical Pricing Authority, issued a notification by which the ceiling price of certain formulation packs (including FALTIDINE 20 mg tablets and FALTIDINE 40 mg tablets of our Company) were fixed. The State of Karnataka, through Inspector of Drugs (the **"Inspector"**) has filed a criminal complaint dated March 23, 2007 (**"Complaint"**) before the Additional Judicial Magistrate First Class, Hassan, (**"JMFC"**) against our Company, Basudeo N. Singh and others (the **"Respondents"**), alleging that the Respondents had not complied with the price ceiling as fixed by the provisions of the above mentioned notification. The JMFC by an order dated July 7, 2007 (**"Order"**) took cognizance of the Complaint and issued summons to the Respondents. Against the Order, the Respondents filed a criminal revision petition (**"Petition"**) before the Fast Track Court-II, Hassan (**"Fast Track Court"**), to set aside the Order. Subsequently, the Fast Track Court vide order dated July 2, 2012 (**"Order 1"**) dismissed the Petition and confirmed the Order. Basudeo N. Singh filed a criminal petition dated July 28, 2012 before the High Court of Karnataka, Bangalore, for quashing the Complaint and the Order passed therein, and for quashing of the Order 1. The matter is currently pending.

2. The State of Andhra Pradesh, through the Drug Inspector, Sanga Reddy (the **"Complainant"**) has filed a criminal complaint before the Court of Judicial Magistrate First Class, Medak (**"JMFC"**) against our Company and its Board of Directors (the **"Respondents"**) under the Essential Commodities Act, 1955, for violating the Drug (Pricing Control) Order, 1995, for overpricing a the drug, 'Alcee Tab B. No. AEET 2109'. Our Company filed a petition before the High Court of Andhra Pradesh (**"High Court"**) for quashing the proceedings against the Respondents. The High Court by an order dated April 17, 2007, partly allowed the petition, but dismissed the petition insofar as criminal proceedings against director, Mr. Dhananjay Kumar Singh was concerned, citing the fact that he was in charge of the day to day administration of the Company. Subsequently, our Company filed another petition before the High Court to quash the proceedings against Mr. Dhananjay Kumar Singh and the Company. Subsequently, the High Court passed an order dated November 8, 2012 by which it quashed the proceedings against our Company and Mr. Dhananjay Kumar Singh. The matter is currently pending.

F. Income Tax Matters

1. Our Company received an assessment order dated March 28, 2014 from the Assistant Commissioner of Income Tax, Circle-2, Patna ("**ACIT**") with respect to assessment year 2011-12. Pursuant to the order, our Company was disallowed a weighted deduction of ₹547.28 million and bogus purchases amounting to ₹6.75 million. The ACIT issued a demand notice dated March 30, 2014 in which the refund of ₹0.86 million was allowed to our Company. The amount of refund was received on April 19, 2014. The Company has filed appeal before the Commissioner of Income Tax, Patna. The matter is currently pending.

2. Our Company received an assessment order dated March 11, 2013 from the Joint Commissioner of Income Tax, Range 2, Patna ("**JCIT**") with respect to the assessment year 2010-11. Pursuant to the order, benefit of deduction of ₹23.89 million under section 10(38) of the Income Tax Act, 1961 and Tax Deducted at Source ("**TDS**") of ₹3.2 million was disallowed to our Company. The JCIT issued a demand notice dated March 16, 2013 in which ₹4.50 million was found payable by our Company. Our Company has filed a rectification petition dated May 10, 2013 for allowing our Company less TDS and deduction of ₹23.89 million. Our Company has filed appeal before the Commissioner of Income Tax, Patna. The matter is currently pending.

3. Our Company received an assessment order dated December 28, 2011 under section 143(3) of the Income Tax Act, 1961 from the Assistant Commissioner of Income Tax, Circle-2 Patna ("**ACIT**") with respect to assessment year 2009-10. A demand notice dated December 28, 2011 was issued raising a demand of ₹0.9 million. The Company has filed an appeal before Commissioner of Income Tax (A) -II, Patna on January 30, 2012 and the matter currently pending.

4. Our Company received an assessment order dated December 28, 2010 from the Additional Commissioner of Income Tax, Patna with respect to the assessment year 2008-09. Pursuant to the order, the income of our Company was recomputed and a refund of ₹9.45 million along with interest of ₹1.56 million has been derived. The net amount payable has been quantified at ₹0.89 million. Our Company has filed an appeal against recomputation of income on January 31, 2011 before the Commissioner of Income Tax and the matter is currently pending.

5. Our Company received an assessment order dated December 18, 2008 from the Joint Commissioner of Income Tax, Range 2, Patna with respect to the assessment year 2006-07 under section 115 WE(3) of the Income Tax Act, 1961, wherein interest under section 115WJ amounting to ₹1.02 million was levied. Our Company has filed a rectification petition dated January 08, 2009 for rectification of interest amounting to ₹1.02 million. The matter is currently pending.

6. Our Company received an assessment order dated December 27, 2010 from the Additional Commissioner of Income Tax, Range-2, Patna ("**ACIT**") with respect to the assessment year 2005-06. Pursuant to the order, the total income of the Company was reassessed at ₹371.51 million and a demand notice of ₹6.87 million was issued dated December 27, 2010. Our Company has filed appeal before Commissioner of Income Tax ("**CIT(A)-II**") Patna on January 31, 2011. The appeal was dismissed vide order dated December 27, 2012. Our Company has filed appeal before Income Tax Appellate tribunal Patna bench on March 15, 2013 which is pending. Our Company has filed a rectification petition on March 11, 2011 against the order for incorrect charging of interest amounting to ₹3.39 million and this matter is currently pending.

7. Our Company received an assessment order dated December 23, 2010 from the Additional Commissioner of Income Tax, Range-2, Patna ("**ACIT**") with respect to the assessment year 2004-05. Our Company has filed appeal before Commissioner of Income Tax (A)-II Patna on January 31, 2011 against partial denial of deduction under section 80HHC of the Income Tax Act, 1961. Pursuant to the order, interest amounting to ₹1.93 million was charged on our Company. The demand notice dated December 23, 2010 was issued in which our Company was asked to pay ₹0.48 million. Our Company has also filed a rectification petition dated March 11, 2011 to ACIT against the order. The matter is currently pending.

8. Our Company received an assessment order dated December 23, 2009 from the Additional Commissioner of Income Tax, Range-2, Patna ("**ACIT**") with respect to the assessment year 2003-04. Pursuant to the order, our Company was denied the deduction under section 80HHC of the Income Tax Act, 1961. The ACIT issued demand notice in which ₹0.57 million is payable by our Company. Our Company has filed appeal before Commissioner of Income Tax (A) - II, Patna on January 25, 2010 and the matter is currently pending.

9. Our Company received an assessment order dated December 23, 2009 from the Additional Commissioner of Income Tax, Range-2, Patna ("**ACIT**") with respect to the assessment year 2002-03. Pursuant to the order, our Company was denied the deduction under section 80HHC of the Income Tax Act, 1961. The ACIT issued demand notice in which ₹0.12 million was found payable by our Company. Our Company has filed appeal before Commissioner of Income Tax (A) - II, Patna on January 25, 2010 and the matter is currently pending.

10. Our Company has received an order under section 158BC/254 dated December 30, 2009 for the block period assessment year 1997-98 to 2003-04 (ending with March 25, 2003) wherein an addition on account of un-reconciled Excise Duty of ₹0.14 million was made. There was a demand Penalty under section 158BFA(2) of the Income tax Act, 1961 was imposed amounting to ₹0.09 million vide order dated June 24, 2010. Our company has filed appeal before Commissioner of Income Tax (A) - II on July 20, 2010 and the matter is currently pending.

G. Sales Tax Matters

1. The Senior Deputy Commissioner of Sales Tax, Mumbai, passed two sales tax assessment orders dated February 23, 2007 and June 20, 2007 for fiscal years 2004 and 2005 respectively raising a demand of ₹6.1 million and ₹8.1 million, respectively. The Senior Deputy Commissioner of Sales Tax had disallowed resale claims, had levied purchase tax on packing material and disallowed set-off claimed for fiscal year 2004 and fiscal year 2005 and in addition, in fiscal year 2005 claim of tax credit on goods returns was disallowed. Aggrieved, our Company filed an appeal before the Joint Commissioner of Sales Tax (Appeals) and the same were admitted on part payment of ₹1.0 million and ₹2.5 million, respectively. The Joint Commissioner of Sales Tax (Appeals) partly allowed the appeal fixing the balance tax liabilities at ₹2.1 million and ₹4.5 million for the Fiscal years 2004 and 2005 respectively. Aggrieved, our Company has preferred an appeal before the Sales Tax Tribunal. The matter is currently pending.

2. The Deputy Commissioner of Sales Tax, Economic Intelligence Unit, Mumbai passed a VAT assessment order dated June 25, 2013 by way of which a demand of ₹4.1 million was raised on account of tax levied on incentive received under Duty Entitlement Pass Book Scheme as sales, excess retention on stock transfer sales while allowing set-off, set-off disallowed on account of cancelled registration certificates of vendors and penalty levied for fiscal year 2006. Aggrieved, our Company preferred an appeal before the Joint Commissioner of Sales Tax Appeal for relief. The Company has also made a part payment of ₹0.1 million along with an application for ad interim stay to not recover the dues. The matter is currently pending.

3. The Deputy Commissioner of Sales Tax, Large Taxpayers Unit, Mumbai passed a VAT assessment order dated March 28, 2014 by way of which a demand of ₹1.0 million on account of goods returned disallowed, set-off disallowed on account of wrong TIN numbers, reduced set-off, difference of opinion on classification of one of the products and interest was levied for fiscal year 2007. Aggrieved, our Company preferred an appeal before the Joint Commissioner of Sales Tax Appeal for relief on May 5, 2014. In furtherance, our Company made a part payment of ₹0.2 million along with an application for ad interim stay to not recover the dues. The matter is currently pending.

4. The Deputy Commissioner of Sales Tax, Economic Intelligence Unit, Mumbai passed a VAT assessment order dated June 27, 2013 raised a demand of ₹4.4 million on account of Duty Entitlement Pass Book Scheme incentive being treated as sales, set-off disallowed on account of cancelled registration certificates of vendors, set-off reduced and penalty levied for fiscal year 2009. Aggrieved, our Company preferred an appeal before the Joint Commissioner of Sales Tax Appeal for relief on October 24. 2013. Our Company made a part payment of ₹0.1 million along with an application for ad interim stay to not recover the dues. The matter is currently pending.

5. The Deputy Commissioner of Sales Tax, Large Taxpayers Unit, Mumbai passed a VAT assessment order dated March 12, 2015 raising a demand of ₹11.5 million on account of set-off being disallowed on account of transactions with non-genuine dealers, difference of opinion on classification of one of the products sold by our Company, interest and penalty thereon for fiscal year 2011. The Company preferred an appeal before the Joint Commissioner of Sales Tax, Appeal for relief and the Joint Commissioner of Sales Tax, Appeal granted ad-interim stay on May 6, 2015.The matter is currently pending.

6. The Deputy Commissioner of Sales Tax, Large Taxpayers Unit, Mumbai passed a CST assessment order dated March 12, 2015 raising a demand of ₹0.2 million due to disallowance of stock transfer of goods out of Maharashtra for fiscal year 2011. The Company preferred an appeal to the Joint Commissioner of Sales Tax

Appeal for relief and the JCST granted ad-interim stay on May 6, 2015. The matter is currently pending.

7. The Deputy Commissioner of Sales Tax, Large Taxpayers Unit, Mumbai passed a VAT assessment order dated October 18, 2014 raising a demand of ₹262.2 million on account of ex-party and arbitrary demands raised for goods returns and internal stock transfer within Maharashtra being disallowed, VAT set-off being reduced and interest levied for fiscal year 2010. Our Company preferred an appeal to Joint Commissioner of Sales Tax Appeal. In furtherance, our Company has made a part payment of ₹2.5 million along with an application for ad interim stay to not recover the dues. The matter is currently pending.

8. The Deputy Commissioner of Sales Tax, Mumbai passed a CST assessment order dated October 18, 2014 raising a demand of ₹349.5 million on account of ex-party and arbitrary demands raised for disallowance of export sales and disallowance of stock transfer of goods out of Maharashtra. Our Company preferred an appeal to Joint Commissioner of Sales Tax Appeal. Accordingly, our Company has made an application for ad interim stay to not recover the dues. The matter is currently pending.

9. The Senior Joint Commissioner of Commercial/Sales Tax, Kolkata passed a VAT assessment order dated November 8, 2011 raising a demand of ₹0.8 million on account of disallowance of stock transfer to consignee agent, levy of purchase tax on purchases from unregistered dealers and interest on delayed filing of VAT returns for fiscal year 2007. Our Company preferred an appeal to the Appellate and Revision Board, Commercial Taxes Corporate Division. The matter is currently pending.

10. The Senior Joint Commissioner of Commercial/Sales Tax, Kolkata passed a VAT assessment order dated May 28, 2012 raising a demand of ₹0.3 million on account of levy of VAT on a few exempted transactions for fiscal year 2008. Aggrieved our Company preferred an appeal to the Additional Commissioner of Commercial Tax, Corporate Division, Kolkata against the assessment order. The matter is currently pending.

11. The Joint Commissioner of Commercial/Sales Tax, Kolkata passed a VAT assessment order dated June 27, 2013 raising a demand of ₹0.3 million by disallowing sales returns. Our Company preferred an appeal to the Appellate and Revision Board, Corporate Division, Kolkata. The matter is currently pending.

12. The Assistant Commissioner of Commercial Taxes, Kadamkua Circle, Patna has passed a VAT assessment order dated March 19, 2013 raising a demand of ₹5.1 million due to levy of VAT on Maximum Retail Price instead of the transaction price for the fiscal year 2011. Our Company preferred an appeal to Joint Commissioner of Commercial Tax and also made a part payment of ₹1.2 million along with an application for ad interim stay to not recover the dues. The matter is currently pending.

13. The Assistant Commissioner of Commercial Taxes, Kadamkua Circle, Patna has passed a VAT assessment order dated March 19, 2013 raising a demand of ₹8.3 million due to levy of VAT on Maximum Retail Price (MRP) instead of the transaction price for the fiscal year 2012. Our Company preferred an appeal to Joint Commissioner of Commercial Tax and also made a part payment of ₹2.0 million along with an application for ad interim stay to not recover the dues. The matter is currently pending.

14. The Commercial Tax Officer, Special Circle, Patna has by way of sales tax assessment order dated November 8, 2004 disallowed goods returns on account of breakage/ expiry/ damaged, cash discount and saleable returns and raised a demand of ₹7.6 million for fiscal year 2003. Aggrieved, our Company preferred an appeal against the aforementioned order for proclamation before the Joint Commissioner, Commercial Taxes (Appeal), Central Zone, Patna and has made part payment of ₹1.4 million. The Joint Commissioner, Commercial Taxes (Appeal), Central Zone, Patna had abrogated the proclamation error by way of order dated November 25, 2005. Upon appeal the Commissioner, Commercial Taxes (Appeal), Central Zone, Patna allowed by way of his order dated April 30, 2007 the proclamation.

    Similarly, the Deputy Commissioner of Commercial Taxes, Special Zone, Patna has by way of sales tax assessment order dated August 29, 2005 disallowed tax credit on goods returns due to breakage/ expiry/ damaged, cash discount and saleable returns and raised a demand of ₹1.1 million for fiscal year 2004. Aggrieved, our Company preferred appeals against the aforementioned order before the Joint Commissioner, Commercial Taxes (Appeal), Central Zone, Patna and has made part payment of ₹0.2 million for fiscal year 2004. The Joint Commissioner, Commercial Taxes (Appeal), Central Zone, Patna had remanded the case to the assessing officer for verification by way of order dated April 30, 2007.

    Further, the Deputy Commissioner of Commercial Taxes, Special Circle, Patna has by way of sales tax assessment order dated April 26, 2006 disallowed saleable returns and raised a demand of ₹6.5 million for fiscal year 2005. Our Company filed an application for revised assessment. As per revision order no. 5465 dated May 17, 2006, there was a refund of ₹0.3 million. Our Company filed an appeal to the Joint Commissioner, Commercial Taxes (Appeal), Central Zone, Patna who set aside the revised order and remanded the case to the Assessing Officer by way of order dated April 30, 2007. Upon application for review by the department, the Commissioner of Commercial Taxes, Patna passed an order dated September 8, 2008 reversing the order passed by the Joint Commissioner, Commercial Taxes (Appeal), Central Zone, Patna.

Aggrieved, our Company preferred appeals against the above mentioned orders of Commissioner of Commercial Taxes before the Commercial Taxes Tribunal, Patna. The Tribunal has by way of order dated January 17, 2013 remanded the afore-mentioned matters to the assessing officer for new tax determination. The matters are currently pending.

15. The Commercial Tax Officer, Buxar issued a demand for penalty of ₹0.7 million by way of order dated December 8, 2003 which was imposed pursuant to the seizure of a truck carrying our products from Daman to Patna. The Assistant Commissioner, Commercial Taxes upon review has observed that the road permit was incorrect and he treated this event as violation of Sec 31(2a) of Bihar Finance Act, 1981. Our Company preferred an appeal to Joint Commissioner Commercial Tax Officer, Buxar and made a part payment of ₹0.2 million. The JCCT cancelled the penalty vide Order No. 582 dated February 1, 2006. The refund order is awaited.

16. The Commercial Tax Officer, Special Circle, Patna ("**CTO**") passed a VAT assessment order dated February 6, 2013 for the fiscal year 2010 allowing the quantitative trade discount without charging VAT on same. The Audit Party No. RS-I, Office of the Principal Auditor General, Bihar ("PAG") raised an objection to this assessment. Based on this Objection, the CTO issued notice no. 1424 dated August 8, 2013 to our Company asking for an explanation. Pursuant to our Company's explanation, CTO allowed the quantitative trade discount again in its re-assessment order dated August 16, 2013 and PAG's audit objection was closed. Subsequently, the Joint Commissioner Commercial Taxes, Adm. Central Division, Patna filed a revision petition before the Commissioner of Commercial Taxes, Patna, ("**CCT**") against the re-assessment order of CTO. CCT allowed the revision petition issuing directions to the relevant authorities to pass appropriate orders disallowing the deduction claimed by our Company in respect of quantitative trade discount. Subsequently, the Assistant Commissioner of Commercial Tax, Special Circle, Patna has by way of assessment order dated August 23, 2014 raised a demand of ₹8.9 million for the fiscal year 2010. Our Company preferred an appeal in the High Court against this order and made a part payment of ₹1.8 million under protest. The matter is currently pending.

17. The Assistant Commissioner of Commercial Tax, Special Circle, Patna has by way of assessment orders dated September 5, 2014 issued demand for ₹13.8 million, ₹2.1 million and ₹22.7 million for the fiscal years 2011, 2012 and 2013, respectively, on account of tax being levied on bonus quantity issued to stockist by our Company. Our Company preferred an appeal to the Joint Commissioner, Commercial Taxes (Appeal), Central Zone, Patna after making a part payment of ₹2.8 million, ₹4.2 million and ₹4.5 million for the fiscal years 2011, 2012 and 2013, respectively. The matter is currently pending.

18. Joint Commissioner, Commercial Tax, Lucknow Zone seized goods of our Company at Lucknow in the course of stock transfer due to mismatch of dates on stock transfer notes and the road permit. The JCCT raised a demand of ₹0.9 million. Aggrieved our Company filed an appeal to the Additional Commissioner (Appeals) against the order for which a bank guarantee of ₹0.5 million was given and deposit of ₹23,681 was made. Also ₹0.4 million was paid as deposit for releasing seized goods. The matter is currently pending.

19. The Sales Tax Officer, Lucknow passed a provisional assessment order by which stock transfers were considered as sales and a demand of ₹1.7 million was raised. Our Company preferred an appeal before the Joint Commissioner, Commercial Tax, Lucknow Zone ("**JCCT**") and the JCCT in his order dated August 13, 2013 confirmed the demand raised by the Sales Tax Officer, Lucknow for the month of March 2013. Our Company preferred another appeal against the order passed by JCCT to the Commercial Tax Tribunal (II), Lucknow and made a part payment of ₹0.4 million and furnished a bank guarantee of ₹1.3 million for release of the goods. The matter is currently pending.

20. The Commercial tax Officer, Bharuch passed an order dated June 7, 2010 whereby set-off of ₹71,645 was disallowed for coal used in the manufacturing process at the Mandwa Unit for fiscal year 2007. Our Company has preferred an appeal before the Deputy Commissioner of Commercial Tax (Appeal), Vadodara against the

order. The matter is currently pending.

21. Deputy Commissioner of Commercial taxes, Cuttack passed an assessment order dated May 2, 2015 raising a demand of ₹0.5 million against our Company on account of levying tax on free goods issued and disallowing refund in VAT on goods returned within six months for the fiscal years 2013 and 2014. Our Company filed an appeal to the Commissioner of Commercial Taxes, Cuttack. The matter is currently pending.

22. Deputy Commissioner of Commercial taxes, Cuttack passed an assessment order dated May 2, 2015 raising a demand of ₹0.4 million against our Company on account of non-submission of necessary forms for CST on expired goods sent for incineration for the fiscal years 2013 and 2014. Our Company filed an appeal to the Commissioner of Commercial Taxes, Cuttack. The matter is currently pending.

23. Deputy Commissioner of Commercial taxes, Cuttack passed an entry tax assessment order dated May 2, 2015 raising a demand of ₹0.2 million against our Company on account of difference of opinion on rate of entry tax charged on products on account of wrong classification of our products. Our Company preferred an appeal to the Commissioner of Commercial Taxes, Cuttack. The matter is currently pending.

24. The Assistant Commissioner of Commercial Taxes, Patna has by way of assessment order dated June 30, 2004 raised a demand of ₹35,256 by levying tax on export sales to Nepal for fiscal year 2000. Our Company filed an appeal to Joint Commissioner of Commercial Tax along with part payment under protest of ₹9,001. The matter was remanded to the assessing officer for revision. The matter is currently pending.

25. The Assistant Commissioner of Commercial Taxes, Patna has by way of assessment order dated June 4, 2004 raised a demand of ₹0.7 million by levying tax on export sales to Nepal for fiscal year 2001. Our Company preferred an appeal to the Joint Commissioner of Commercial Tax and has made a part payment of ₹0.2 million. The case was remanded to the assessing officer for revised working. The matter is currently pending.

26. Excise and Taxation Officer cum Assessing Authority, Ambala, passed a demand order dated September 5, 2013 of ₹7.6 million for fiscal year 2012 on account of non-submission of relevant CST forms giving us time till February 28, 2014 to submit the same. Our Company submitted all the required forms to the assessing authority to which the Assessing Authority passed a rectification order dated June 6, 2014 reducing the demand to ₹5,997 again for non-submission relevant CST forms. Our company had already submitted the required form to the assessing authority and have now requested the authority to revise the rectification order. The matter is currently pending.

H. Consumer and Miscellaneous Cases

1. Sunanda Enterprises, one of our stockists, has filed a writ petition in the High Court of Kerala under the Drugs (Price Control) Order, 1995, alleging that our Company had not supplied lifesaving drugs from August 5, 2014 till November 20, 2014. The High Court passed an interim *ex parte* order dated December 4, 2014 directing our Company to supply the goods to Sunanda Enterprises as per clause 18 of the Drugs (Price Control) Order, 1995. Our Company has filed a counter affidavit dated February 19, 2015 stating that we have not supplied the goods due to lack of demand which is a sufficient cause for withholding drugs to a stockist under clause 28 of the DPCO 2013. The matter is currently pending.

2. The Drug Inspector, Pune filed a first information report against authorised representatives of our Company for non-supply of products to Jhalani Medicos, Karwa Agenceis and Naryana Pharma under the DPCO 2013. The State of Maharashtra through the Lonikand Police Station has filed a criminal petition before the District and Sessions Court, Pune. Our Company preferred a criminal writ petition to the Bombay High Court for quashing of the first information report filed against authorised representatives of our Company. The matter is currently pending.

3. Anmol Stationery (the "**Complainant**") issued a legal notice to our Company through their lawyers dated December 10, 2013 where they alleged that our Company has defaulted in clearing their dues amounting to ₹0.1 million towards stationery materials supplied by them even after repeated reminders. Our Company *vide* letter dated January 6, 2014 has responded to the notice stating that the materials provided were not as per ordered quality. Further, our Company contended that we had issued debit notes of ₹0.3 million to the complainant, which was to be used for the purpose of settling the outstanding dues and thus an amount of ₹0.3 million is in fact payable by the Complainant. Not satisfied with the reply, the Complainant filed a civil suit dated February 6, 2014 against our Company before the 4th Additional Civil Court, Ankleshwar for non-

payment of dues of ₹0.1 million. The matter is currently pending.

4. Socio Political Observer of India ("**SPOI**"), a consumer awareness, non-governmental organization, filed a criminal complaint dated July 1, 2014 against our Company, Mr. Basudeo Narayan Singh, Mr. Samprada Singh, Mr. Prabhat Narain Singh, Mr. Dhananjay Kumar Singh and Indchemie before the Chief Metropolitan Magistrate, Delhi for allegedly violating some provisions of the DCA and Rules. SPOI had issued a legal notice dated April 2, 2014 to our Company alleging that our Company has violated DCA and Rules by misbranding drugs and not complying with labelling requirements. Our Company replied to the notice by way of our letter dated April 18, 2014 refuting all the aforementioned allegations. Not satisfied SPOI has filed the instant complaint against our Company. The matter is currently pending.

5. Sanjay Ajmera of L.B Enterprises (the "**Complainant**") filed a criminal complaint before the Chief Judicial Magistrate, Ranchi against our Company, Mr. Samprada Singh, Mr. B.N Singh, Mr. Mukesh Tiwari and others (together the "**Respondents**") in the Court of Chief Judicial Magistrate, Ranchi under sections 406, 420 and 120B of the IPC. The Complainant has alleged that at the time of his appointment as a consignee agent our Company had promised him payment of commission without delay which amounted to ₹1.1 million. Further, it has been alleged that our Company failed to pay the dues amounting to ₹1.0 million towards difference of rates and short expiry of the medicines that are refundable to him as per the agreement and refund of cash discounts of ₹0.1 million and claim of interest of ₹0.2 million, total amounting to ₹2.4 million. The matter is currently pending.

I. Central Excise Cases

1. The Assistant Commissioner of Central Excise, Customs and Service Tax, Daman issued a show cause notice dated February 20, 2015 to our Company, demanding differential central excise duty amounting to ₹0.1 million to be recovered under section 11A (1) of the Central Excise Act, 1944 on medicines cleared to hospitals along with applicable interest and penalty. The Company has replied to the show cause notice on March 3, 2014. The matter is currently pending.

2. The Assistant Commissioner of Central Excise, Customs and Service Tax, Daman, issued a show cause notice dated February 10, 2015 to our Company, demanding CENVAT credit amounting to ₹0.3 million that was alleged to have been wrongly availed along with applicable interest and penalty . Our Company has replied to the notice on February 23, 2015. The matter is currently pending.

3. The Assistant Commissioner of Central Excise and Service Tax, Gangtok Division, Siliguri ("**ACCE**") issued a show cause notice dated January 21, 2015 on our Company, demanding CENVAT credit amounting to ₹0.1 million that was alleged to have been wrongly availed along with applicable interest and penalty. The Company filed a reply dated January 29, 2015. However, the ACCE confirmed the demand and ordered recovery as per the show cause notice. Our Company has filed an appeal before the Commissioner Central Excise (Appeals), Kolkata-I dated February 16, 2015. The matter is currently pending.

4. The Assistant Commissioner of Central Excise, Thane-II issued a show cause notice dated March 1, 2007 on our Company, demanding differential duty amount of ₹1.9 million under section 11(A) (1) of the Central Excise Act, 1944 on goods cleared from the premises along with applicable interest and penalty. Our Company filed a reply dated May 7, 2007 contending that the assessable value should be as per the sale price and not as per the cost construction method. The matter is currently pending.

5. The Assistant Commissioner of Central Excise, Customs and Service Tax, South Daman Division issued a show cause notice dated April 1, 2014 to our Company, demanding differential excise duty amounting to ₹0.1 million under section 11(A)(1) Central Excise Act, 1944 on medicines cleared to hospitals along with applicable interest and penalty Our Company has filed a reply dated April 14, 2014. However, the ACCE confirmed the demand and ordered recovery as per the show cause notice. The Company has filed an appeal before the Commissioner Central Excise (Appeals). The matter is currently pending.

6. The Assistant Commissioner of Central Excise, Customs and Service Tax, South Daman Division ("**ACCE**") issued a show cause notice dated May 27, 2013 to our Company demanding differential central excise duty amounting to ₹0.1 million under section 11(A)(1) Central Excise Act, 1944 on medicines cleared to hospitals along with applicable interest and penalty. Our Company filed a reply dated May 29, 2013. However, the ACCE confirmed the order for recovery in an order dated January 31, 2014. The Company filed an appeal before the Commissioner (Appeals), Central Excise, Customs and Service Tax, Daman ("**CCE (A)**"). The

CCE (A) ordered the payment of pre-deposit and stayed the order passed by the ACCE. Subsequently, the CCE (A) upheld the order passed by the ACCE. Our Company filed an appeal before the Central Excise and Service Tax Appellate Tribunal ("**CESTAT**"). The CESTAT remanded the case to the CCE (A) to decide the appeals on merits on September 15, 2014. The matter is currently pending.

7. The Joint Commissioner of Central Excise and Customs, Daman issued a show cause notice dated September 16, 2005 to our Company demanding excise duty amounting to ₹1.7 million along with applicable interest and penalty for incorrect valuation of duty while clearing physician samples from the factory premises. Our Company filed its reply stating that the calculations were done as per the circular dated July 1, 2002 and that no illegality has been committed while the computation of duty was being made. The matter has been transferred to call book. It is currently pending.

8. The Assistant Commissioner of Central Excise, Customs and Service Tax, South Daman Division ("**ACCE**") issued a show cause notice dated September 25, 2012 on our Company, demanding differential excise duty amounting to ₹0.1 million under section 11(A)(1) of the Central Excise Act, 1944 on medicines cleared to hospitals along with applicable interest and penalty amounts. Our Company filed its reply dated October 10, 2012. The ACCE confirmed the demand proposed in the show cause notice in an order dated August 29, 2013. Our Company filed an appeal before the Commissioner (Appeals), Central Excise, Customs and Service Tax, Daman ("**CCE (A)**") on November 7, 2013. The CCE (A) rejected the appeal but reduced the penalty in an order dated January 2, 2014. Our Company has filed an appeal before the Central Excise and Service Tax Appellate Tribunal, Ahmedabad on January 22, 2014. The matter is currently pending.

9. The Deputy Commissioner of Central Excise and Service Tax, Gangtok Division, Siliguri ("**DCCE**") issued a show cause dated December 31, 2012 on our Company demanding differential excise duty amounting to ₹0.1 million for wrongly availed CENVAT credit along with applicable interest and penalty amounts. Our Company filed its reply dated February 8, 2013. However, the DCCE confirmed the demand in an order dated December 2, 2013. Our Company filed an appeal before Commissioner (Appeals), Central Excise, Customs and Service Tax, Kolkata ("**CCE (A)**") who rejected the same in an order dated August 13, 2014. Our Company approached the Central Excise and Service Tax Appellate Tribunal, Kolkata and filed an appeal on September 12, 2014. The matter is currently pending.

10. The Deputy Commissioner of Central Excise and Service Tax, Gangtok Division, Siliguri ("**DCCE**") issued a show cause dated September 11, 2013 on our Company, demanding differential excise duty amounting to ₹0.2 million for wrongly availed CENVAT credit along with applicable interest and penalty amounts. Our Company filed its reply dated October 29, 2013. However, the DCCE confirmed the demand in an order February 11, 2014. Our Company filed an appeal before Commissioner (Appeals), Central Excise, Customs and Service Tax, Kolkata ("**CCE (A)**") who rejected the same in an order dated August 13, 2014. Our Company approached the Central Excise and Service Tax Appellate Tribunal, Kolkata and filed an appeal dated September 12, 2014. The matter is currently pending.

11. The Assistant Commissioner of Central Excise and Service Tax, Gangtok Division, Siliguri ("**ACCE**") issued two show cause notices dated November 29, 2011 and March 15, 2012 on our Company, demanding differential excise duties amounting to ₹0.1 million and ₹0.1 million respectively for wrongly availed CENVAT credit along with applicable interest and penalty amounts. Our Company filed its reply to both notices dated February 1, 2012 and April 17, 2012 respectively. However, the ACCE confirmed the demand in both matters in an order dated September 6, 2012. Our Company filed an appeal before Commissioner (Appeals), Central Excise, Customs and Service Tax, Kolkata which was rejected by an order dated August 13, 2014. Our Company approached the Central Excise and Service Tax Appellate Tribunal, Kolkata and filed an appeal dated September 12, 2014. The matter is currently pending.

12. The Assistant Commissioner of Central Excise and Service Tax, Ankaleshwar ("**ACCE**") issued show cause notice dated January 9, 2008 demanding interest and penalty for reversal of CENVAT credit availed on capital goods of ₹5.5 million. Upon representation by our Company, the ACCE dropped the proceedings against our Company *vide* order dated August 28, 2008. The Commissioner of Central Excise and Service Tax, Ankaleshwar called for the records of the aforementioned proceedings and confirmed that the ACCE did not have jurisdiction to drop the proceedings. The Commissioner of Central Excise and Customs (Appeals) has issued a letter dated June 15, 2009 to file objections to the said application. The matter is currently pending.

13. The Assistant Commissioner of Central Excise and Customs, Division-II, Ankleshwar ("**ACCE**") issued showcause notice dated July 3, 2013 demanding recovery of ₹0.3 million erroneously sanctioned as cash rebate

under section 11A of the Central Excise Act, 1944. The ACCE confirmed the demand. Our Company filed an appeal before the Commissioner (Appeals), Central Excise, Customs and Service Tax, Surat-II ("**CCE (A)**"). The rebate was sanctioned on appeal by CCE (A). After the sanction of the rebate by the CCE (A), the Deputy Commissioner (Review), Central Excise, Customs and Service Tax, Surat-II filed a revision application before the Joint Secretary, Ministry of Finance, New Delhi. No stay order has been issued. The matter is currently pending.

14. The Assistant Commissioner of Central Excise and Customs, Division-II, Ankleshwar ("**ACCE**") issued show cause notice dated December 8, 2014 rejecting a cash rebate claim and demanding recovery of ₹0.6 million under section 11A of the Central Excise Act, 1944. The ACCE confirmed the demand. Our Company filed an appeal before the Commissioner (Appeals), Central Excise, Customs and Service Tax, Surat-II ("**CCE (A)**"). The rebate was sanctioned on appeal by the CCE (A). After the sanction of the rebate by the CCE (A), the Deputy Commissioner (Review), Central Excise, Customs and Service Tax, Surat-II filed a revision application before the Joint Secretary, Ministry of Finance, New Delhi. No stay order has been issued. The matter is currently pending.

15. The Assistant Commissioner of Central Excise and Customs, Division-II, Ankleshwar ("**ACCE**") issued show cause notice dated December 8, 2014 rejecting a cash rebate claim and demanding recovery of ₹0.2 million under section 11A of the Central Excise Act, 1944. The ACCE confirmed the demand. Our Company filed an appeal before the Commissioner (Appeals), Central Excise, Customs and Service Tax, Surat-II ("**CCE (A)**"). The rebate was sanctioned on appeal by the CCE (A). After the sanction of the rebate by the CCE (A), the Deputy Commissioner (Review), Central Excise, Customs and Service Tax, Surat-II filed a revision application before the Joint Secretary, Ministry of Finance, New Delhi. No stay order has been issued. The matter is currently pending.

16. The Assistant Commissioner of Central Excise and Customs, Division-II, Ankleshwar ("**ACCE**") issued an order dated December 31, 2012 rejecting cash rebate claims of ₹0.7 million under the Central Excise Act, 1944. Our Company filed an appeal against the order before Commissioner (Appeals), Central Excise, Customs and Service Tax, Surat-II ("**CCE (A)**"). The CCE (A) in order dated October 30, 2013 rejected the appeal and confirmed the order issued by the ACCE. Our Company has filed a revision application before the Joint Secretary, Ministry of Finance, New Delhi. The matter is currently pending.

17. The Assistant Commissioner of Central Excise, Raigad (**"ACCE"**) issued three show cause notices dated July 1, 2004, February 3, 2005 and July 6, 2005 to our company and its job-worker, Alcon Industries ("**Alcon**"), Kamothe, on the issue of valuation of medicines manufactured for our company on loan-license basis. The total duty demanded in these three show cause notices is ₹7.7 million along with a penalty of ₹4.5 million. Our Company filed an appeal before the Commissioner of Central Excise (Appeals), Raigad (**"CCE (A)"**). The CCE (A) rejected the appeal on technical grounds and our Company and Alcon filed an appeal before the Central Excise and Service Tax Appellate Tribunal, Mumbai (**"CESTAT"**). The CESTAT ordered pre-deposit of ₹2 million and granted stay of recovery of remaining dues till the decision of the appeal. Our company paid ₹2 million and continued to obtain extension of the stay order. However, in the meantime the department forcibly recovered the remaining duty dues of ₹5.7 million on the grounds that the stay order cannot be valid for more than 365 days. The matter is currently pending.

18. The Assistant Commissioner of Central Excise, Daman (**"ACCE"**) issued a show cause notice dated January 9, 2007 to our Company demanding recovery of CENVAT credit of ₹4.9 million taken on furnace oil used in generation of steam and passed on to the adjacent unit which has a separate central excise registration along with an equivalent penalty. This demand was confirmed by the ACCE. Our Company filed an appeal before the Commissioner of Central Excise (Appeals), Daman (**"CCE (A)"**). The CCE (A) partially upheld the demand and waived the penalty. Our Company has deposited the duty amount of ₹4.9 million and interest of ₹2.4 million and filed an appeal against the order of the CCE (A) before the Central Excise and Service Tax Appellate Tribunal, Ahmedabad. The matter is currently pending.

19. The Joint Commissioner of Central Excise, Daman **("JCCE")** issued two show cause notices dated May 02, 2008 and August 7, 2008 to our Company demanding recovery of CENVAT credit of ₹4.6 million taken on furnace oil used in generation of steam and passed on to the adjacent unit which has a separate central excise registration along with an equivalent penalty. The demand was confirmed by the JCCE. Our Company filed an appeal before the Commissioner of Central Excise (Appeals), Daman (**"CCE (A)"**). The CCE (A) confirmed the demand but waived the penalty. Our Company deposited duty of ₹4.6 million and interest of ₹1.2 million and filed an appeal against the order of the CCE (A) before the Central Excise and Service Tax

Appellate Tribunal, Ahmedabad. The matter is currently pending.

20. The Joint Commissioner of Central Excise, Daman **("JCCE")** issued a show cause notice dated April 03, 2009 to our Company demanding recovery of CENVAT credit of ₹1.9 million taken on furnace oil used in generation of steam and passed on to the adjacent unit which has a separate central excise registration along with an equivalent penalty. The demand was confirmed by the JCCE. Our Company filed an appeal before the Commissioner of Central Excise (Appeals), Daman (**"CCE (A)"**). The CCE (A) confirmed the demand but waived the penalty. Our Company deposited duty of ₹1.9 million and interest of ₹0.5 million and filed an appeal against the order of the CCE (A) before the Central Excise and Service Tax Appellate Tribunal, Ahmedabad. The matter is currently pending.

21. The Joint Commissioner of Central Excise, Daman **("JCCE")** issued a show cause notice dated December 16, 2009 to our Company demanding recovery of CENVAT credit of ₹0.8 million taken on furnace oil used in generation of steam and passed on to the adjacent unit which has a separate central excise registration along with an equivalent penalty. The demand was confirmed by the JCCE. Our Company filed an appeal before the Commissioner of Central Excise (Appeals), Daman (**"CCE (A)"**). The appeal was rejected. Our Company deposited duty of ₹0.8 million and interest of ₹0.1 million and filed an appeal against the order of the CCE (A) before the Central Excise and Service Tax Appellate Tribunal, Ahmedabad. The matter is currently pending.

22. The Joint Commissioner of Central Excise, Daman **("JCCE")** issued a show cause notice dated April 13, 2010 to our company demanding recovery of CENVAT credit of ₹1.1 million taken on furnace oil used in generation of steam and passed on to the adjacent unit which has a separate central excise registration along with an equivalent penalty. The demand was confirmed by the JCCE. Our Company filed an appeal before the Commissioner of Central (Appeals), Daman (**"CCE (A)"**). The appeal was rejected. Our Company deposited duty of ₹1.1 million and interest of ₹0.1 million and filed an appeal against the order of the CCE (A) before the Central Excise and Service Tax Appellate Tribunal, Ahmedabad. The matter is currently pending.

23. The Joint Commissioner of Central Excise, Surat-II **("JCCE")** issued a show cause notice dated February 28, 2011 demanding a total duty of ₹1.5 million on the clearances of solvents and scrap generated in the Mandwa Unit of our Company. The JCCE imposed a penalty of ₹1.5 million on the factory, personal penalties of ₹0.1 million on the employees of the factory and a redemption fine of ₹1.5 million on the goods alleged to have been cleared clandestinely. Our Company filed an appeal before the Commissioner of Central Excise Surat-II (**"CCE (A)"**). The CCE (A) rejected the appeal. Consequently, our Company has deposited the duty of ₹1.5 million, interest of ₹0.3 million, personal penalties of ₹0.1 million and company penalty of ₹0.3 million and a redemption fine of ₹0.3 million as per the order dated November 27, 2012. Our Company has filed an appeal against the order of the CCE (A) before the Central Excise and Service Tax Appellate Tribunal, Ahmedabad. The matter is currently pending decision.

24. The Commissioner of Central Excise Surat-II (**"CCE (A)"**) issued a show cause notice dated August 29, 2011 to our Company stating that the valuation of sucralose and Fructo Oligo Sachharide (FOS) manufactured and cleared to alleged related companies should have been done on the basis Cost Accounting Standard – Form 4 (CAS-4) and not on the basis of Cost of Production. Consequently, the notice raised a total demand of ₹7.1 million along with applicable penalty. Our Company has filed an appeal against the order in the Central Excise and Service Tax Appellate Tribunal, Ahmedabad after depositing duty of ₹1 million and interest of ₹0.4 million. The matter is currently pending.

25. The Joint Commissioner of Central Excise, Daman (**"JCCE"**) issued a show cause notice dated August 10, 2010 demanding duty of ₹0.7 million from our Company on the clearance of medicines manufactured at our Daman unit on a loan license basis for Galpha Laboratories Limited, on which maximum retail price was not printed. Our Company contended that as the supplies were meant for hospitals/institutions, there is no need to print the maximum retail price. The show cause notice, however alleged that the said medicines should be valued on the basis of maximum retail price of comparable goods. The JCCE ordered our Company to pay the entire duty of ₹0.7 million, penalty of ₹0.3 million imposed on Galpha and personal penalty of ₹0.1 million on an employee. The Company filed an appeal to the Commissioner of Central (Appeals), Daman (**"CCE (A)"**) which was rejected. Consequently, our Company filed an appeal to the Central Excise and Service Tax Appellate Tribunal, Ahmedabad where a pre-deposit of ₹0.1 million has been made. The matter is currently pending.

26. The Assistant Commissioner of Central Excise, Daman (**"ACCE"**) issued a show cause notice dated July 29, 2011 demanding duty of ₹0.1 million from our Company on the clearance of medicines manufactured on loan

licence basis for Galpha on which maximum retail price was not printed as the supplies were meant for hospitals/institutions. The show cause notice, however alleged that the said medicines should be valued on the basis of maximum retail price of comparable goods. The ACCE ordered our Company to pay the entire duty of ₹0.1 million, penalty of ₹0.1 million imposed on Galpha and personal penalty of ₹0.1 million on an employee. The Company filed an appeal to the Commissioner of Central (Appeals), Daman which was rejected. Consequently, our Company filed an appeal to the Central Excise and Service Tax Appellate Tribunal, Ahmedabad where a pre-deposit of ₹0.1 million has been made. The matter is currently pending.

27. The Assistant Commissioner of Central Excise, Daman (**"ACCE"**) issued a show cause notice dated August 23, 2012 demanding duty of ₹0.1 million from our Company on the clearance of medicines manufactured on loan license basis for Galpha Laboratories Ltd., on which maximum retail price was not printed as the supplies were meant for hospitals/institutions. The show cause notice, however alleged that the said medicines should be valued on the basis of maximum retail price of comparable goods. The ACCE ordered our Company to pay the entire duty of ₹0.1 million and a penalty of ₹0.1 million imposed on our Company. The Company filed an appeal to the Commissioner of Central (Appeals), Daman which was rejected. Consequently, our Company filed an appeal to the Central Excise and Service Tax Appellate Tribunal, Ahmedabad where a pre-deposit of ₹0.1 million has been made. The matter is currently pending.

28. The Joint Commissioner of Central Excise, Daman (**"JCCE"**) issued a show cause notice dated August 10, 2010 demanding duty of ₹0.7 million from our Company on the clearance of medicines manufactured on loan license basis for Galpha Laboratories Limited, on which maximum retail price was not printed as the supplies were meant for hospitals/institutions. The show cause notice, however alleged that the said medicines should be valued on the basis of maximum retail price of comparable goods. The JCCE ordered our Company to pay the entire duty of ₹0.7 million, penalty of ₹0.3 million imposed on Galpha and personal penalty of ₹0.1 million on an employee. The Company filed an appeal to the Commissioner of Central (Appeals), Daman which was rejected. Consequently, our Company filed an appeal to the Central Excise and Service Tax Appellate Tribunal, Ahmedabad where a pre-deposit of ₹0.1 million has been made. The matter is currently pending.

29. The Commissioner of Central Excise, Daman (**"CCE"**) issued a show cause notice dated February26, 2010 demanding duty of ₹7.3 million from our Company on the clearance of medicines manufactured on loan license basis for Galpha Laboratories Limited, on which maximum retail price was not printed as the supplies were meant for hospitals/institutions. The show cause notice, however alleged that the said medicines should be valued on the basis of maximum retail price of comparable goods. The CCE ordered our Company to pay the entire duty of ₹7.3 million, penalty of 7.3 million on our Company, penalty of ₹1.8 million imposed on Galpha and personal penalty of ₹0.5 million each on two employees. Consequently, our Company filed an appeal to the Central Excise and Service Tax Appellate Tribunal, Ahmedabad where a pre-deposit of ₹0.7 million has been made. The matter is currently pending.

30. The Deputy Commissioner of Central Excise, Daman (**"DCCE"**) issued a show cause notice dated December 30, 2010 demanding duty of ₹0.1 million from our Company on the clearance of medicines manufactured on loan license basis for Galpha Laboratories Limited, on which maximum retail price was not printed as the supplies were meant for hospitals/institutions. The show cause notice, however alleged that the said medicines should be valued on the basis of maximum retail price of comparable goods. The DCCE ordered our Company to pay the entire duty of ₹0.1 million, penalty of 0.1 million on our Company and penalty of ₹0.1 million imposed on Galpha. The Company filed an appeal to the Commissioner of Central (Appeals), Daman which was rejected. Consequently, our Company filed an appeal to the Central Excise and Service Tax Appellate Tribunal, Ahmedabad where a pre-deposit of ₹0.1 million has been made. The matter is currently pending.

31. The Assistant Commissioner of Central Excise, Daman ("**ACCE**") issued a show cause notice dated November 15, 2011 demanding duty of ₹0.1 million from our Company on the clearance of medicines manufactured on loan license basis for Galpha Laboratories Limited, on which maximum retail price was not printed as the supplies were meant for hospitals/institutions. The show cause notice, however alleged that the said medicines should be valued on the basis of maximum retail price of comparable goods. The ACCE ordered our Company to pay the entire duty of ₹0.1 million, a penalty of ₹0.1 million imposed on our Company and a penalty of ₹0.1 million imposed on Galpha. The Company filed an appeal to the Commissioner of Central (Appeals), Daman which was rejected. Consequently, our Company filed an appeal to the Central Excise and Service Tax Appellate Tribunal, Ahmedabad where a pre-deposit of ₹0.1 million has been made. The matter is currently pending.

32. The Assistant Commissioner of Central Excise, Gangtok Division, Siliguri ("**ACCE**") issued a show cause

notice dated August 12, 2014, demanding duty of ₹0.1 million alleged to have been taken as inadmissible CENVAT credit of service tax paid on freight charges, as the place of removal in the case of units situated in Sikkim is the factory and not any other place. The ACCE also imposed interest on the duty and penalty equivalent to the duty amount. Our Company has paid a pre-deposit amount of ₹0.1 million and filed an appeal before the Commissioner of Central Excise (Appeals), Kolkata. The matter is currently pending.

33. The Superintendent, Central Excise, Range-III, Daman issued a show cause notice dated April 7, 2015 imposing a penalty demand of ₹0.1 million for technical lapses committed by the Kachigam factory of the company, inasmuch as the addresses of Range and Division were not shown in the excise invoices issued by the factory. Our Company has paid a pre-deposit amount of ₹0.1 million and filed an appeal before the Commissioner of Central Excise (Appeals), Daman. The matter is currently pending.

34. The Assistant Commissioner, Central Excise, Ankleshwar, (**"ACCE"**) issued a show cause notice to our Company dated May 22, 2015 rejecting a twin rebate claimed by our Company on goods exported by our Company amounting to ₹0.1 million. Our Company exported certain goods manufactured by Galpha Laboratories Limited on loan license basis which were cleared on payment of duty by Galpha to our Company and the goods were transported to the port for exports from our Ankleshwar unit. Our Company represented that the goods cleared by Galpha were in fact exported by our Company. However ACCE rejected our claims. Our Company filed an appeal with the Commissioner of Central Excise (Appeals), Bharuch. The matter is currently pending.

35. The Additional Commissioner of Central Excise, Surat-II (**"ACCE"**) issued a show cause notice dated November 24, 2008, demanding duty of ₹1 million on the clearances of "Tammy Jelly" manufactured by Galpha Laboratories Limited, Ankleshwar ("**Galpha**") on job work for our company on the grounds that the said product is a diabetic food. Galpha contended that the product is mentioned as a sugar free product. The rate of duty applicable for the diabetic food is more than that of sugar confectionery. The entire duty demand of ₹1 million was confirmed and penalty of ₹1 million was imposed on Galpha and personal penalty of ₹0.1 million was imposed on an employee of Galpha. Our Company filed an appeal against the order before the Commissioner of Central Excise (Appeals), Surat-II (**"CCE(A)"**). The appeal was rejected by the CCE (A). Our Company has filed an appeal before the Central Excise, Customs & Service Tax, Ahmedabad (**"CESTAT"**). The CESTAT ordered pre-deposit of ₹0.1 million and stayed the remaining dues. The pre-deposit order has been complied with. The matter is currently pending.

36. The Assistant Commissioner of Central Excise (**"ACCE"**) Ankleshwar issued a showcause notice dated August 03, 2009, demanding duty of ₹0.1 million on the clearances of "Tammy Jelly" manufactured by Galpha Laboratories Limited, Ankaleshwar on job work for the company on the grounds that the said product is a diabetic food. Galpha contended that the product is mentioned as a sugar free product. The rate of duty applicable for the diabetic food is more than that of sugar confectionery. The entire duty demand of ₹0.1 million was confirmed and penalty of ₹0.1 million was imposed on Galpha and personal penalty of ₹0.1 million was imposed on an employee of Galpha. Our Company filed an appeal against the order before the Commissioner of Central Excise (Appeals), Surat-II (**"CCE(A)"**). The appeal was rejected by the CCE (A) although the personal penalty imposed on the employee was reduced to ₹25,000. Our Company has filed an appeal before the Central Excise, Customs & Service Tax, Ahmedabad (**"CESTAT"**). The CESTAT ordered pre-deposit of ₹10,000 and stayed the remaining dues. The pre-deposit order has been complied with. The matter is currently pending.

J. IPR Matters - Domestic

1. Bayer Corporation and others ("**Complainants**") have filed a suit before the High Court of Delhi against our Company alleging infringement of its patent rights for a pharmaceutical product "CARBOXYARL SUBSTITUTED DIPHENYL UREAS" under Indian patent no. 215758, patent name "Sorafenib Tosylate". The Complainants have prayed before the Delhi High Court for decree of permanent injunction against our Company, restraining our Company from infringing the patent owned by Complainant. Further the Complainant has claimed an amount of ₹2.1 million as damages. Subsequently, our Company filed a written statement and counter claim. The High Court has transferred the matter to the Mediation Centre, Delhi and the matter is currently pending.

2. Issar Pharmaceuticals Private Limited ("**Applicant**") filed an arbitration application dated August, 2014 under the Arbitration and Conciliation Act, 1956 before the Bombay High Court at Bombay seeking the appointment of a sole arbitrator to adjudicate upon an alleged breach of the Marketing and Distribution Agreement

("**Agreement**") for the product MELGAIN between the Applicant and our Company. The Applicant alleged that our Company has breached the confidentiality and non-compete clauses contained in the Agreement. Further, it has been alleged that our Company did not purchase the minimum quantity of MELGAIN as stipulated in the Agreement. Subsequently, the High Court appointed a sole arbitrator by an order dated December 20, 2014 to adjudicate the proceedings. The matter is currently pending for arbitration.

3. Ram Isanaka and Issar Pharmaceuticals ("**Plaintiffs**") filed a civil suit dated February 25, 2015 against our Company before the Delhi High Court, alleging that, MELBILD, a product manufactured by our Company infringes upon three patents held under their name. Further, the plaintiffs have alleged that MELBILD infringes on a Trade Mark held by them viz. MELGAIN and also violates their copyright. Consequently, the Plaintiffs sought a permanent injunction restraining our Company from manufacturing and marketing the product in all markets. The matter is currently pending.

4. Sun Pharmaceutical Industries ("**Complainant**") has filed five rectification petitions against our Company before the Intellectual Property Appellate Board for removal and rectification of the registered trademarks "GLUCORYL" from the register on basis of their trademark "GLUCORED". Our Company has filed a counterstatement for this. The matter is currently pending.

K. IPR Matters- International

1. Boehringer Ingelheim Pharma GmbH & Co. KG, Boehringer Ingelheim International CmbH and Boehringer Ingelheim Pharmaceuticals, Inc (together the **"Plaintiffs"**) have filed a complaint dated December 15, 2014 for patent infringement before the US District Court for the District of New Jersey, against our Company and others for alleged infringement of a patent held by the Plaintiffs for the drug Dabigatran capsules. Our Company has applied for ANDA (Para IV Certification) with USFDA for approval to sell and market generic versions of Dabigatran capsules prior to the expiration of patents held by the Plaintiffs. The Plaintiffs have sought for, inter alia, a permanent injunction against our Company from directly or indirectly, manufacturing, selling, offering or exporting any product that infringes on the patents of Dabigatran capsules as held by the Plaintiffs, along with costs. The matter is currently pending.

2. Acorda Therapeutics, Inc and Alkermes Pharma Ireland Limited (together the **"Plaintiffs"**) have filed a complaint dated July 11, 2014 for patent infringement before the US District Court for the District of Delaware, against our Company and others for alleged infringement of five patents held by the Plaintiffs for the drug Dalfampridine. Our Company has applied for ANDA (Para IV Certification) with USFDA for approval to sell and market generic versions of Dalfampridine prior to the expiration of patents held by the Plaintiffs. The Plaintiffs have sought for, inter alia, a permanent injunction against our Company from directly or indirectly, manufacturing, selling, offering or exporting any product that infringes on the patents of Dalfampridine as held by the Plaintiffs, along with costs. The matter is currently pending.

3. Sanofi and Sanofi-Aventis US LLC (together the **"Plaintiffs"**) have filed a complaint dated March 6, 2014 for patent infringement before the US District Court for the District of Delaware, against our Company and others for alleged infringement of four patents held by the Plaintiffs for the drug Dronedarone. Our Company has applied for ANDA (Para IV Certification) with USFDA for approval to sell and market generic versions of Dronedarone prior to the expiration of patents held by the Plaintiffs. The Plaintiffs have sought for, inter alia, a permanent injunction against our Company from directly or indirectly, manufacturing, selling, offering or exporting any product that infringes on the patents of Dronedarone as held by the Plaintiffs, along with costs. The matter is currently pending.

4. Janssen Pharmaceuticals, Inc. and Grunenthal GmbH (together the **"Plaintiffs"**) have filed a complaint dated July 25, 2013 for patent infringement before the US District Court for the District of New Jersey, against our Company for alleged infringement of two patents held by the Plaintiffs for the drug Tapentadol. The Plaintiffs have also filed another complaint dated December 23, 2013 for patent infringement before the US District Court for the District of New Jersey, against our Company for alleged infringement of another patent held by the Plaintiffs. Our Company has applied for ANDA (Para IV Certification) with USFDA for approval to sell and market generic versions of Tapentadol prior to the expiration of patents held by the Plaintiffs. The Plaintiffs have sought for, inter alia, a permanent injunction against our Company from directly or indirectly, manufacturing, selling, offering or exporting any product that infringes on the patents of Tapentadol as held by the Plaintiffs, along with costs. The matter is currently pending.

Litigations by our Company

A. Food Matters

1. Our Company has filed a writ petition dated February 28, 2007 before the High Court of Kerala, Ernakulam (the **"High Court"**) to issue an injunction restraining the Assistant Drug Controller's circular dated October 31, 2006 from being implemented. The circular sought to restrain the trade of dietary food supplement tablets manufactured without a license under the Drugs and Cosmetics Act, 1940. The Company's contention is that 'A to Z' tablets manufactured by the company only contains the diet supplements such as vitamins, minerals and zinc combinations and cannot be classified as a drug. The High Court by an order dated November 21, 2007 issued an injunction that will continue till the disposal of the writ petition. The matter is currently pending.

B. Labour Matters

1. Our Company has filed a civil suit dated March 30, 2010 before the Civil Judge, Senior Division, Jalandhar, against Punjab Medical Representative Association ("**PMRA**") and others for permanent injunction for restraining the PMRA, its office bearers, executive members as well as its members in general from, in any manner interfering or preventing the managers of our Company from discharging their duties in the State of Punjab including the district of Jalandhar, and from scaring away the managers of our Company by hurling out threats, physical violence/assault and by acts of gherao and mass demonstrations during the discharge of their duties. Subsequently, PMRA filed a written statement dated August 25, 2010 for dismissal of the suit. The matter is currently pending.

2. Our Company has filed a suit dated April 17, 2012 before the Civil Judge, Ludhiana, against Punjab Medical Representative Association ("**PMRA**") for permanent injunction for restraining the PMRA, its office bearers, executive members as well as its members in general from, in any manner interfering or preventing the managers of our Company from discharging their duties in the State of Punjab including the district of Ludhiana, and from scaring away the managers of our Company by hurling out threats, physical violence/assault and by acts of gherao and mass demonstrations during the discharge of their duties. The matter is currently pending.

3. Our Company has filed a suit dated October 13, 2011 before the Civil Judge, Patiala, against Punjab Medical Representative Association ("**PMRA**") for permanent injunction for restraining the PMRA, its office bearers, executive members as well as its members in general from, in any manner interfering or preventing the managers of our Company from discharging their duties in the State of Punjab including the district of Patiala, and from scaring away the managers of our Company by hurling out threats, physical violence/assault and by acts of gherao and mass demonstrations during the discharge of their duties. The matter is currently pending.

4. Our Company has filed a suit dated June 15, 2011 before the Civil Judge, Amritsar, against Punjab Medical Representative Association ("**PMRA**") for permanent injunction for restraining the PMRA, its office bearers, executive members as well as its members in general from, in any manner interfering or preventing the managers of our Company from discharging their duties in the State of Punjab including the district of Amritsar, and from scaring away the managers of our Company by hurling out threats, physical violence/assault and by acts of gherao and mass demonstrations during the discharge of their duties. The matter is currently pending.

5. Our Company has filed a suit dated August 18, 2014 before the Bombay City Civil Court, Bombay **("BCCC Bombay"**) against the Federation of Medical and Sales Representatives Association of India and others (the **"Defendants"**), seeking a permanent order and injunction restraining the Defendants from holding an agitation, demonstration, dharna followed by a demonstration within a radius of 500 meters in and around, Alkem House, our Company's registered office. The BCCC, Bombay passed an order dated August 19, 2014 by which it restrained the Defendant from holding an agitation, demonstration, dharna, within a radius of 500 meters in and around, Alkem House, our Company's registered office. The matter is currently pending.

6. Our Company has filed a suit dated January 5, 2012 before the Civil Judge, Lucknow **("Civil Judge"**) against the Federation of Medical and Sales Representatives Association of India and others (the **"Defendants"**), seeking an injunction restraining the Defendants from holding an agitation, demonstration, dharna followed by a demonstration within a radius of 500 meters in and around, the Lucknow Depot of our Company. The Civil Judge, Lucknow passed an order dated January 9, 2012 by which it restrained the Defendants from holding an agitation, demonstration, dharna within a radius of 500 meters in and around, the Lucknow Depot

of our Company. The matter is currently pending.

C. DPCO matters

1. In June, 2013, the National Pharmaceutical Pricing Authority issued a notification under the provisions of the DPCO, whereby it fixed/revised the prices in respect of certain formulation packs (including formulations of our Company). Pursuant to this notification, all relevant manufacturers (including our Company) were directed to ensure that the products that have been sold or cleared from their manufacturing facilities, be sold under the revised prices. Consequently, our Company and Mr. Basudeo N. Singh have filed a writ petition before the High Court of Delhi, New Delhi (the **"High Court"**) against the Union of India and others (the **"Respondents"**), seeking quashing of certain provisions of the DPCO, and the above mentioned notification. The High Court passed an order dated August 6, 2013, prohibiting the Respondents from taking any coercive action against our Company subject to fulfilment of certain conditions by our Company. Subsequently, on August 27, 2013, the High Court appointed certain pharmaceutical companies as lead parties to the proceeding, which is currently in the process of negotiating a settlement. The matter is currently pending.

D. Consumer and Miscellaneous Cases

1. Our Company filed a first information report under the Indian Penal Code, 1860 against Unifreight India Private Limited (the "**Defendant**") in the Baddi district for mishandling of our product OFLAXACIN during transportation, having a value of ₹22 million, out of total quantity of 34 drums, 3 drums were mishandled. The Defendant had also changed the original material of our Company with lower value substance. The matter is currently pending.

2. Our Company filed a first information report against Mr. Amit Jain, proprietor of Jain Chemicals, in Delhi for committing fraud and causing substantial wrongful loss to the Company amounting to ₹5.5 million as the cheques issued by him for the consignment of sucralose supplied to him were dishonoured. The matter is currently pending.

3. Our Company filed a first information report against Mr. Santosh Kumar Singh and Mr. Gaya Baksh Singh before the Sarojini Nagar Police Station in Lucknow for wrongful transactions with stockists while executing routine orders. The matter is currently pending.

4. Our Company filed a first information report dated July 24, 2011 against Mr. Sandeep Kale, Proprietor of Sewa Road Lines ("**Accused**"), under the Indian Penal Code, 1860 in relation to the fraud committed by the accused. Our Company had booked the services of the Accused for transportation of our products to Indore and Mhow. The Accused did not deliver the said products and in reply to various notices that our Company issued, responded that the products were destroyed in a fire at their godown. Our Company believes that the Accused is deliberately trying to defraud our Company and hence has filed the FIR. The case has been filed before the Indore Magistrate Court. The matter is currently pending.

5. Our Company filed two suits against the Municipal Corporation of Greater Bombay ("**BMC**") against an order passed by the Assistant Commissioner, 'G' South Ward of BMC dated August 9, 2006 and August 17, 2006 respectively, alleging that unauthorized additions have been made to the Company's premises in Worli, Mumbai and the same are liable to be demolished. The matter is currently pending.

6. Our Company filed a first information report with the Crime Branch (Cyber Cell), Navi Mumbai against Mr. Binaya Das and Mr. Sanjay Kumar under the Indian Penal Code, 1860 and the Information Technology Act, 2000 for criminal breach of trust, data theft and illegal dissemination of confidential information.

E. Trademark and Patent Matters

1. Our Company has filed a suit before the High Court of Delhi (**"High Court"**) against Jaqson Healthcare Private Limited ("**Jaqson**") and MMG healthcare Private Limited ("**MMG**") alleging infringement of its trademark "ONDEM". Subsequently, the High Court passed an injunction dated May 29, 2014 restraining Jaqson and MMG from manufacturing, selling, marketing and distributing any pharmaceutical products under our Company's trademark. Further, the local commissioner had been appointed to make inventory of the infringing materials seized. The matter has been listed before the Delhi High Court Mediation and Conciliation Centre. The matter is currently pending.

2. Our Company has filed a suit before the High Court of Delhi against Sanjay Bhatia and others (the "**Defendants**") alleging infringement of its trademarks "FERCEE RED", "LIVOERB" and "VENTORANZ". Further the High Court passed an injunction order dated February 23, 2015 restraining the Defendants from manufacturing, selling, marketing and distributing any pharmaceutical products under our Company's trademark. The matter has been referred to the Mediation and Conciliation Centre. The matter is currently pending.

3. Our Company has filed a suit before the District Court, Patna in 2007 against T & G Medicare and Synthiko Formulations (the **"Defendants"**), as T&G Medicare for permanent injunction against TG medicare and others for the use of its trademark ALMOX. For its brand "ALMOX" The Judge passed an order dated May 5, 2007 and granted ad- interim injunction against Synthiko from restraining the use of the mark ALMOX till the appearance of defendant. Thereafter the defendant appeared, filed a written statement and vacated ad interim order after the completion of pleadings. Further the Judge passed an order dated March 28, 2009 and granted injunction till the disposal of rectification proceedings pending at Intellectual Property Applets Board. Against an order dated March 28, 2009, our Company and Synthiko Formulations filed an appeal before the High Court of Patna in 2009. Settlement agreement is filed and the order is currently pending.

4. Our Company has filed a suit before Asansaol Civil Judge in 2015 against Suvino Drugs and Jpee Drugs for infringement of our Company's trade mark SUMOL and no interim relief was granted. Thereafter our Company filed an appeal before Kolkatta High Court. The matter is currently pending.

5. Orchid Healthcare sought to register a trademark for "TAXTAM" under the Trade Marks Act, 1999 and Trade Mark Rules, 2002 (Together "**TM Rules**"). On October 1, 2006, when the registration application for TAXTAM was published in the Trade Mark Journal, our Company opposed it on the grounds of *inter alia* deceptive similarity to "TAXIM", which is a registered trade mark owned by our Company. The Assistant Registrar of Trade Marks, Office of the Trade Mark Registry Branch at Chennai ("**ARTM**") passed an order dated August 31, 2012 turning down the Notice of Opposition filed by our Company and allowed the registration of TAXTAM. Our Company has preferred an appeal before the Intellectual Property Appellate Board under the TM Rules to set aside the order passed by the ARTM and refuse the registration. The matter is currently pending.

F. Cases under section 138 of the Negotiable Instruments Act, 1881

1. Our Company has filed various complaints and notices under section 138 of the Negotiable Instruments Act, 1881 for recovering amounts due from various entities on account of dishonouring of cheques issued by such entities. As on July 17, 2015, there are 38 such complaints pending before various courts. The total amount involved in such cases is approximately ₹22 million.

G. Recovery Suits – Domestic

1. Our Company has filed a complaint in the Court of Metropolitan Magistrate, Court, Bandra, Mumbai (the **"Court"**) against Mr. Naresh Shah, proprietor of Jay Pharma Laboratories ("**Accused**") for the dishonour of cheque of ₹24 million. The Court *vide* its order dated January 18, 2011 dismissed the criminal complaint filed by our Company. Subsequently, our Company filed a criminal appeal in the High Court of Bombay, ("**High Court**"). The High Court *vide* its order dated August 4, 2011 dismissed the appeal. Subsequently, our Company filed a summary suit in the High Court. The High Court has sent the said matter to the Bombay City Civil Court for adjudication. The matter is currently pending.

2. Our Company filed a winding up petition in the Mumbai High Court against Karmic Labs Private Limited ("**Karmic**") to recover a sum of ₹28 million along with interest at the rate of 18% on the principal amount from the date the amount was paid by Our Company to Karmic in terms of a clinical trial services agreement where our Company engaged the services of Karmic for Clinical Trial Monitoring and Data Management Services for an amount of ₹35 million. Our Company also filed a recovery suit against Karmic Labs Private Limited ("**Karmic**") in the Bombay High Court. The matter is currently pending.

3. Our Company has filed a recovery suit before the Kolkata High Court (**"Court")** against Piftop Internationl and others. The plaint has been admitted by the court and matter is currently pending.

4. Our Company filed a complaint before the Chief Judicial Magistrate Court, Patna under section 138 of the Negotiable Instrument Act, 1881 read with section 420 of the Indian Penal Code against K.S. Medicos

("**Accused**").The accused entered into a transaction with our Company wherein goods to the tune of ₹5.7 million were delivered to the accused, however despite receiving the goods the accused did not make payment of the bills raised in the name of the accused for the aforesaid amount and the cheques issued by the accused for the aforesaid amount were dishonoured. The said complaint is pending before the Chief Judicial Magistrate Court, Patna for evidence and no effective orders have been passed in the said matter till date. Our Company filed a special leave petition before the Supreme Court ("**SC**") and the SC by an order dated May 17, 2007 granted the accused liberty to move an application for personal exemption before the trial court. Further observed that the trial court would consider the said application if filed by the accused in its proper perspective. After the order was passed by the SC the accused filed an application under section 205 Criminal Procedure Code ("**CrPC**") for personal exemption as per the order passed by the SC. The Trial Court after observing the order passed by the SC exempted the personal appearance of the accused with the condition that the counsel for the accused would make the accused present at the stage of framing of charge, at the stage of statement under section 313 of the CrPC and at the stage of judgment.

Further our Company also filed a complaint before the Daman Court in December 2007 for registration of a First Information Report ("**FIR**") against the accused who had deliberately failed to make a payment for a sum of ₹5.7 million. On the basis of the complaint, a FIR was registered against the accused in January 2008 and the matter is currently pending.

H. Recovery Suits – International

1. Our Company has initiated arbitration proceedings in London against Exmek Pharmaceuticals ("**Respondent**") for recovery of USD 0.9 million in relation to the drugs supplied by our Company and infringement of our Company's trademarks. The proceedings have been challenged by the Respondent on the grounds of lack of jurisdiction in the Queen's Bench Division, United Kingdom High Court. The Respondent claims that the arbitration clause in the distribution agreement entered into with our Company is null and void and inoperable. Our Company has filed a written statement addressing the contentions of the Respondent. The matter is currently pending.

II. Litigation involving our Subsidiaries

A. Indchemie Health Specialities Private Limited ("Indchemie")

1. The State of Jharkhand, through Inspector of Drugs (the **"Inspector"**) has filed a criminal complaint dated March 28, 2005 before the Chief Judicial Magistrate, Giridh (the **"CJM"**) against Indchemie and our Company (together the **"Respondents"**) alleging that 'A to Z Gold Soft Gelatin Capsules' a dietary supplement (**"Supplement"**) manufactured by Indchemie and marketed by our Company for which both the companies obtained a license under the Prevention of Food Adulteration Act, 1954 (the **"PFA"**), is not a Supplement but a 'drug' under the Drugs and Cosmetics Act, 1940 (the **"DCA"**), and is hence, violative of the DCA and the Drugs and Cosmetics Rules, 1945. The CJM issued an order dated April 5, 2007 (**"Order 1"**) for closing the case as the Inspector had failed to produce any witness since November 18, 2005. Against Order 1, the Inspector filed an application before the CJM for reopening the case. By an order dated May 30, 2007 the CJM allowed the application. Since the prosecution had failed to submit any report issued by a competent authority to show that the said Supplement was a drug within the meaning of the DCA, the Respondents, through their authorised representatives filed a petition seeking discharge. The CJM by an order dated September 4, 2007 (**"Order 2"**) rejected the petition. Pursuant to the order dated May 30, 2007 the Respondents filed a criminal miscellaneous petition dated October 5, 2007 before the High Court of Jharkhand, Ranchi (the **"High Court"**) to quash the order dated May 30, 2007. Further, the Respondents through their authorised representatives filed criminal revision application dated October 5, 2007 before the High Court, for setting aside the Order 2. The High Court by an order dated September 9, 2014 (**"Order 3"**) held that the said Dietary Supplement is a 'drug' under the provisions of the DCA and dismissed the criminal miscellaneous petition and criminal revision application. Subsequently, our Company and Indchemie have filed special leave petitions before the Supreme Court of India, challenging Order 3, stay of the operation of Order 3 and stay the proceedings in the criminal complaint. The matter is currently pending.

2. Indchemie filed a letters patent leave petition before the High Court of Bombay, Bombay (the **"High Court"**) against Intas Pharmaceuticals Limited and others (the "**Respondents**"). Subsequently, the Respondents filed a reply dated February 11, 2015 against the letters patent leave petition before the High Court. Indchemie filed an appeal before the High Court against the Respondents. The High Court by an order allowed Respondents to seek ad-interim/interim relief on the grounds of infringement of their trade mark. The matter is currently

pending.

3. Socio Political Observer of India ("**SPOI**"), a consumer awareness, non-governmental organization, filed a criminal complaint dated July 1, 2014 against our Company, Mr. Basudeo Narayan Singh, Mr. Samprada Singh, Mr. Prabhat Narain Singh, Mr. Dhananjay Kumar Singh and Indchemie before the Chief Metropolitan Magistrate, Delhi for allegedly violating some provisions of the DCA and Rules. SPOI had issued a legal notice dated April 2, 2014 to our Company alleging that our Company has violated DCA and Rules by misbranding drugs and not complying with labelling requirements. Our Company replied to the notice by way of our letter dated April 18, 2014 refuting all the aforementioned allegations. Not satisfied SPOI has filed the instant complaint against our Company. The matter is currently pending.

4. Indchemie has filed a complaint against Mr. Manish Kenedy ("**Accused**") before the Court of Chief Judicial Magistrate, Patna under section 408 of the Indian Penal Code, 1860. Indchemie alleged in the complaint that the Accused misappropriated the money and belongings of Indchemie. The matter is currently pending.

5. Indchemie has filed a complaint dated February 27, 2015 against Mr. Manish Kumar Gupta ("**Accused**"), who is a wholesale dealer of our Company, before the Court of Metropolitan Magistrate 13th Court at Dadar, Mumbai ("**Court**") under section 420 of the Indian Penal Code, 1860. Indchemie has alleged that, even after issuing demand notices number of times, the accused failed to pay the dues to Indchemie. Indchemie has alleged that the Accused has caused wrongful loss and cheated Indchemie at the tune of ₹0.2 million. The matter is currently pending.

6. Indchemie has filed a complaint dated February 27, 2015 against Mr. Bijon Kumar Behera ("**Accused**") before the Court of Metropolitan Magistrate 13th Court at Dadar, Mumbai ("**Court**") under section 420 of the Indian Penal Code, 1860. Indchemie has alleged that, even after issuing legal notices, the accused failed to pay the dues to Indchemie. The Accused has caused wrongful loss and cheated Indchemie at the tune of ₹0.8 million. The matter is currently pending.

7. Indchemie has filed a complaint dated July 19, 2012 against Vijay Medico and Vijay Kumar Srivastava ("**Accused**") before the Court of Chief Judicial Magistrate, Patna ("**Court**") under section 406 and 418 of the Indian Penal Code, 1860. Indchemie alleged the accused of committing serious offence of criminal breach of trust, cheating and causing wrongful loss to the complainant. The matter is currently pending.

8. Indchemie ("**Complainant**") has filed a complaint against Mr. Raja Dutta ("**Accused**") before the Metropoliton Magistrate's 29th Court at Dadar, Mumbai ("**Court**") under setction 420, 406 of the Indian Penal Code, 1860. The Complainant alleged that even after issuing legal notices, the accused failed to pay the dues to the Complainant and has cheated the Complainant. The matter is currently pending.

9. Indchemie ("**Complainant**") has filed a complaint against Ashok Transport Agency, Debjit Basu, Ashok Singh and Rajiv Ranjan ("**Accused**") before the Chief Judicial Magistrate, Patna ("**Court**") under section 406, 407 and 120B of the Indian Penal Code, 1860. The Complainant alleged that, even after issuing legal notices, the accused failed to pay the dues to the Complainant and misappropriated the sale proceeds. The matter is currently pending.

10. Indchemie and others ("**Accused**") have received a summon dated August 21, 2014 from the presiding officer of the Special Court for Economic Offences, Bangalore ("**Court**"). The Court has charged the accused under section 27(d) of The Drugs and Cosmetics Act and section 200 of the Code of Criminal Procedure. The matter is currently pending.

11. Indchemie and others have received a complaint from the Drug Inspector, Intelligence Branch in relation to recycled drug namely KEFAGE Injection marketed by Indchemie. It is alleged the destruction of all expired and returned goods from the market who on general practice followed and not in accordance with the depot manual or standard operating procedure for destruction of such expired or returned goods. The matter is listed before the Metropolitan Magistrate, Mumbai and is currently pending.

12. Mr. Manush Patel ("**Complainant**") had issued a notice dated July 3, 2007 to Indchemie alleging *inter alia* that the drug "MEGACLAVE-DS" is not fit for human consumption and is violative of Drugs and Cosmetics Act. Indchemie disputed the claim by way of their reply dated August 21, 2007. Not satisfied, the Complainant filed a criminal complaint before the Judicial Magistrate First Class at Surat. The matter is currently pending.

13. The Assistant Commissioner of Central Excise, Customs and Service Tax, Daman issued a showcause notice dated October 1, 2014 to Indchemie, rejecting a refund claim for ₹ 27,340 claimed under section 11B of the Central Excise Act, 1944. Indchemie has replied to the show cause notice on October 16, 2014. The matter is currently pending.

14. The Custom, Excise and Service Tax Appellate Tribunal, Ahmedabad, stayed the petition for a rebate claim of ₹0.3 million appealed by Indchemie against Assistant Commissioner of Central Excise, Customs and Service Tax, Daman's impugned order dated February 5, 2014. The installation and commission charges of soft gelatin capsule machine were to be paid as service tax along with applicable interest and penalty under section 78 A of the Finance Act, 1994. The stay has been granted. The matter is currently pending.

15. Indchemie ("**Complainant**") has filed a complaint against Prem Drug Agency and Shiv Nandan Gupta ("**Accused**") before the Court of Chief Judicial Magistrate, Patna ("**Court**") under section 406, 418 and 420 of the Indian Penal Code, 1860 and section 138 of the Negotiable Instruments Act. The Complainant alleged that, even after issuing legal notices, the accused failed to pay the dues to the Complainant. The Complainant alleged the Accused of committing serious offence of criminal breach of trust, cheating and causing wrongful loss to the complainant. Also, the Accused issued cheque for ₹13,290.38 which was bounced due to insufficient funds. The matter is currently pending.

16. Indchemie ("**Complainant**") has filed a complaint against Dilip Distributor and Dilip Kumar ("**Accused**") before the Court of Chief Judicial Magistrate, Patna ("**Court**") under section 406, 418 and 420 of the Indian Penal Code, 1860 and section 138 of the Negotiable Instruments Act. The Complainant alleged that, even after issuing legal notices, the accused failed to pay the dues to the Complainant. The Complainant alleged the Accused of committing serious offence of criminal breach of trust, cheating and causing wrongful loss to the complainant. The matter is currently pending.

17. Indchemie ("**Complainant**") has filed a complaint against Shambhu Pharma ("**Accused**") before the Court of Chief Judicial Magistrate, Patna ("**Court**") under section 406, 418 and 420 of the Indian Penal Code, 1860 and section 138 of the Negotiable Instruments Act. The Complainant alleged that, even after issuing legal notices, the accused failed to pay the dues to the Complainant. The Complainant alleged the Accused of committing serious offence of criminal breach of trust, cheating and causing wrongful loss to the complainant. Also, the Accused issued cheque for ₹10,000 which was bounced due to insufficient funds. The matter is currently pending.

18. Indchemie received an assessment order from the Deputy Commissioner of Commercial Taxes, Patna Division, Patna ("**DCCT**") in which certain additions were made to the turnover amounting to 2.68 million and an additional surcharge of 10% on the sales tax was levied. Indchemie has filed civil writ jurisdiction petition against the state of Bihar and others ("**Respondent**") before the High Court of Judicature at Patna ("**Court**"). Indchemie has sought quashing of the assessment order and demand notice dated June 27, 2002 whereby an addition of 2.68 million has been made to the taxable turnover and addition of surcharge of 10% was made on the sales tax. The matter is currently pending.

19. Indchemie has filed a complaint dated August 13, 2014 against Saleem Usman Shiek and Rajesh Bikbay Mukhavana ("**Accused**") before the Chief Judicial Magistrate Court, Tumkur ("**Court**") under various provisions of the Indian Penal Code, 1860. Indchemie alleged that the cheque accounting for ₹0.7 million was forged by the accused. The matter is currently pending.

20. Indchemie ("**Complainant**") has filed a complaint dated August 1, 2015 against Modern Medicine Centre, Mr. Ghananand Pandey and Mr. Shailendra Upadhyay ("**Accused**") before Bar Association Civil Court. Gorakhpur ("**Court**") under section 138 of Negotiable Instruments Act. The Complainant alleged in the Complaint that the Accused defrauded him by issuing a dated March 12, 2014 of ₹50,000. Owing to insufficient funds in accounts of the Accused, the cheque was returned unpaid by the bank. The matter is currently pending.

21. In addition to the cases mentioned above in serial nos. 15 to 20, Indchemie has filed various complaints under section 138 of the Negotiable Instruments Act, 1881 for recovering amounts due from various entities on account of dishonoring of cheques issued by such entities. As on July 21, 2015, there are 14 such complaints pending before various courts at various stages of adjudication. The total amount involved in such cases is approximately ₹0.67 million.

B. Cachet Pharmaceuticals Private Limited

Drug Matters

1. The State of Maharashtra, through the Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated March 30, 2009, before the Chief Judicial Magistrate, Beed (the **"CJM"**), against Cachet, the then directors of Cachet including Mr. Satish Kumar Singh, our Company and others (the **"Respondents"**), alleging that 'HEMFER', a drug manufactured by Cachet and marketed by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The CJM issued summons dated March 30, 2009 (the **"Summons"**), without passing any formal order, against the Respondents. Subsequently, Cachet, Mr. Satish Kumar Singh and its then directors filed a criminal revision application, dated September 26, 2013 before the Sessions Court, Beed (the **"Sessions Court"**), against the Complainant, seeking stay of the Summons, and stay of the criminal complaint till the disposal of the criminal revision application. The Sessions Court by an order dated November 25, 2014 (**"Order"**), dismissed the criminal revision application and directed the CJM to proceed with the hearing of the case. Against the Order, Cachet, Mr. Satish Kumar Singh and its then directors, filed a criminal writ petition dated February 2015 before the High Court of Bombay, Aurangabad Bench (the **"High Court"**), against the Complainant, seeking quashing of the Order. The High Court by an order dated March 18, 2010, stayed the proceedings before the CJM. Subsequently, the High Court dismissed the writ petition by an order dated June 25, 2015. The matter is currently pending.

2. The State of Maharashtra, through the Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated March 27, 2013, before the Chief Judicial Magistrate, Buldana (the **"CJM"**), against Cachet along with its then directors, including Mr. Satish Kumar Singh, our Company and others (the **"Respondents"**), alleging that a drug manufactured by our company does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The CJM issued summons dated May 06, 2014 (the **"Summons"**), without passing any formal order, against the Respondents. Subsequently, Cachet and its then directors filed a criminal revision application, dated November 03, 2014 before the Sessions Court, Buldana (the **"Sessions Court"**), against the Complainant, seeking stay of the Summons, and stay of the criminal complaint till the disposal of the criminal revision application. Subsequently, the Sessions Court passed an order to stay the matter. The matter is currently pending.

3. Cachet received a notice dated December 7, 2013 from Kalyan Court stating that the Inspector of Drugs (the **"Complainant"**) has filed a complaint, before the Chief Judicial Magistrate, Kalyan (the **"CJM"**), alleging that a drug manufactured by Cachet does not fit the standard quality as provided under the Drugs and Cosmetics Act, 1940. The CJM issued notice dated December 12, 2013. Cachet made an application under section 25(4) of Drug and Cosmetics Act, 1940 for sending the sample to Central laboratory Kolkata. The matter is currently pending.

Food Matters

1. The State of Madhya Pradesh, through the Food Safety Officer, Balaghat (the **"Complainant"**) has filed a complaint dated November 26, 2014 before the Court of Adjudication (Additional District Magistrate), Balaghat, against Cachet, our Company and others (the **"Respondents"**), challenging the order dated November 24, 2014 passed by the Office of Food Safety Administration Designated Officer, Balaghat (**"OFSA"**) by which the OFSA held that the Respondents were storing, distributing, selling a misbranded food item, 'Protikem Health Supplement', which violated the Food Safety and Standards Act, 2006 (the **"Act"**). The Complainant also alleged that the Respondents violated the Act by not replying to the letters of the Food Safety Officer, Balaghat. The matter is currently pending.

Labour Matters

A civil suit has been filed before the Labour Court, Faizabad dated November 28, 2003 against Cachet and others (the **"Respondents"**), seeking to pay all the service emoluments to the petitioner with effect from December, 2001 with a salary package of ₹4,300 total amount claimed ₹0.4 million. The matter is currently pending.

Cases under section 138 of the Negotiable Instruments Act, 1981

Cachet has filed various complaints under section 138 of the Negotiable Instruments Act, 1981 for recovering amounts due from various entities on account of dishonouring of cheques issued by such entities. As on July 21, 2015, there are 7 such complaints pending before various courts at various stages of adjudication. The total amount involved in such cases is approximately ₹5.2 million.

Recovery Suits

Cachet has filed a complaint in the Court of Metropolitan Magistrate, Court, Dadar, Mumbai (the **"Court"**) against Elder Healthcare Limited, Elder Pharmaceuticals Limited and others (**"Accused"**) for the recovery of ₹3.3 million along with interest. Cachet manufactured and supplied goods on the basis of purchase order raised by both the companies. However such goods have been delivered and were duly received by the Accused without any demur as to quality or quantity and were under legal obligation to pay for the same at 60 days on delivery of goods. After several follow-up the Accused were not ready to make payment. Subsequently, Cachet file suit against both the companies and others. The matter is currently pending.

Customs Duty

Cachet has filed an appeal dated May 8, 2014 under the Customs Act before the Commissioner (Appeals), Customs ("**CCA**") challenging the assessment of the Assistant Commissioner of Customs ("**ACC**") who classified ginseng tablets ("**Product**") imported by the Company under the heading of CTH 13022106 of the Customs Tariff Act. Cachet had submitted documentation to justify the Product's inclusion under CTH 13021914. Further, the ACC passed the assessment order classifying the Product under CTH 13022106 due to which Cachet had to pay excess duty. The Commissioner Appeals reject the appeal. Cachet decided to appeal before CESTAT. The matter is currently pending.

Service Tax & Excise Duty

1. The District Excise Officer, Alwar issued a demand notice dated June 30, 1998 seeking recovery of ₹1.6 million and two demand notices dated May 22, 1997 and May 27, 1997 seeking recovery of ₹40, 993 from Cachet Pharmaceuticals Private Limited ("**Cachet**"). Cachet filed two Writ Petitions before the Rajasthan High Court at Jaipur seeking a declaration that such a recovery is without authority of law. The High Court combined the two writ petitions and in an order dated December 20, 2013 quashed the said notices. The State of Rajasthan has filed an appeal against the order. The matter is currently pending.

2. Our company filed an application before the Central Excise & Service Tax Appellate Tribunal ("**CESTAT**") for waver of pre deposit of duty of ₹0.3 million and penalty of the equal amount under CENVAT credit scheme**.** The matter is currently pending.

Sales Tax

1. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated August 1, 2006 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Assistant Commissioner demanded an amount of ₹0.83 million along with penalty and interest their on for the period 2001-2002 under the provisions of the Central Sales Tax Act, 1956. Cachet deposited ₹0.05 million as security deposit and filed an appeal before the Joint Commissioner of Sales Taxes (Appeal) II, Mumbai non availability of C form. The matter is currently pending.

3. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated July 29, 2006 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Assistant Commissioner demanded an amount of ₹0.09 million along with penalty and interest their on for the period 2001-2002 under the provisions of the Bombay Sales Tax Act, 1959. Cachet deposited ₹0.05 million as security deposit and filed an appeal before the Joint Commissioner of Sales Taxes (Appeal) II, Mumbai. The matter is currently pending.
4. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated March 30, 2009 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Assistant Commissioner demanded an amount of ₹0.3 million along with penalty and interest their on for the period 2003-2004 under the provisions of the Bombay Sales Tax Act, 1959. Cachet filed an appeal before the Joint Commissioner of Sales Taxes (Appeal) II, Mumbai. The matter is currently pending.

5. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated March 30, 2009 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Assistant. Commissioner demanded an amount of ₹20.31 million along with penalty and interest their on for the period 2003-2004 under the provisions of the Central Sales Tax Act, 1956. Cachet filed an appeal before the Joint Commissioner of Sales Taxes (Appeal),

Mumbai. The matter is currently pending.

6. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated March 30, 2010 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Assistant Commissioner demanded an amount of ₹1.1 million along with penalty and interest their on for the period 2004-2005 under the provisions of the Bombay Sales Tax Act, 1959. Cachet deposited ₹0.1 million as security deposit and filed an appeal before the Joint Commissioner of Sales Taxes (Appeal) II, Mumbai. The matter is currently pending.

7. Cachet received an order ("**Order**") dated March 30, 2010 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Assistant Commissioner demanded an amount of ₹0.1 million along with penalty and interest their on for the period 2004-2005 under the provisions of the Central Sales Tax Act, 1956. Cachet deposited ₹0.02 million as security deposit and filed an appeal before the Joint Commissioner of Sales Taxes (Appeal) II, Mumbai. The matter is currently pending.

8. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated March 07, 2014 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Assistant Commissioner demanded an amount of ₹7.98 million along with penalty and interest their on for the period 2009-2010 under the provisions of the MVAT Act, 2005. Cachet filed an appeal before the Joint Commissioner of Sales Taxes (Appeal), Mumbai. The matter is currently pending.

9. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated March 07, 2014 from the Assistant Commissioner of Sales Tax, Mumbai whereby the Asst. Commissioner demanded amount of ₹28.61 million along with penalty and interest their on for the period 2009-2010 under the provisions of the Central Sales Tax Act, 1956. Cachet filed an appeal before the Asst. Commissioner of Sales Taxes (Appeal), Mumbai. The matter is currently pending.

10. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated October 24, 2013 from the Deputy Commissioner commercial Tax, demanded an amount of ₹0.7 million for the period 2013-2014 under the provisions of the Central Sales Tax Act, 1956. The Company deposited ₹0.2 million and Bank Deposit of ₹0.3 million as security deposit and filed an appeal before Additional Commissioner Appeal, Lucknow for quashed the penalty. The matter is currently pending.

11. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated October 24, 2013 from the Deputy Commissioner commercial Tax, demanded an amount of ₹0.75 million for the period 2013-2014 under the provisions of the Local Sales Tax Authority. The Company deposited ₹0.18 million and Bank Deposit of ₹0.3 million as security deposit and filed an appeal before Deputy Commissioner Appeal, Commercial Tax UP, Lucknow for quashed the penalty. The matter is currently pending.

12. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated March 21, 2012 from the AETC Cum – Senior Auditor, Mohali demanded an amount of ₹0.9 million for the period 2008-2009 under the provisions of the Central Sales Tax Act, 1956. The Company deposited 25% of the above amount as security deposit ₹0.22 million and filed an appeal before Tribunal court Chandigarh. The order has been passed in favour of the Company. The final order is yet to be received and the matter is currently pending.

13. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated September 2, 2014 from the Commercial Tax Officer ("**CTO**") whereby the CTO was demanding an amount of ₹5.3 million including interest for the period 2010-2011 under the provisions of the Bihar Value Added Tax Act, 2005. Cachet filed an appeal before the Joint Commissioner of Commercial Taxes (Appeal), Patna ("**JCCT**") for quashing of the Order. Cachet further filed a stay petition before the JCCT for stay on the realization of tax, till the disposal of appeals. The matter is currently pending.

   Cachet also filed a writ petition before the High Court, Patna for quashing of the Order along with to stay operation of the said order and demand, till the disposal of writ. The matter is currently pending.

14. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated September 2, 2014 from the Commercial Tax Officer ("**CTO**") whereby the CTO was demanding an amount of ₹8.66 million including interest for the period 2011-2012 under the provisions of the Bihar Value Added Tax Act, 2005. Cachet filed an appeal before the Joint Commissioner of Commercial Taxes (Appeal), Patna ("**JCCT**") for quashing of the Order. Cachet further filed a stay petition before the JCCT for stay on the realization of tax, till the disposal of appeals. The matter is currently pending.

Cachet also filed a writ petition before the High Court, Patna for quashing of the Order along with to stay operation of the said order and demand, till the disposal of writ. The matter is currently pending.

15. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated September 2, 2014 from the Commercial Tax Officer ("**CTO**") whereby the CTO was demanding an amount of ₹14.3 million including interest for the period 2012-2013 under the provisions of the Bihar Value Added Tax Act, 2005. Cachet filed an appeal before the Joint Commissioner of Commercial Taxes (Appeal), Patna ("**JCCT**") for quashing of the Order. Cachet further filed a stay petition before the JCCT for stay on the realization of tax, till the disposal of appeals. The matter is currently pending.

    Cachet also filed a writ petition before the High Court, Patna for quashing of the Order along with to stay operation of the said order and demand, till the disposal of writ. The matter is currently pending.

16. Cachet Pharmaceuticals Private Limited ("**Cachet**") received an order ("**Order**") dated February 28, 2015 from the Commercial Tax Officer ("**CTO**") whereby the CTO was demanding an amount of ₹19.0 million including interest for the period 2013-2014 under the provisions of the Bihar Value Added Tax Act, 2005.

    Cachet further filed a writ petition before the High Court, Patna ("**HC**") for quashing of the Order along with to stay operation of the said order and demand, till the disposal of writ. The writ was allowed and disposed by the HC in favor of Cachet. The matter is currently pending.

C. *Enzene Biosciences Limited*

There are no outstanding matters against Enzene and Alkem Real Estate LLP as on the date of this Draft Red Herring Prospectus.

III. Litigation involving our Promoters

1. Mr. Mayank Kumar through his domestic ("**Complainant**") help filed a criminal complaint against Mr. Samprada Singh, our Promoter and his domestic help at the Worli police station under sections 457 and 427 of the Code of Criminal Procedure read with section 34 of IPC for committing Criminal trespass in the flat of the complainant. Apprehending arrest Mr. Samprada Singh approached the Sessions Court for Greater Bombay at Sewree for anticipatory bail which has been granted. The case is currently pending.

2. The Tamil Nadu Pharma Distribution Association (the **"Complainant"**) has filed a contempt petition before the Monopolies and Restrictive Trade Practices Commission, New Delhi (the **"Commission"**) against Basudeo N. Singh (as managing director of our Company) and other alleging that an order dated September 2, 2006 (**"Order"**) passed by the Commission in relation to non-supply of products to members of the Complainant was disobeyed. The matter is currently pending.

3. The State of Maharashtra, through the Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated March 30, 2009 before the Chief Judicial Magistrate, Beed (the **"CJM"**), against our Company, Cachet, the then directors of Cachet including Mr. Satish Kumar Singh and others (the **"Respondents"**), alleging that 'HEMFER', a drug manufactured by Cachet and marketed by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The CJM issued summons dated March 30, 2009 (the **"Summons"**), without passing any formal order, against the Respondents. Subsequently, Cachet, Mr. Satish Kumar Singh and its then directors filed a criminal revision application, dated September 26, 2013 before the Sessions Court, Beed (the **"Sessions Court"**), against the Complainant, seeking stay of the Summons, and stay of the criminal complaint till the disposal of the criminal revision application. The Sessions Court by an order dated November 25, 2014 (**"Order"**), dismissed the criminal revision application and directed the CJM to proceed with the hearing of the case. Against the Order, Cachet, Mr. Satish Kumar Singh and its then directors, filed a criminal writ petition dated February 2015 before the High Court of Bombay, Aurangabad Bench (the **"High Court"**), against the Complainant, seeking quashing of the Order. The High Court by an order dated March 18, 2010 stayed the proceedings before the CJM. Subsequently, the High Court dismissed the writ petition by an order dated June 25, 2015. The matter is currently pending.

4. The State of Maharashtra, through the Inspector of Food and Drugs (together the **"Complainants"**) has filed a criminal complaint dated March 16, 2006 before the Judicial Magistrate First Class, Panvel, against our

Company, Mr. Samprada Singh, Mr. Basudeo N. Singh, Mr. Balmiki Prasad Singh, Mr. Dhananjay Kumar Singh and others, alleging that 'TOFEE', a drug manufactured and sold by our Company, does not fit the standard quality as provided under the DCA and Rules and hence, violated the DCA and Rules. Subsequently, the matter was transferred to the Sessions Court, Alibag (the **"Sessions Court"**). Against the criminal complaint, Mr. Samprada Singh, Mr. Basudeo N. Singh and others filed a criminal revision application dated October 8, 2010 before the Sessions Court, against the Complainants, seeking the quashing and setting aside of the charges made under the criminal complaint against them. The matter is currently pending.

5. The State of Andhra Pradesh, through the Inspector of Drugs (the **"Inspector"**) has filed a criminal complaint dated April 3, 2013 before the Metropolitan Magistrate, Cyberabad at Miyapur against our Company, Basudeo N. Singh, and others (the **"Respondents"**), alleging that the Respondents manufactured a spurious drug, namely 'ALCLAV 625' without a valid license, and altered/relabeled the said drug from 'ALCLAV 625' to 'ALCLAV FC' in contravention of the provisions of the DCA and Rules. Subsequently, Basudeo N. Singh filed a criminal petition dated November 22, 2014 before the High Court of Andhra Pradesh, Hyderabad for quashing of the complaint. The matter is currently pending.

6. The State of Maharashtra, through the Inspector of Drugs has filed a criminal complaint dated April 20, 2000, before the Metropolitan Magistrate Mazgaon, Mumbai against our Company, Mr. Dhananjay Kumar Singh and others, alleging that our Company issued drugs to Arogyanidhi Medical Stores, a retail chemist without raising proper sales invoices and hence contravened the provisions of the DCA and Rules. The matter is currently pending.

7. The State of Maharashtra, through the Inspector of Drugs has filed a criminal complaint dated April 20, 2000, before the Metropolitan Magistrate, Mazgaon, Mumbai, against our Company, Mr. Dhananjay Kumar Singh and others, alleging that our Company issued drugs to Ashoka Chemist Medical and General Stores a retail chemist without raising proper sales invoices and hence contravened the provisions of the DCA and Rules. The matter is currently pending.

8. The State of Maharashtra, through Inspector of Drugs has filed a criminal complaint dated December 29, 2006 before the Metropolitan Magistrate, Mazgaon, Mumbai, against our Company, Mr. Dhananjay Kumar Singh and others, alleging that 'Digesta Capsules', a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The matter is currently pending.

9. The State of Maharashtra, through Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated October 23, 1991, before the Judicial Magistrate First Class, Panvel (the **"JMFC"**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **"Directors"**) and others, alleging that 'Aldiamycin Suspension' a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay (the **"High Court"**), against the Complainant, seeking discharge from the criminal complaint. The High court by an order dated April 2, 1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**"Order 1"**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999 before the Additional Sessions Judge, Raigad (the **"ASJ"**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**"Order 2"**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

10. The State of Maharashtra, through Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated September 19, 1990 before the Judicial Magistrate First Class, Panvel (the **"JMFC"**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **"Directors"**) and others, alleging that 'Aldiamycin Suspension' a drug manufactured by our Company does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay, Bombay (the **"High Court"**), against the Complainant, seeking discharge from the criminal complaint. The High court by an order dated April 2,

1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**"Order 1"**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999 before the Additional Sessions Judge, Raigad (the **"ASJ"**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**"Order 2"**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

11. The State of Maharashtra, through Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated January 6, 1992 before the Judicial Magistrate First Class, Panvel (the **"JMFC"**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **"Directors"**) and others, alleging that 'Aldiamycin Suspension', a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay (the **"High Court"**), against the Complainant, seeking discharge from the criminal complaint. The High Court by an order dated April 2, 1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**"Order 1"**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999 before the Additional Sessions Judge, Raigad (the **"ASJ"**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**"Order 2"**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

12. The State of Maharashtra, through Inspector of Drugs (the **"Complainant"**), has filed a criminal complaint, dated March 28, 1995 before the Judicial Magistrate First Class, Panvel (the **"JMFC"**), against our Company, its directors (i) Mr. Samprada Singh; (ii) Mr. Basudeo N. Singh; (iii) Mr. Balmiki Prasad Singh; (iv) Mr. Dhananjay Kumar Singh; (v) Mr. Mritunjay Kumar Singh (together the **"Directors"**) and others, alleging that 'Indlox Capsule' a drug manufactured by our Company, does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. Subsequently, the Directors and others filed a criminal application before the High Court of Bombay (the **"High Court"**), against the Complainant, seeking discharge from the criminal complaint. The High court by an order dated April 2, 1997 dismissed the criminal application and gave the liberty to apply to the magistrate for discharge. The Directors and others moved the JMFC for discharge. The JMFC by an order dated March 1, 1999 (**"Order 1"**), rejected the application of the Directors and others. Pursuant to Order 1, the Directors and others filed a criminal revision application dated May 31, 1999, before the Additional Sessions Judge, Raigad (the **"ASJ"**), seeking discharge from the criminal complaint. The ASJ by an order dated April 17, 2003 (**"Order 2"**), dismissed the criminal revision application. Pursuant to Order 2, the Directors and others filed a criminal application dated July 11, 2003 before the High Court, seeking quashing and setting aside of Order 1 and Order 2, and discharge of the Directors and others from the criminal complaint pending before the JMFC. The matter is currently pending.

13. The State of Maharashtra, through Inspector of Drugs has filed a criminal complaint, before the Judicial Magistrate First Class, Vashi, Navi Mumbai, against our Company and Mr. Dhananjay Kumar Singh, alleging that 'Digesta Capsules', a drug manufactured by our Company does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The matter is currently pending.

14. The State of Andhra Pradesh, through the Drug Inspector, Sanga Reddy (the **"Complainant"**) has filed a criminal complaint before the Court of Judicial Magistrate First Class, Medak (**"JMFC"**) against our Company and its Board of Directors (the **"Respondents"**) under the Essential Commodities Act, 1955, for violating the Drug (Pricing Control) Order, 1995, for overpricing a the drug, 'Alcee Tab B. No. AEET 2109'. Our Company filed a petition before the High Court of Andhra Pradesh (**"High Court"**) for quashing the proceedings against the Respondents. The High Court by an order dated April 17, 2007, partly allowed the petition, but dismissed the petition insofar as criminal proceedings against director, Mr. Dhananjay Kumar Singh was concerned, citing the fact that he was in charge of the day to day administration of the Company. Subsequently, our Company filed another petition before the High Court to quash the proceedings against Mr. Dhananjay Kumar Singh and the Company. Subsequently, the High Court passed an order dated November 8, 2012 by which it quashed the proceedings against Mr. Dhananjay Kumar Singh and the Company. The matter is currently

pending.

15. In June, 2001, the National Pharmaceutical Pricing Authority, issued a notification by which the ceiling price of certain formulation packs (including FALTIDINE 20 mg tablets and FALTIDINE 40 mg tablets of our Company) were fixed. The State of Karnataka, through Inspector of Drugs (the **"Inspector"**) has filed a criminal complaint dated March 23, 2007 (**"Complaint"**) before the Additional Judicial Magistrate First Class, Hassan, (**"JMFC"**) against our Company, Basudeo N. Singh and others (the **"Respondents"**), alleging that the Respondents had not complied with the price ceiling as fixed by the provisions of the above mentioned notification. The JMFC by an order dated July 7, 2007 (**"Order"**) took cognizance of the Complaint and issued summons to the Respondents. Against the Order, the Respondents filed a criminal revision petition (**"Petition"**) dated March 23, 2007 before the Fast Track Court-II, Hassan (**"Fast Track Court"**), to set aside the Order. Subsequently, the Fast Track Court vide order dated July 2, 2012 (**"Order 1"**) dismissed the Petition and confirmed the Order. Basudeo N. Singh filed a criminal petition dated July 28, 2012 before the High Court of Karnataka, Bangalore, for quashing the Complaint and the Order passed therein, and for quashing of the Order 1. The matter is currently pending.

16. The State of Maharashtra, through the Inspector of Drugs (the **"Complainant"**) has filed a criminal complaint dated March 27, 2013, before the Chief Judicial Magistrate, Buldana (the **"CJM"**), against our Company along with all directors, including Mr. Satish Kumar Singh and others (the **"Respondents"**), alleging that a drug manufactured by our company does not fit the standard quality as provided under the DCA and Rules, and hence, violated the DCA and Rules. The CJM issued summons dated May 06, 2014 (the **"Summons"**), without passing any formal order, against the Respondents. Subsequently, Cachet and its then directors filed a criminal revision application, dated November 03, 2014 before the Sessions Court, Buldana (the **"Sessions Court"**), against the Complainant, seeking stay of the Summons, and stay of the criminal complaint till the disposal of the criminal revision application. Subsequently, the Sessions Court passed an order to stay the matter. The matter is currently pending.

17. Sanjay Ajmera of L.B Enterprises ("**Complainant**") filed a first information ("**FIR**") report against our Company, Mr. Samprada Singh, Mr. B.N Singh, Mr. Mukesh Tiwari, Mr. Sri Rajesh, Mr. U.B. Ghgardare together (the "**Respondents**") in the Court of Chief Judicial Magistrate, Ranchi under section 420 of the IPC. The Complainant was the consignee agent as well as the super stockiest and had an undertaking with our Company dated 19th August 2010. The Complainant acknowledged in undertaking that there is no outstanding amount or claim other than 2.1 million of any nature against our Company and shall not raise any claim against our Company in future. Inspite the undertaking the Complainant filed the FIR dated October 18, 2010 under section 406, 420, 120B of IPC. The matter is currently pending.

18. Socio Political Observer of India ("**SPOI**"), a consumer awareness, non-governmental organization, filed a criminal complaint dated July 1, 2014 against our Company, Mr. Basudeo Narayan Singh, Mr. Samprada Singh, Mr. Prabhat Narain Singh, Mr. Dhananjay Kumar Singh and Indchemie before the Chief Metropolitan Magistrate, Delhi for allegedly violating some provisions of the DCA and Rules. SPOI had issued a legal notice dated April 2, 2014 to our Company alleging that our Company has violated DCA and Rules by misbranding drugs and not complying with labelling requirements. Our Company replied to the notice by way of our letter dated April 18, 2014 refuting all the aforementioned allegations. Not satisfied SPOI has filed the instant complaint against our Company. The matter is currently pending.

19. In June, 2013, the National Pharmaceutical Pricing Authority issued a notification under the provisions of the Drug Price Control Order, 2013 (the **"DPCO 2013"**), whereby it fixed/revised the prices in respect of certain formulation packs (including formulations of our Company). Pursuant to this notification, all relevant manufacturers (including our Company) were directed to ensure that the products that have been sold or cleared from their manufacturing facilities, be sold under the revised prices. Consequently, our Company and Basudeo N. Singh have filed a writ petition before the High Court of Delhi, New Delhi (the **"High Court"**) against the Union of India and others (the **"Respondents"**), seeking quashing of certain provisions of the DPCO 2013, and the above mentioned notification. The High Court passed an order dated August 6, 2013, prohibiting the Respondents from taking any coercive action against our Company subject to fulfilment of certain conditions by our Company. Subsequently, on August 27, 2013, the High Court appointed certain pharmaceutical companies as lead parties to the proceeding, which is currently in the process of negotiating a settlement. The matter is currently pending.

20. The State of Andhra Pradesh through its Drug Inspector ("**Complainant**") filed a case against Galpha Laboratories Limited, Mr. Mrityunjay Kumar Singh in the capacity of him being the director of Indchemie and

others **(**together the "**Accused")** in the Court of First Additional Judicial First Class Magistrate ("**ADG**") at Khammam on December 23, 2013 alleging manufacture of spurious and not of standard quality Clanoxy 500 tablets ("**Drugs**"). In pursuance of the same, the Complainant alleges violation of Section 18(a)(i) read with section 16 of the of Drugs and Cosmetics Act, 1940 ("**Act**") being punishable under Section 27(d) of the Act. Accused have received summons to appear in person before the ADG on February 6, 2015. The matter is currently pending.

IV. Litigation involving our Directors

None of our Directors other than Mr. Samprada Singh, Mr. Basudeo N. Singh, Mr. Balmiki Prasad Singh, Mr. Dhananjay Kumar Singh and Mr. Mritunjay Kumar Singh are involved in any litigation. For details regarding litigations involving the aforementioned directors, please refer to the " - *Litigation involving our Promoters*" on page 427 above.

V. Litigation involving our Group Companies

There are no outstanding litigation against our Group Companies.

VI. Notices against our Company

CBI Notices

1. Different jurisdictions of the Central Bureau of Investigation have issued notices to our Company seeking confirmation (i) whether certain medicines/products were manufactured by our Company; (ii) whether certain batches of products were manufactured by our Company. Our Company has replied to the notices, stating that the products/batches were not manufactured by our Company. Our Company has not received any further communication on the aforementioned notices.

2. Different jurisdictions of the Central Bureau of Investigation have issued certain notices against our Company seeking details and documents with regards to an investigation. Our Company provided the relevant details and documents. Our Company has not received any further communication on the aforementioned notices.

3. The Central Bureau of Investigation, Puducherry (**"CBI"**) issued a notice dated July 12, 2013 to our Company, seeking production of documents in relation to an investigation of Tristar Formulations. Subsequently, our Company provided the relevant details and documents to the CBI.

4. The Central Bureau of Investigation, Jodhpur (**"CBI"**) issued a summons dated August 29, 2013 to our Company, seeking production of documents in relation to an investigation of case against employees of Divisional Railway Hospital, Jodhpur. Subsequently, our Company provided the relevant details and documents to the CBI.

Crime Branch Notice

The crime branch units of several states have issued various notices to our Company *inter alia* certain spurious drugs being manufactured by third persons without our Company's authorisation, certain drugs not being of standard quality and drugs being misbranded due to improper labelling, under the DCA and Rules by our Company. Our Company has filed replies to the said notices and provided additional documents and information as and when required. Our Company has not received any further communication on the aforementioned.

Notices issued by the Drugs Control Office

Drug Control Officers have issued notices to the Company, seeking confirmation on whether the drugs seized by them were spurious and manufactured by our Company. Our Company has replied stating that the drugs were spurious, but were not manufactured by our Company.

Notices issued by Narcotics Control Bureau

The Intelligence officer, Narcotics Control Bureau, Ahmedabad issued a summons to our Company in relation to their ongoing investigation in relation to seizure of various psychotropic substances under the Narcotics Drugs and Psychotropic Substances Act, 1985, calling for information and requiring our Company to produce or deliver relevant documents. The representative of our Company appeared before the intelligence officer and are in the process of providing necessary documents as requested by the intelligence officer.

CCI Notices

The CCI issued a notice dated March 6, 2014 to our Company, regarding an on-going investigation under the Competition Act, seeking certain information and documents regarding remittance of an amount of ₹0.08 million to the Himachal Pradesh Society of Chemists and Druggists Alliance ("**HPSCDA**") for the year ending March 31, 2013. The CCI sought information from our Company on whether prior to the appointment of our Company's stockist/distributor in the state of Himachal Pradesh, if any no objection certificate/letter *of cooperation was required by our Company from HPSCDA, and if yes, to provide the information regarding* the prescribed fees of HPSCDA. Upon failure of our Company to respond, the CCI issued a notice dated March 25, 2014 to our Company, giving it another opportunity to provide the necessary information and details as per the above mentioned notice. Subsequently, our Company replied through its letter dated April 7, 2014 providing the requisite information and documents. Thereafter the CCI issued a notice dated April 17, 201 seeking copies of the news bulletins/publications issued by HPSCDA in the year 2013, regarding the new products of our Company. Consequently, our Company provided copies of the necessary bulletins through its reply dated May 2, 2014. The matter is currently pending.

NPPA Notices

The National Pharmaceutical Pricing Authority has issued various notices to our Company *inter alia* seeking information regarding Moving Annual Turnover and Price to Retailer of specific drugs and Maximum Retail Price ("**MRP**") and declaration as an "existing manufacturer" of drugs for price fixation. Further, notices have sought information regarding MRP, price revision details in past two years and drug control samples for monitoring and implementation of drug pricing in the market. A notice has been issued directing our Company to register on the Integrated Pharmaceutical Database Management System (IPDMS).

NPPA has also issued notices for contraventions of the Drug Pricing Control Order, 2013 for (i) non-compliance with the ceiling price fixed by the NPPA; (ii) increase of more than 10% in the MRP during a year; and (iii) refusal to sell drugs to pharmacies.

FDA Notices

The Food and Drugs Administration authorities of several states have issued various notices to our Company *inter alia* declaring sample drugs as not being of standard quality and for misbranding under the DCA and Rules. Our Company has responded to the notices and taken appropriate measures such as *inter alia* furnishing investigation reports to the FDA, initiating recall of drugs and revising the labelling on drugs.

DCGI Notices

Drug Inspectors and Drug Control Officers working under the Drug Controller General of India ("**DCGI**") in several states have issued show cause notices to our Company declaring sample drugs as not being of standard quality. Our Company has responded to the notices.

Miscellaneous Notices

Our Company received a notice dated May 18, 2015 from the Assistant Engineer, Public Works Department, Daman directing our Daman unit to demolish an illegally constructed boundary wall on Government Land.

VII. Litigation against any other person whose outcome may have a material adverse effect on the position of our Company

As on date of this Draft Red Herring Prospectus, there are no litigations against any other person whose outcome may have a material adverse effect on the position of our Company.

VIII. Litigation involving our International Subsidiary

ThePharmaNetwork LLC

Regulatory Compliance Solutions Inc. filed a complaint against ThePharmaNetwork LLC and Ascend Laboratories

LLC on November 25, 2014 in the Special Civil Part court in Bergen, New Jersey, USA. The plaintiff has claimed an amount aggregating to USD 9,300 for services allegedly rendered to the ThePharmaNetwork LLC and Ascend Laboratories LLC. The matter was administratively terminated by the court clerk on January 12, 2015 with default being entered against ThePharmaNetwork LLC and Ascend Laboratories LLC. The plaintiff has not taken any action to obtain judgment against ThePharmaNetwork LLC or Ascend Laboratories LLC. The matter is pending.

Other than as stated above, as on date of this Draft Red Herring Prospectus, there are no litigations against any of our international Subsidiaries.

I. There are no litigations or legal actions, pending or taken, by any Ministry or Department of the Government or a statutory authority against our Promoter during the last 5 years.

II. There are no enquiries, investigations etc. instituted under the Companies Act or any previous companies act in the last 5 years against our Company, our Directors or any of our Subsidiaries.

III. As on March 31, 2015, there are no creditors to whom the Company owes a sum exceeding ₹0.1 million which is outstanding more than 30 days and dues to micro, small and medium enterprises as defined under the Micro, Small & Medium Enterprises Act, 2006 except as stated below:

Particulars	March 31, 2015
Principal amount remaining unpaid to any supplier as at the year end	467.2
Interest due thereon	1.0
The amount of interest accrued and remaining unpaid at the end of each accounting year.	1.0

IV. Material Fraud against the Company in the last 5 years

There has been no material fraud committed against the Company in the last five years.

V. Non-Payment of Statutory Dues

Other than the following, there are no dues of income tax, service tax, sales tax/ VAT, customs duty, excise and cess which have not been deposited with the appropriate authorities on account of dispute:

Name of the statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise Duty and Penalty	18.5	2005-2014	Appellate Tribunal, Ahmedabad
	Excise Duty	0.6	2005-2014	Commissioner of Central Excise (Appeals), Daman
	Penalty	12.4	2003-2005	Appellate Tribunal, Mumbai
	Penalty	20.1	2004-2009	Appellate Tribunal, Ahmedabad
	Excise Duty	4.1	2006-2012	Appellate Tribunal, Ahmedabad
	Penalty	4.1	2008-2010	Appellate Tribunal, Ahmedabad
	Excise Duty	14.8	2006-2010	Appellate Tribunal, Ahmedabad
	Excise Duty	2.5	2007-2009	Appellate Tribunal, Ahmedabad
	Excise Duty	1.0	2007-2009	CESTAT, Kolkata
	Excise Duty	0.6	2007-2009	Commissioner of Central Excise (Appeals), Kolkata
Maharashtra VAT Act, 2002	Value Added Tax	2.1	2003-2004	Appellate Tribunal
	Value Added Tax	4.3	2004-2005	Appellate Tribunal
	Value Added Tax	262.2	2009-2010	Joint Commissioner (Appeals)
West Bengal VAT Act, 2003	Value Added Tax	0.9	2006-2007	Additional Commissioner of Commercial Taxes (Appeal)
	Value Added Tax	0.3	2007-2008	Additional Commissioner of Commercial Taxes (Appeal)
	Value Added Tax	0.3	2010-2011	Senior Joint Commissioner of Commercial Tax
Income Tax Act, 1961	Income Tax	0.1	2001-2002	Commissioner of Income Tax (Appeal)
	Income Tax	0.6	2003-2003	Commissioner of Income Tax (Appeal)
	Income Tax	0.9	2008-2009	Commissioner of Income Tax (Appeal)
	Income Tax	0.9	2010-2011	Commissioner of Income Tax (Appeal)
Local Sales Tax/VAT Acts	Sales-Tax & Penalty thereon	0.2	2000-2001	Joint Commissioner of Sales Tax (Recovery), Mumbai
	Sales-Tax & Penalty thereon	0.1	2001-2002	Joint Commissioner of Sales Tax (Appeals)II
	Sales-Tax & Penalty thereon	0.2	2002-2003	Joint Commissioner of Sales Tax (Appeals)

Name of the statute	Nature of dues	Amount	Period to which the amount relates	Forum where the dispute is pending
	Sales-Tax & Penalty thereon	0.3	2003-2004	Joint Commissioner of Sales Tax (Appeals)II, Mumbai
	Sales-Tax & Penalty thereon	1.1	2004-2005	Joint Commissioner of Sales Tax (Appeals)II, Mumbai.
	Sales-Tax and Penalty thereon	8.0	2009-2010	Assistant Commissioner of Sales Tax (Appeals), Mumbai.
	Sales-Tax and Penalty thereon	0.8	2013-2014	Deputy Commissioner (Appeals) Commercial Tax UP, Lucknow.
	Sales-Tax and Penalty thereon	5.6	2009-2010	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax and Penalty thereon	5.3	2010-2011	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax and Penalty thereon	8.7	2011-2012	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax and Penalty thereon	14.3	2012-2013	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax and Penalty thereon	19.0	2013-2014	Joint Commissioner Comm. Taxes (Appeals) Patna.
	Sales-Tax and Penalty thereon	0.9	2008-2009	Tribunal Court (Chandigarh)
Central Sales Tax Act	Sales-Tax and Penalty thereon	0.0	2000-2001	Joint Commissioner of Sales Tax (Recovery), Mumbai
	Sales-Tax and Penalty thereon	0.8	2001-2002	Joint Commissioner of Sales Tax (Appeals)II
	Sales-Tax and Penalty thereon	20.3	2003-2004	Joint Commissioner of Sales Tax (Appeals)II, Mumbai
	Sales-Tax and Penalty thereon	0.1	2004-2005	Joint Commissioner of Sales Tax (Appeals)II, Mumbai.
	Sales-Tax and Penalty thereon	349.5	2009-2010	Joint Commissioner (Appeals)
	Sales-Tax and Penalty thereon	28.6	2009-2010	Assistant Commissioner of Sales Tax (Appeals) Mumbai.
Central Excise Act	Excise Duty and Penalty	1.7	1997-1998 1998-1999	Rajasthan High Court
Finance Act, 1994	Service Tax and Penalty	0.7	2007-2008	CESTAT New Delhi
	Service Tax	0.4	2011-2012	The Commissioner of Central Excise, Customs & Service Tax, Ahmedabad

For further details, please refer to "*Outstanding Litigation and Material Developments – Litigations involving our Company – Litigations filed against our Company – Indirect Tax Proceedings*" stated above.

Amounts deducted/ accrued in the books of accounts in respect of undisputed statutory dues of employees state insurance and income tax have not been regularly deposited with the appropriate authorities and there are significant delays in a few cases.

Material Developments

For details of material developments, see "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" beginning on page 358.

LICENSES AND APPROVALS

Our Company has received the necessary consents, licenses, permissions, registrations and approvals from the various governmental agencies and other statutory and/or regulatory authorities, required for carrying out its present business and except as mentioned below, no further material approvals are required for carrying on our Company's present business. Certain approvals have elapsed in their normal course and our Company has made applications to the appropriate authorities for renewal of such licenses and/or approvals.

The main objects clause and objects incidental to the main objects of the Memorandum of Association enable our Company to undertake its existing activities.

A. General Details

Incorporation Details

1. Certificate of incorporation dated August 8, 1973 issued to 'Alkem Laboratories Private Limited' by the Registrar of Companies, Bihar at Patna.

2. Fresh certificate of incorporation consequent on change of name from 'Alkem Laboratories Private Limited' to 'Alkem Laboratories Limited' dated August 21, 2001, issued to our Company with effect from October 26, 1988 by the Registrar of Companies, Bihar at Patna.

Tax Related Registrations

1. Permanent Account Number: AABCA9521E

2. Tax Deduction Account Number: PTNA00241D

Foreign Trade Related Approvals

1. Importer-Exporter Code Number: 0388161442

2. Certificate of recognition as a Star Export House, issued by the Zonal Joint Director General of Foreign Trade, Ministry of Commerce and Industry, Government of India, valid up to March 31, 2019.

B. Approvals for the Issue

1. Our Board has pursuant to its resolution passed at its meeting held on June 29, 2015 authorized the Offer.

2. For details regarding authorisation by Selling Shareholders for the Offer please refer to the chapter *"Other Regulatory and Statutory Disclosures"* on page 451.

3. In-principle approval from NSE dated [●].

4. In-principle approval from BSE dated [●].

5. Our Company will make an application to the FIPB after filing of the Draft Red Herring Prospectus for participation of the non-residents in the Issue pursuant to the Consolidated FDI Policy dated May 12, 2015 and the Master Circular on Foreign Investment in India dated July 1, 2015 issued by the RBI, as updated from time to time.

C. Approvals in relation to the business of our Company and Subsidiaries

We require various approvals and/or licenses under various statutes, rules and regulations to conduct our business in India and other jurisdictions. These approvals and/or licenses may differ on the basis of the location of the facilities, depots, C&F agents, etc. as well as the jurisdictions where we market or sell our products. An indicative list of the material approvals required by us to undertake our businesses including manufacturing, marketing of drugs and operation of its facilities are set out below:

Manufacturing Unit Related Approvals

We have seven units for manufacturing formulations and two units for manufacturing API's.

I. Manufacturing Units for Formulations:

Manufacturing Unit at Kumrek, Sikkim

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, valid until cancelled.

4. Certificate of registration under the Sikkim Value Added Tax Act, 2005, issued by the Finance, Revenue and Expenditure Department, Commercial Tax Division, Government of Sikkim.

5. Certificate of enrolment under the Sikkim Tax on Professions, Trades, Callings and Employments Act, 2006, issued by the Office of the Commissioner of Profession Tax, Government of Sikkim.

6. Certificate of registration under the Sikkim Tax on Professions, Trades, Callings and Employments Act, 2006, issued by the Office of the Commissioner of Profession Tax, Government of Sikkim.

7. Certificate of registration under the Sikkim Ecology Fund and Environment Cess Act, 2005, issued by the Finance, Revenue and Expenditure Department, Commercial Tax Division, Government of Sikkim, valid until cancelled.

8. License under Food Safety and Standards Act, 2006, issued by the Food Safety and Standards Authority of India, Government of India, valid up to March 31, 2018.

9. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the Department of Health Care, Human Services and Family Welfare, Government of Sikkim, valid up to December 17, 2016.

10. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X under the Drugs and Cosmetics Rules, 1945 issued by the Department of Health Care, Human Services and Family Welfare, Government of Sikkim, valid up to December 31, 2016.

11. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X under the Drugs and Cosmetics Rules, 1945, issued by the Department of Health Care, Human Services and Family Welfare, Government of Sikkim, valid up to December 31, 2016.

12. Registration for manufacture/distribution/sale/purchase/possession/storage/consumption of controlled substance under Schedule A of the Regulation of Controlled Substance Order, 2013, issued by the Narcotics Control Bureau, Kolkata Zonal Unit.

13. License to import and store petroleum in an installation, issued by the Petroleum and Explosives Safety Organisation, Ministry of Commerce and Industry, Government of India, valid up to December 31, 2015.

14. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981, issued by the State Pollution Control Board, Department of Forests, Environment, Wildlife Management, Government of Sikkim, valid up to March 31, 2016.

15. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008, issued by the State Pollution Control Board, Department of Forests, Environment, Wildlife Management, Government of Sikkim, valid up to March 31, 2016.

16. License under the Inter-State Migrant Workman (Regulation of Employment and Conditions of Service) Act, 1979, issued by the Office of the Licensing Officer, Government of Sikkim, valid up to March 31, 2016**.**

17. No Objection Certificate for running a pharmaceutical industry, issued by the Office of the Additional Director General of Police, Fire and Emergency Service, Gangtok.

18. Certificate of enlistment under the Registration of Companies Act, Sikkim, 1961, issued by the Law Department, Government of Sikkim, Gangtok.

19. Consent issued by the Department of Commerce and Industries, Government of Sikkim, in relation to setting up a Pharma industry in Sikkim.

Manufacturing Unit - I at Samardung, Sikkim

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, valid until cancelled.

4. Certificate of registration under the Sikkim Value Added Tax Act, 2005, issued by the Finance, Revenue and Expenditure Department, Commercial Tax Divison, Government of Sikkim.

5. Certificate of enrolment under the Sikkim Tax on Professions, Trades, Callings and Employments Act, 2006, issued by the Office of the Commissioner of Profession Tax, Government of Sikkim.

6. Certificate of registration under the Sikkim Tax on Professions, Trades, Callings and Employments Act, 2006, issued by the Office of the Commissioner of Profession Tax, Government of Sikkim.

7. Certificate of registration under the Sikkim Ecology Fund and Environment Cess Act, 2005, issued by the Finance, Revenue and Expenditure Department, Commercial Tax Division, Government of Sikkim, valid until cancelled.

8. License under the Food Safety and Standards Act, 2006, issued by the Food Safety and Standards Act Cell, Health Care, Human Services and Family Welfare Department, Government of Sikkim, valid up to March 31, 2016.

9. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the Department of Health Care, Human Services and Family Welfare, Government of Sikkim, valid up to December 15, 2016.

10. License to manufacture for sale or for distribution of drugs being specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the Health Care, Human Service and Family Welfare Department, Drugs and Cosmetic Cell, Government of Sikkim, valid up to December 31, 2016.

11. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the Health Care, Human Service and Family Welfare Department, Drugs and Cosmetic Cell, Government of Sikkim, valid up to December 31, 2016.

12. Registration for manufacture/distribution/sale/purchase/possession/storage/consumption of controlled substance under Schedule A of the Regulation of Controlled Substance Order, 2013, issued by the Narcotics Control Bureau, Kolkata Zonal Unit.

13. License to import and store petroleum in an installation, issued by the Petroleum and Explosives Safety Organisation, Ministry of Commerce and Industry, Government of India, valid up to December 31, 2015.

14. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981, issued by the State Pollution Control Board, Department of Forests, Environment and Wildlife Management, Government of Sikkim valid up to March 31, 2016.

15. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008, issued by the State Pollution Control Board, Department of Forests, Environment, Wildlife Management, Government of Sikkim, valid up to March 31, 2016.

16. License under the Inter-State Migrant Workman (Regulation of Employment and Conditions of Service) Act, 1979, issued by the Office of the Licensing Officer, Government of Sikkim, valid up to March 30, 2016.

17. No Objection Certificate for running a pharmaceutical industry, issued by the Office of the Additional Director General of Police, Fire and Emergency Service, Gangtok.

18. Certificate of enlistment under the Registration of Companies Act, Sikkim, 1961, issued by the Law Department, Government of Sikkim, Gangtok.

19. Consent issued by the Department of Commerce and Industries, Government of Sikkim, in relation to setting up a Pharma industry in Sikkim.

Manufacturing Unit at Dabhel, Daman

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, issued by the Assistant Sales Tax Officer, Daman, valid until cancelled.

4. Certificate of registration under the Goa, Daman and Diu Sales Tax Act, 1964, issued by the Assistant Sales Tax Officer, Daman.

5. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, Daman valid up to March 16, 2019.

6. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Amended Act, 1988 and Air (Prevention and Control of Pollution) Act, 1981, issued by the Pollution Control Committee, Daman, valid up to September 30, 2017.

7. License to work a factory under the Factories Act, 1948, issued by the Chief Inspector of Factories and Boiler, Daman valid up to December 31, 2015.

Manufacturing Unit at Amaliya, Daman

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, issued by the Assistant Sales Tax Officer, Daman, valid until cancelled.

4. Certificate of registration under the Goa, Daman and Diu Sales Tax Act, 1964, issued by the Assistant Sales Tax Officer, Daman.

5. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the Drugs Licensing Authority, Administration of Daman and Diu, valid up to March 7, 2016.

6. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, Daman, valid up to December 31, 2016.

7. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, Daman, valid up to December 31, 2016.

8. License to import and store petroleum in an installation, issued by the Petroleum and Explosives Safety Organisation, Ministry of Commerce and Industry, Government of India, valid up to December 31, 2015.

9. Two certificates for the use of a boiler under the Indian Boilers Act No. V of 1923, issued by the Chief Inspector of Factories and Boiler, Daman, both being valid up to November 19, 2015.

10. License to work a factory under the Factories Act, 1948, issued by the Chief Inspector of Factories and Boiler, Daman valid up to December 31, 2015.

Manufacturing Unit at Kachigam, Daman

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, issued by the Assistant Sales Tax Officer, Daman, valid until cancelled.

4. Certificate of registration under the Goa, Daman and Diu Sales Tax Act, 1964, issued by the Assistant Sales Tax Officer, Daman.

5. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the Drugs Licensing Authority, Administration of Daman and Diu, valid up to July 17, 2016.

6. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X under the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, Daman valid up to December 31, 2017.

7. License to manufacture for sale or for distribution of drugs other than those specified in Schedule C, C (1) and X under the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, Daman valid up to December 31, 2017.

8. License under the Solvent, Raffinate and Slop (Acquisition, Sale, Storage and prevention of use in Automobiles) Order, 2000, issued by the District Magistrate, Daman, valid up to October 12, 2015.

9. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981 , issued by the Pollution Control Committee, Daman, valid up to February 28, 2016.

10. Certificate for the use of a boiler under the Indian Boilers Act No. V of 1923, issued by the Chief Inspector of Factories and Boiler, Daman, valid up to October 9, 2015.

11. License to work a factory under the Factories Act, 1948, issued by the Chief Inspector of Factories and Boiler, Daman, valid up to December 31, 2015.

12. No Objection Certificate for the height clearance of the factory building, issued by the Coast Guard Headquarters, New Delhi, valid up to July 6, 2016.

Manufacturing Unit - I at Baddi, Himachal Pradesh

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, issued by the Excise and Taxation Department, Himachal Pradesh, valid until cancelled.

4. Certificate of registration under the Himachal Pradesh Value Added Tax Act, 2005, issued by the Excise and Taxation Department, Government of Himachal Pradesh.

5. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the State Drugs Controller, Himachal Pradesh, valid up to August 22, 2016.

6. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the State Drugs Controller, Himachal Pradesh, valid up to April 3, 2020.

7. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the State Drugs Controller, Himachal Pradesh, valid up to April 3, 2020.

8. License to import and store petroleum in an installation, issued by the Petroleum and Explosives Safety Organisation, Ministry of Commerce and Industry, Government of India, valid up to December 31, 2016.

9. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981, issued by the Himachal Pradesh State Pollution Control Board, valid up to March 31, 2017.

10. No Objection Certificate for adequate firefighting measures issued by the Directorate of Fire Services, Himachal Pradesh valid up to January 27, 2016.

11. Two certificates for the use of a boiler under the Indian Boilers Act No. V of 1923, issued by the Boiler Inspection Unit, Himachal Pradesh valid up to April 30, 2016 and May 31, 2016.

12. Permission for development of land under the Town and Country Planning Act, 1977, issued by the Baddi Barotiwala Nalagarh Development Authority, Himachal Pradesh.

13. License to work a factory under the Factories Act, 1948, issued by the Labour Department, Himachal Pradesh Government, valid up to 2018.

Manufacturing Unit - II at Baddi, Himachal Pradesh

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, issued by the Excise and Taxation Department, Himachal Pradesh, valid until cancelled.

4. Certificate of registration under the Himachal Pradesh Value Added Tax Act, 2005, issued by the Excise and Taxation Department, Government of Himachal Pradesh.

5. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, valid up to March 6, 2017.

6. License to import and store petroleum in an installation, issued by the Petroleum and Explosives Safety Organisation, Ministry of Commerce and Industry, Government of India, valid up to December 31, 2016.

7. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008 issued by the Himachal Pradesh State Pollution Control Board, valid up to March 31, 2016.

8. No Objection Certificate for adequate firefighting measures issued by the Directorate of Fire Services, Himachal Pradesh valid up to August 28, 2015.

9. Certificate for the use of a boiler under the Indian Boilers Act No. V of 1923, issued by the Chief Inspector of Boilers, Himachal Pradesh valid up to August 31, 2015.

10. Permission for development of land under the Town and Country Planning Act, 1977, issued by the Baddi Barotiwala Nalagarh Development Authority, Himachal Pradesh.

11. License to work a factory under the Factories Act, 1948, issued by the Labour Department, Government of Himachal Pradesh, valid up to 2017.

II. Manufacturing Units for API's:

Manufacturing Unit at Mandva, Gujarat

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, issued by the Sales Tax Officer, Bharuch, valid until cancelled.

4. Certificate of registration under the Gujarat Value Added Tax Act, 1969, issued by the Sales Tax Department, Government of Gujrat.

5. License under Food Safety and Standards Act, 2006, issued by the Food Safety and Standards Authority of India, valid up to March 31, 2016.

6. Certificate approving the manufacturing facility to be compliant with Good Manufacturing Practices for the manufacturing of bulk drugs, issued by the Food and Drugs Control Administration, Gujarat, valid up to August 29, 2015.

7. License to manufacture for sale or for distribution of drugs specified in Schedule X and not specified in Schedules C and C(1) of the Drugs and Cosmetics Rules, 1945, issued by the Food and Drugs Control Administration, Gujarat, valid up to August 28, 2018.

8. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the Food and Drugs Control Administration, Gujarat, valid up to April 25, 2017.

9. License to sell, stock or exhibit or offer for sale, or distribute by wholesale, drugs other than those specified in Schedules C, C(1) and X, issued by the Food and Drugs Control Administration, Gujarat, valid up to December 31, 2016.

10. License to sell, stock or exhibit or offer for sale, or distribute by wholesale, drugs specified in Schedules C and C(1), excluding those specified in Schedule X, issued by the Food and Drugs Control Administration, Gujarat, valid up to December 31, 2016.

11. License to import and store petroleum in an installation issued by the Petroleum and Explosives Safety Organisation, Ministry of Commerce and Industry, Government of India, valid up to December 31, 2015.

12. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981, issued by the Gujarat Pollution Control Board, valid up to December 18, 2019.

13. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008, issued by Gujarat Pollution Control Board, valid up to December 18, 2019.

14. Environmental clearance under the Environment Impact Assessment Notification dated September 14, 2006, issued by the Ministry of Environment and Forests, Government of India.

15. Certificate for the use of a boiler under the Indian Boilers Act No. V of 1923, issued by the Gujarat Boiler Inspection Department, valid up to October 14, 2015.

16. License to work a factory under Factories Act, 1948, issued by the Directorate Industrial Safety and Health, Gujarat, valid up to December 31, 2016.

17. Approval of plan of the manufacturing unit for manufacturing API under the Drugs and Cosmetics Act, 1940, issued by the Food and Drugs Control Administration, Gujarat.

Manufacturing Unit at Ankleshwar, Gujarat

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Registration under the Central Sales Tax Act, 1956, issued by the Sales Tax Officer, Bharuch, valid until cancelled.

4. Registration under the Gujarat Value Added Tax Act, 1969 issued by the Sales Tax Department, Government of Gujarat.

5. Certificate approving the manufacturing facility to be compliant with Good Manufacturing Practices for the manufacturing of bulk drugs, issued by the Food and Drugs Control Administration, Gujarat, valid up to December 25, 2016.

6. Certificate approving the manufacturing facility to be compliant with Good Manufacturing Practices for the manufacturing of oral liquids, issued by the Food and Drugs Control Administration, Gujarat, valid up to May 26, 2016.

7. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the Food and Drugs Control Administration, Gujarat, valid up to October 9, 2017.

8. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981, issued by the Gujarat

Pollution Control Board, valid up to February 9, 2020.

9. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008, issued by the Gujarat Pollution Control Board, valid up to February 9, 2020.

10. Environmental clearance under the Environment Impact Assessment Notification dated September 14, 2006, issued by the Ministry of Environment and Forests, Government of India.

11. Certificate for the use of a boiler under the Indian Boilers Act No. V of 1923, issued by the Gujarat Boiler Inspection Department, valid up to October 9, 2015.

12. Handing over of possession of land used for the manufacturing unit, issued by the Gujarat Industrial Development Corporation to our Company for industrial purposes.

13. License to work a factory under the Factories Act, 1948, issued by the Directorate Industrial Safety and Health, Gujarat, valid up to December 31, 2015.

III. Manufacturing Units of our Subsidiaries:

Our Subsidiaries, Indchemie and Cachet have four and one units respectively for manufacturing formulations. Our Subsidiaries do not have any API manufacturing units.

Manufacturing Unit of Indchemie at Dabhel, Daman

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Central Sales Tax Registration under the Central Sales Tax Act, 1956, issued by the Sales Tax Officer, Daman, valid until cancelled.

4. Certificate of Registration under the Goa, Daman and Diu Sales Tax Act, 1964, issued by the Assistant Sales Tax Officer, Daman.

5. License under the Food Safety and Standards Act, 2006, issued by the Food Safety and Standards Authority of India, Government of India, valid up to September 22, 2016.

6. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the issued by the Drugs Licensing Authority, valid up to December 31, 2017.

7. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, valid up to December 31, 2017.

8. License to manufacture for sale of ayurvedic/siddha or unani drugs under the Drugs and Cosmetics Act, 1940, issued by the Drugs Licensing Authority, Daman, valid up to December 31, 2015.

9. License to work a factory under the Factories Act, 1948, issued by the Chief Inspector of Factories, Daman, valid up to December 31, 2015.

Manufacturing Unit of Indchemie at Amaliya, Daman

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under Central Sales Tax Act, 1956, issued by the Sales Tax Officer, Daman, valid until cancelled.

4. Certificate of registration under the Goa, Daman and Diu Sales Tax Act, 1964, issued by the Assistant Sales Tax Officer, Daman.

5. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the Drugs Licensing Authority, Daman, valid up to March 2, 2016.

6. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1) excluding those specified in Schedule X, of the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, Daman, valid up to March 6, 2017.

7. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the Drugs Licensing Authority, Daman, valid up to March 6, 2017.

8. No Objection Certificate for construction permission, issued by the Station Fire Officer, Daman.

9. Certificate for the use of a boiler under the Indian Boilers Act No. V of 1923, issued by the Chief Inspector of Boilers, valid up to February 1, 2016.

10. License to work a factory under the Factories Act, 1948, issued by the Chief Inspector of Factories, Daman, valid up to December 31, 2015.

Manufacturing Unit of Indchemie at Baddi, Himachal Pradesh

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under Central Sales Tax Act, 1956, issued by the Department of Excise and Taxation, Himachal Pradesh, valid until cancelled.

4. Certificate of registration under Himachal Pradesh Value Added Tax Act, 2005, issued by the Department of Excise and Taxation, Himachal Pradesh.

5. License under the Food Safety and Standards Act, 2006, issued by the Department of Health Safety and Regulations, Himachal Pradesh, valid up to April 16, 2016.

6. License under the Food Safety and Standards Act, 2006, issued by the Food Safety and Standards Authority of India, Government of India, valid up to February 16, 2020.

7. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the Drugs Licensing Authority, Daman, valid up to May 18, 2020.

8. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), other than those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the State Drugs Controller, Himachal Pradesh, valid up to May 18, 2020.

9. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the State Drugs Controller, Himachal Pradesh valid up to May 18, 2020.

10. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008, issued by the Himachal Pradesh State Pollution Control Board, valid up to March 31, 2017.

11. No Objection Certificate for adequate firefighting measures, issued by the Directorate of Fire Services, Himachal Pradesh, valid up to January 23, 2016.

12. License to operate a factory under the Factories Act, 1948, issued by the Labour Commissioner-cum-Chief Inspector of Factories, Himachal Pradesh valid up to December 31, 2017.

Manufacturing Unit of Indchemie at Kumrek, Sikkim

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, valid until cancelled.

4. Certificate of registration under the Sikkim Value Added Tax Act, 2005, issued by the Finance, Revenue and Expenditure Department, Commercial Tax Divison, Government of Sikkim.

5. Certificate of enrolment under the Sikkim Tax on Professions, Trades, Callings and Employments Act, 2006, issued by the Office of the Commissioner of Profession Tax, Government of Sikkim.

6. Certificate of registration under the Sikkim Tax on Professions, Trades, Callings and Employments Act, 2006, issued by the Office of the Commissioner of Profession Tax, Government of Sikkim.

7. Certificate of registration under the Sikkim Ecology Fund and Environment Cess Act, 2005, issued by the Finance, Revenue and Expenditure Department, Commercial Tax Division, Government of Sikkim, valid until cancelled.

8. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the Department of Health Care, Human Services and Family Welfare, Government of Sikkim, valid up to May 13, 2016.

9. License to manufacture for sale or for distribution of drugs specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the Department of Health Care, Human Services and Family Welfare, Government of Sikkim, valid up to December 31, 2016.

10. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the Department of Health Care, Human Services and Family Welfare, Government of Sikkim, valid up to December 31, 2016.

11. Registration for manufacture/distribution/sale/purchase/possession/storage/comsumption of controlled substance under Schedule A of the Regulation of Controlled Substance Order, 2013, issued by the Narcotics Control Bureau KZU, Kolkata.

12. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and Air (Prevention and Control of Pollution) Act, 1981, issued by the State Pollution Control Board-Sikkim, valid up to March 31, 2016.

13. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008, issued by the State Pollution Control Board-Sikkim, valid up to March 31, 2016.

14. License under the Inter-State Migrant Workman (Regulation of Employment and Conditions of Service) Act,

1979, issued by the Licensing Officer, Government of Sikkim, valid up to March 31, 2016.

15. Consent issued by the Department of Commerce and Industries, Government of Sikkim, in relation to setting up a Pharma industry in Sikkim.

Manufacturing Unit of Cachet at Baddi, Himachal Pradesh

1. Central Excise Registration Certificate under the Central Excise Rules, 2002, issued by the Central Board of Excise and Customs, valid until our Company carries on the activity for which it has been issued, or surrenders it, or till it is revoked, or suspended.

2. Service tax registration obtained for the premises under the Finance Act, 1994, read with the Service Tax Rules, 1994, issued by the Central Board of Excise and Customs.

3. Certificate of registration under the Central Sales Tax Act, 1956, valid until cancelled.

4. Certificate of registration under Himachal Pradesh Value Added Tax, 2005, issued by the Department of Excise and Taxation, Himachal Pradesh.

5. License under the Food Safety and Standards Act, 2006, issued by the Department of Health Safety and Regulations, Himachal Pradesh, valid up to March 31, 2016.

6. License under the Food Safety and Standards Act, 2006, issued by the Food Safety and Standards Authority of India, valid up to December 31, 2015.

7. Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices, issued by the State Drugs Controller, Himachal Pradesh, valid up to January 21, 2016.

8. License to manufacture for sale of drugs specified in Schedules C and C(1), excluding those specified in Schedule X of the Drugs and Cosmetics Rules, 1945, issued by the State Drugs Controller, Himachal Pradesh, valid up to March 16, 2016.

9. License to manufacture for sale or for distribution of drugs other than those specified in Schedules C, C(1) and X of the Drugs and Cosmetics Rules, 1945, issued by the State Drugs Controller, Himachal Pradesh valid up to March 16, 2016.

10. Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981, issued by the Himachal State Pollution Control Board, valid up to March 31, 2018.

11. Authorisation for handling hazardous waste under the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008, issued by the Himachal State Pollution Control Board, valid up to March 31, 2018.

12. No Objection Certificate due to satisfactory first aid firefighting measures, issued by the Directorate of Fire Services, Shimla, Himachal Pradesh, valid up to September 16, 2016.

13. License to work a factory under the Factories Act, 1948, issued by the Labour Department, Himachal Pradesh, valid until 2017.

We have entered in to arrangements with third parties under the Contract Labour (Regulation and Abolition) Act, 1970, for hiring contract labour for our manufacturing units. Further, certain of our manufacturing units have also engaged in agreements with third parties for the management, handling and disposal of hazardous wastes.

IV. Research and Development Facilities:

We have two research and development facilities. Our Company has a facility at Taloja, Maharashtra, and the facility of Enzene, which is a subsidiary of our Company.

Research and Development Facility at Taloja, Maharashtra

1. Registration of the research and development facility with the Department of Scientific and Industrial Research, Ministry of Science and Technology, Government of India for the purpose of availing customs duty exemption and central excise duty exemption, valid up to March 31, 2017.

2. Recognition of in-house research and development unit issued by the Department of Science and Industrial Research, Ministry of Science and Technology, Government of India, valid up to March 31, 2017.

3. License to sell, stock or exhibit or offer for sale, or distribute by wholesale, drugs specified in Schedules C and C(1), excluding those specified in Schedule X, issued by the Food and Drugs Administration, Raigad, valid up to October 29, 2018.

4. License to sell, stock or exhibit or offer for sale, or distribute by wholesale drugs specified in Schedule X, issued by the Food and Drugs Administration, Raigad, valid up to October 29, 2018.

5. License to sell, stock or exhibit or offer for sale, or distribute by wholesale, drugs other than those specified in Schedules C, C(1) and X, issued by the Food and Drugs Administration, Raigad, valid up to October 29, 2018.

6. Bio-Medical Waste Authorisation under Bio-Medical Waste (Management and Handling) Rules, 1998, issued by the Maharashtra Pollution Control Board, valid up to March 31, 2016.

7. No Objection Certificate from the Maharashtra Industrial Development Corporation.

Research and Development Facility of Enzene at Bangalore, Karnataka

1. Registration of the Research and Development facility with the Department of Scientific and Industrial Research, Government of India for the purpose of availing customs duty exemption and central excise duty exemption, valid up to March 31, 2017.

2. Recognition of in-house research and development unit issued by the Department of Science and Industrial Research, Ministry of Science and Technology, Government of India, valid up to March 31, 2017.

3. Consent for discharge of effluents under the Water (Prevention and Control of Pollution) Act, 1974 and emissions under the Air (Prevention and Control of Pollution) Act, 1981, issued by the Karnataka State Pollution Control Board, valid up to June 30, 2017.

4. License to work a factory under the Factories Act, 1948, issued by the Factories and Boiler Unit, Karnataka valid until December 31, 2016.

Our research and development facility of Enzene at Bangalore, Karnataka has an arrangement with a third party for collection, reception, treatment, storage, transport and disposal of Bio-Medical Waste.

Approvals for Sales Depots and C&F Agents:

Our Company has a total of 26 Sales Depots and 16 C&F Agents across India, Indchemie has a total of 9 Sales Depots and 8 C&F Agents across India and Cachet has a total of 4 Sales Depots and 31 C&F Agents across India. The Sales Depots and C&F Agents typically hold the following material approvals:

1. License to sell, stock, or exhibit or offer for sale, or distribute by wholesale, drugs specified in Schedules C and C(1), excluding those specified in Schedule X under the Drugs and Cosmetics Rules, 1945.

2. License to sell, stock, or exhibit or offer for sale, or distribute by wholesale, drugs other than those specified in Schedules C, C(1) and X under the Drugs and Cosmetics Rules, 1945.

3. Registration under the Shops and Establishment Act of their respective states.

4. Registration under the Central Sales Tax Act, 1956.

5. Registration under the respective State Value Added Tax Acts.

6. License for storage and wholesale trade under the Food Safety and Standards Act, 2006.

Additionally, our Company has a total of 4 Central Warehouses across India, Indchemie has a total of 3 Central Warehouses across India and Cachet has 1 Central Warehouse in India.

Product Related Approvals:

1. License to manufacture for sale or distribution of various drugs under the Drugs and Cosmetics Rules, 1945 issued by various State Food and Drugs Administrations.

2. Loan licenses with third parties for the manufacture for sale of various drugs under the Drugs and Cosmetics Rules, 1945 issued by various State Food and Drug Administrations.

3. Our Company has applied for and received approvals from the Food Safety and Standards Authority of India, under the Food Standards and Safety Act, 2006.

Intellectual Property

Our Company

Our Company has registered and valid trademark approvals for various products under various classes including classes 1, 2, 3, 5, 16, 29, and 30 granted by the Registrar of Trademarks under the Trademarks Act, 1999 in India.

Further, our Company has filed applications for renewal of various trademarks, which have expired or are about to expire. Our Company has also filed applications for registration of trademarks under various classes of which certain trademarks have been objected against/opposed.

Our Company has registered and valid copyrights, granted by the Copyrights Office under the Copyrights Act, 1957. Further, our Company has also filed applications for registration of various copyrights.

Our Company has filed various process patents in various countries including India, the US and under the Patent Cooperation Treaty. Further, our Company has also been granted patents under the Patent Cooperation Treaty and the US.

Our Company has also filed applications for patent registrations before the Indian Patent Office.

Domestic Subsidiaries

Our Subsidiary, Indchemie has been granted trademark approvals for products under various classes including classes 3, 5, 16, 29 and 30 by the Registrar of Trademarks under the Trademarks Act, 1999 in India. Further, Indchemie has filed applications for renewal of various trademarks, which have expired or are about to expire. Indchemie has filed applications for registration of trademarks of which certain trademarks have been objected against/opposed. Further, Indchemie also has registered and valid copyrights, granted by the Copyrights Office under the Copyrights Act, 1957.

Our Subsidiary, Cachet has been granted trademark approval for products under various classes including class 3, 5, 16, 29 and 30 by the Registrar of Trademarks under the Trademarks Act, 1999 in India. Further, Cachet has filed applications for renewal of various trademarks, which have expired or are about to expire. Cachet has also filed applications for registration of trademarks of which certain trademarks have been objected against/opposed. Further, Cachet has one registered and valid copyright, granted by the Copyrights Office under the Copyrights Act, 1957. Cachet has filed applications for registration of copyrights as well.

Our Subsidiary, Enzene has filed applications for two patent registrations, one before the Indian Patent Office and one under the Patent Cooperation Treaty.

International Subsidiaries

In addition to the domestic subsidiaries our international Subsidiaries have also been granted intellectual property approvals by relevant authorities in countries such as the United States, South Africa, United Arab Emirates and South Korea.

Our Company has operations in other countries such as the United States, Australia, South Africa and the UK where it markets its products. Our Company also manufactures products in the US. In addition to the approvals mentioned above, the Company is required to obtain approvals from regulatory authorities in such countries for the purpose of carrying on its business.

Key Pending Approvals

Approvals applied for renewal, but not received

Certain material approvals that are required to be obtained by our Company for undertaking its business have elapsed in their normal course and our Company has either made an application to the relevant Central or State government authorities for renewal of such approvals, licenses, registrations and permits or is in the process of making such applications.

The following applications are pending before the relevant authorities for renewal:

Nature of approval – description	Issuing authority	Date of expiry	Date of acknowledgement of renewal application / Date of renewal application
Manufacturing Unit at Dabhel, Daman			
Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices.	Central Drugs Standard Control Organisation	May 10, 2015	Application for renewal dated April 10, 2015.
Manufacturing Unit at Amaliya, Daman			
Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution) Act, 1981.	Pollution Control Committee, Daman and Diu and Dadra and Nagar Haveli	March 31, 2015	Application for renewal dated March 17, 2015. Acknowledgement dated March 18, 2015.
Certificates for the use of a boiler under the Indian Boilers Act No. V of 1923.	Chief Inspector of Factories & Boiler, Daman	July 15, 2015	Application for renewal dated June 26, 2015.
License under the Solvent, Raffinate and slop (Acquisition, Sale, Storage and prevention of use in Automobiles) Order, 2000	District Magistrate, Civil Supply, Daman	October 31, 2012	Application for renewal dated December 18, 2013. Acknowledgment dated December 20, 2013.
Manufacturing Unit-II at Baddi			
Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974 and Air (Prevention and Control of Pollution) Act, 1981.	Himachal Pradesh State Pollution Control Board	March 31, 2015	Letter dated February 18, 2015 seeking renewal for the period, 2015-2018. Acknowledgement dated February 28, 2015.
Certificate approving the manufacturing facility to be compliant with the World Health Organisation-Good Manufacturing Practices.	State Drugs Controller, Himachal Pradesh	June 17, 2015	Letter to the State Drugs Controller, Himachal Pradesh dated July 7, 2015.
Manufacturing Unit of Indchemie at Dabhel, Daman			
Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution) Act, 1981.	Pollution Control Committee, Daman and Diu and Dadra and Nagar Haveli	November 30, 2010	Letter dated March 29, 2014 seeking renewal till November 30, 2016. Receipt dated July 26, 2011.
Authorisation for handling hazardous waste under the Environment Protect Act, 1986.	Pollution Control Committee, Daman and Diu and Dadra and Nagar Haveli.	March 31, 2014	Application dated April 1, 2014.
Manufacturing Unit of Indchemie at Amaliya, Daman			

Nature of approval – description	Issuing authority	Date of expiry	Date of acknowledgement of renewal application / Date of renewal application
Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution) Act, 1981.	Pollution Control Committee, Daman and Diu and Dadra and Nagar Haveli.	March 31, 2014	Application for renewal dated April 1, 2014.
Manufacturing Unit of Indchemie at Baddi, Himachal Pradesh			
Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution) Act, 1981.	Himachal Pradesh State Pollution Control Board	March 31, 2015	Application for renewal dated March 2, 2015.
Research and Development Facility at Taloja, Maharashtra			
Consent to operate a manufacturing unit for pharmaceuticals under the Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution) Act, 1981 and Authorisation under Rule 5 of the Hazardous Waste (Management, Handling and Trans-boundary Movement) Rules, 2008.	Maharashtra Pollution Control Board	April 30, 2015	Receipt of application for renewal dated April 18, 2015.

Approvals applied for but not received

Our Company has made applications to the relevant Central or State government authorities for grant of certain material approvals, licenses, registrations and permits that are required to be obtained by our Company for undertaking its business or is in the process of making such applications. The following applications are pending before the relevant authorities:

Nature of approval – description	Issuing authority	Date of acknowledgement of application / Date of application
Manufacturing Unit at Dabhel, Daman		
No Objection Certificate for adequate firefighting measures	Chief Fire Officer, Fire Station, Daman	Application dated July 28, 2015. Acknowledgment dated July 28, 2015.
Manufacturing Unit at Amaliya, Daman		
No Objection Certificate for adequate firefighting measures	Chief Fire Officer, Fire Station, Daman	Application dated July 31, 2015. Acknowledgment dated August 1, 2015.
Manufacturing Unit at Kachigam, Daman		
No Objection Certificate for adequate firefighting measures	Department of Fire and Emergency Services, Daman	Receipt of application dated July 23, 2015.
Manufacturing Unit of Indchemie at Kumrek, Sikkim		
No Objection Certificate for adequate firefighting measures	Fire and Emergency Services, Sikkim	Application dated July 15, 2015.
Certificate of enlistment under the Registration of Companies Act, Sikkim, 1961	Law Department, Government of Sikkim	Application dated January 19, 2010. Acknowledgment dated January 19, 2010.

OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Offer

Our Board of Directors have approved the Offer pursuant to the resolution passed at their meeting held on June 29, 2015.

The Offer has been authorized by the Selling Shareholders by way of their respective letters as listed below:

Sr. No.	Name of the Selling Shareholder	Number of Equity Shares Offered	Date of the consent letter and offer letter
1.	Nawal Kishore Singh	2,391,300	July 27, 2015
2.	Jayanti Sinha	1,434,780	July 27, 2015
3.	Rajesh Kumar	11,96,865	July 27, 2015
4.	Rekha Singh	1,195,650	July 27, 2015
5.	Anju Singh	1,195,650	July 27, 2015
6.	Anita Singh	11,84,400	July 27, 2015
7.	Rajeev Ranjan	9,97,658	July 27, 2015
8.	Prerana Kumar	9,85,199	July 27, 2015
9.	Prabhat Narain Singh	414,440	July 27, 2015
10.	Deepak Kumar Singh	303,845	July 27, 2015
11.	Kishore Kumar Singh	303,285	July 27, 2015
12.	Lalan Kumar Singh	301,282	July 27, 2015
13.	Tushar Kumar	247,520	July 27, 2015
14.	Krishna Singh	175,080	July 27, 2015
15.	Alok Kumar	156,550	July 27, 2015
16.	Ashok Kumar	155,990	July 27, 2015
17.	Madan Kumar Singh	154,166	July 27, 2015
18.	Raj Kumar Singh	59,782	July 27, 2015
	Total	**12,853,442**	

In-principle Listing Approvals

- We have received an in-principle approval from BSE for the listing of the Equity Shares pursuant to a letter dated [●].

- We have received an in-principle approval from NSE for the listing of the Equity Shares pursuant to a letter dated [●].

Application to FIPB

Our Company will make an application to the FIPB after filing of the Draft Red Herring Prospectus with SEBI for participation of the non-residents in the Offer pursuant to the Consolidated FDI Policy dated May 12, 2015 and the Master Circular on Foreign Investment in India dated July 1, 2015 notified by the RBI, as updated from time to time.

Prohibition by SEBI, RBI or other governmental authorities

Our Company, our Directors, our Promoters, the members of our Promoter Group, our Group Companies, or natural persons in control of our Company are not prohibited from accessing or operating in the capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority.

The companies, with which any of our Promoters, our Directors or persons in control of our Company are or were associated as promoters, directors or persons in control, are not prohibited from accessing or operating in the capital markets under any order or direction passed by SEBI or any other regulatory or statutory or governmental authority.

The listing of any securities of our Company has never been refused at any time by any of the stock exchanges in India.

Our Company, our Promoters, relatives of our Promoters (as defined under the Companies Act, 2013), our Directors or our Group Companies have not been identified as wilful defaulter by RBI or any other authority. There are no violations of securities laws committed by our Company, our Promoters, relatives of our Promoters, our Group Companies in the past and no such proceedings are pending against them.

Except as stated below, none of our Directors are associated in any manner with any entities, which are engaged in securities market related business and are registered with the SEBI for the same. Except as stated below no action has been initiated by SEBI against such entities:

Sr. No.	Name of Director	Name of the SEBI registered entity	Designation	Action Initiated
1.	Sangeeta Singh	Tata Securities Limited	Director	Nil
2.	Arun Kumar Purwar	IIFL Holdings Limited	Director	SEBI had initiated action against IIFL holdings Limited in the past, some of which are currently pending. Details of such matters have been disclosed below

a) <u>Past SEBI proceedings exonerated/proceedings dropped by SEBI/orders complied with by IIFL</u>

Sr. No.	Particulars	Subject Matter	Present Status	Corrective Measures
1.	SEBI Enquiry Notice in 2001	Client dealings in the scrip of Cyberspace Infosys Limited during the year 2000 and 2001	As per Enquiry Officer's report, IIFL was exonerated from all charges.	Not Applicable
2.	SEBI Adjudication Proceedings Notice dated September 8, 2008 under Depository Act.	Allegations of violations of SEBI (DP) Regulations and Depositories Act were levied.	Preferred consent proceedings. Consent order was passed by SEBI on June 5, 2009 and the proceedings were dropped by SEBI.	Clarified on factual inaccuracies. No further clarification was required by SEBI – Proceedings dropped
3.	SEBI Adjudication Notice dated November 28, 2008	Clients dealt in GHCL Shares. Allegation of violation of provisions of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003 were levied.	All charges against IIFL were rejected vide SEBI Order dated June 15, 2009	Not Applicable
4.	SEBI Adjudication Notice dated November 27, 2009	Allegations of violation of provisions of SEBI (Stock Broker and Sub broker) Regulations, 1992 were levied.	Preferred consent proceedings. Consent Order was passed by SEBI on May 18, 2010 and the proceedings were dropped by SEBI	Submitted the compliance and corrective measures to SEBI vide letter dated November 27, 2009
5.	SEBI Adjudication Notice dated August 27, 2009	Clients dealt in GHCL Shares. Allegation of violation of provisions of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003 were levied.	Reply submitted to SEBI. SEBI issued order dated April 3, 2012 and proceedings were dropped by SEBI.	Stopped trading with GHCL group of clients
6.	SEBI Adjudication Proceedings Notice dated January 3, 2011	Asian Star Co. Ltd. – Allegation of violation of Regulation 7 Clause A(1) and A(2) of Code of Conduct for Stock Brokers were levied.	SEBI had issued order no.: BM/AO-7/2012 dated January 12, 2012. IIFL filed an appeal against the said order before SAT. SAT vide its order dated October 1, 2012 upheld the	a. Froze the account of the client. b. Initiated verification of Client Master Details of all clients particularly PAN, Contact nos., Address, Phone nos.,

Sr. No.	Particulars	Subject Matter	Present Status	Corrective Measures
			order of the Adjudicating Officer of SEBI and imposed a penalty of ₹5 lacs against IIFL. IIFL has accepted the SAT order and the said penalty was duly paid.	Mobile nos., E-mail Ids and Bank account details, etc., along with necessary proofs. Also IIFL initiated calling up customers on every day of the trading and started taking their confirmations and identification particulars. In case any of such verification did not match with the client master details or authentication, IIFL froze such accounts and investigate the matter. This process was completed for all the clients. This ensured establishing the identity and contact details of clients.
7.	SEBI Enquiry Notice dated April 27, 2010	Allegations of violation of provisions of SEBI (Stock Broker and Sub broker) Regulations, 1992 were levied.	SEBI had issued order no: MIRSD1/ASM/BS/11344/ 2013 dated May 13, 2013. Pursuant to our detailed replies and submissions during personal hearings, SEBI noted that the alleged deficiencies/violations had already been rectified by us and concurred with the Enquiry Officer's recommendations and warned us to be careful and cautious in the future. With the above order, the matter was concluded.	Implemented several steps on strengthening of the systems with a view to reduce investor complaints.

b) SEBI Orders For Compliance

Sr. No.	Particulars	Subject Matter	Present Status	Corrective Measures
1.	SEBI order dated September 28, 2005 and June 16, 2006 in the matter of IFSL	No violation against IIFL was observed. However SEBI advised us to not to deal with 3 clients against whom investigations were pending.	No Show Cause Notice received from SEBI	As per SEBI advice, trading for the respective clients were ceased with immediate effect.
2.	SEBI order dated October 5, 2005 and June 20, 2006 in the matter of M/s Ind Tra Deco Ltd.	No violations were observed against IIFL. However SEBI advised us to not deal in the scrip as the investigation was pending	No Show Cause Notice received from SEBI	As per SEBI advice, trading in the scrip was ceased with immediate effect from October 6, 2005.
3.	SEBI order dated March 21,	Shri Lalit Dua was an independent research	No Show Cause Notice received from SEBI	As per SEBI advice IIFL stopped publishing reports

Sr. No.	Particulars	Subject Matter	Present Status	Corrective Measures
	2006 in the matter of Shri Lalit Dua	analyst, whose reports were published on our website. SEBI advised us not to publish any reports of Shri Lalit Dua as the investigation was pending.		with immediate effect from March 22, 2006.
4.	SEBI letter dated July 13, 2010	In relation to the matter of Parabolic Drugs Limited, SEBI advised us to gear up our back office system and ensure efficient control to minimise PAN mismatches while making data entries in the future.	No Show Cause Notice received from SEBI	IIFL ensured compliance to avoid recurrence of such mismatches and the same was confirmed to SEBI vide our replies dated July 30, 2010 and August 27, 2010.
5.	SEBI letter dated July 13, 2010	In relation to the matter of Osian LPG Bottling Limited, SEBI advised us to be careful and to ensure that the shares are sold/purchased by the client or credited to respective client's account directly instead of through our beneficiary account.	No Show Cause Notice received from SEBI	IIFL complied with the SEBI's recommendations and rectified our systems. The same was confirmed to SEBI vide our letter dated July 25, 2008.
6.	SEBI letter dated February 9, 2011	Matter pertaining to non-bidding of applications in Coal India Limited IPO, SEBI advised us not to act as syndicate member in IPO till the resolution of the said matter.	Resolution status submitted to SEBI and SEBI withdrew its restrictions vide its letter dated March 11, 2011	As per SEBI advice, IIFL resolved the issue and the same was confirmed to SEBI.
7.	Administrative warning dated December 7, 2010	SEBI inspection was carried out in 2010. SEBI recommended improvement in our systems and rectification of deficiencies found during the SEBI inspection.	No Show Cause Notice received from SEBI	IIFL complied with SEBI's recommendations and rectified our systems and confirmed the same to SEBI vide letters dated February 21, 2011, February 23, 2011 and March 3, 2011.

c) Pending SEBI Proceedings

Sr. No.	Particulars	Subject Matter	Present Status	Corrective Measures
1.	SEBI Enquiry Notice dated March 3, 2010	Clients dealt in the shares of Pyramid Saimira Theatre Limited. Allegations of violation of provisions of SEBI (Stock Broker and Sub broker) Regulations, 1992 were levied.	Application for Consent filed with SEBI on June 29, 2010. Consent proceedings were rejected by SEBI vide its letter dated October 5, 2012. Enquiry proceeding is currently pending	IIFL strengthened our systems, for monitoring SEBI/Stock Exchange orders on a daily bass and for freezing of relevant accounts. Dedicated persons have been deployed in the back office and compliance departments.

The Selling Shareholders have severally confirmed that they are legal and beneficial owners of the Equity Shares offered and sold in the Offer and that such Equity Shares are eligible to be sold in the Offer in accordance with Regulation 26(6) of the SEBI ICDR Regulations. The Selling Shareholders have also confirmed that they have not been prohibited from accessing or operating in the capital markets or restrained from buying, selling or dealing in securities, in either case under any order or direction passed by SEBI or any other authority and the Equity Shares offered and sold are free from any lien, encumbrance or third party rights. The Selling Shareholders have also confirmed that they have not been identified as wilful defaulters by RBI/ government authorities and there are no violations of securities laws committed by them in the past or pending against them.

Eligibility for this Offer

Our Company is eligible for the Offer in accordance with Regulation 26(1) of the SEBI ICDR Regulations as explained under, with the eligibility criteria calculated in accordance with restated consolidated financial statements prepared in accordance with sub clause (i) (ii) and (iii) of clause (b) of sub section (1) of section 26 of Chapter III of the Companies Act, 2013 read with Rule 4 of the Companies (Prospectus and Allotment Securities) Rules, 2014 and the SEBI ICDR Regulations:

- Our Company has net tangible assets of at least ₹30 million in each of the preceding three full years (of 12 months each);

- Our Company has a minimum average pre-tax operating profit of ₹150 million, calculated on restated and consolidated basis for the fiscal years 2014-15, 2013-14 and 2011-12, being the most profitable years of our Company from the fiscal years 2014-15, 2013-14, 2012-13, 2011-12 and 2010-11.

- Our Company has a net worth of at least ₹10 million in each of the three preceding full years (of 12 months each);

- The aggregate size of the proposed Offer size and all previous issues made in the same fiscal year in terms of Offer size does not exceed five times the pre-Offer net worth of our Company as per the audited balance sheet of the preceding fiscal year; and

- Our Company has not changed its name in the last fiscal year.

Our Company's net tangible assets, pre-tax operating profit and net worth derived from our Restated Standalone Financial Information and Restated Consolidated Financial Statements are set forth below:

(₹in million)

Particulars	As at March 31,									
	2015		2014		2013		2012		2011	
	Standalone	Consolidated	Standalone	Consolidated	Standalone	Consolidated	Standalone	Consolidated	Standalone	Consolidated
Net Tangible Assets[(1)]	30,687.8	25,973.7	27,167.8	23,622.3	23,041.2	19,691.7	18,678.6	15,706.9	14,631.5	12,246.0
Pre-Tax Operating Profit[(2)]	3,495.3	4,142.4	3,538.0	3,577.8	3,931.0	3,226.6	3,781.7	3,461.8	2,837.2	2,591.6
Net Worth[(3)]	31,010.2	29,990.6	27,206.0	25,849.6	23,083.8	21,773.1	18,693.9	18,200.4	14,653.7	14,336.9

Note:

(1) 'Net tangible assets' means the sum of all net assets of the Company excluding intangible assets as defined in Accounting Standard 26 as defined under Companies (Accounting Standards) Rules, 2006.

(2) 'Pre-tax operating profit', has been calculated as net profit before the aggregate of tax, extra-ordinary items, finance costs and other income.

(3) 'Net worth' means the aggregate of the paid up share capital, share premium account, and reserves and surplus (excluding revaluation reserve), as reduced by the aggregate of the miscellaneous expenditure to the extent not adjusted or written off and debit balance of profit and loss account.

In accordance with Regulation 26(4) of the SEBI ICDR Regulations, our Company shall ensure that the number of prospective Allottees to whom the Equity Shares will be allotted under the Offer shall not be less than 1,000 otherwise the entire application money will be refunded. If such money is not repaid within 12 Working Days of the Bid/ Offer Closing Date or within 15 days of the Bid/ Offer Closing Date, whichever is earlier, then our Company shall, on and from expiry of eight days, be liable to repay the money with interest at the rate of 15% per annum on the application money, as prescribed by applicable law.

Our Company is in compliance with the following conditions specified under Regulation 4(2) of the SEBI ICDR Regulations:

1. Our Company shall apply to BSE and NSE for obtaining their in-principle listing approval for listing of the Equity Shares under the Offer

2. Our Company has entered into tripartite agreement dated June 8, 2015 with NSDL and Link Intime India Private Limited, for dematerialisation of the Equity Shares;

3. Our Company has entered into tripartite agreement dated May 30, 2015 with CDSL and Link Intime India Private Limited, for dematerialisation of the Equity Shares; and

4. The Equity Shares are fully paid.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA

AS REQUIRED, A COPY OF THIS DRAFT RED HERRING PROSPECTUS HAS BEEN SUBMITTED TO SEBI.

IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THE DRAFT RED HERRING PROSPECTUS TO SECURITIES AND EXCHANGE BOARD OF INDIA SHOULD NOT, IN ANY WAY, BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SECURITIES AND EXCHANGE BOARD OF INDIA. SECURITIES AND EXCHANGE BOARD OF INDIA DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE OFFER IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE DRAFT RED HERRING PROSPECTUS. THE GLOBAL CO-ORDINATORS AND BOOK RUNNING LEAD MANAGERS, NOMURA FINANCIAL ADVISORY AND SECURITIES (INDIA) PRIVATE LIMITED, AXIS CAPITAL LIMITED, J.P. MORGAN INDIA PRIVATE LIMITED AND EDELWEISS FINANCIAL SERVICES LIMITED, HAVE CERTIFIED THAT THE DISCLOSURES MADE IN THE DRAFT RED HERRING PROSPECTUS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 IN FORCE FOR THE TIME BEING. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED OFFER.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE COMPANY IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THE DRAFT RED HERRING PROSPECTUS AND THE SELLING SHAREHOLDERS ARE PRIMARILY RESPONSIBLE FOR ALL STATEMENTS IN THIS DRAFT RED HERRING PROSPECTUS IN RELATION TO THEMSELVES IN CONNECTION WITH THE OFFER, AND THE EQUITY SHARES OFFERED BY THEM IN THE OFFER, THE GLOBAL CO-ORDINATOR AND BOOK RUNNING LEAD MANAGERS ARE EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY AND THE SELLIG SHAREHOLDERS DISCHARGE THEIR RESPONSIBILITIES ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGERS, NOMURA FINANCIAL ADVISORY AND SECURITIES (INDIA) PRIVATE LIMITED, AXIS CAPITAL LIMITED, J.P. MORGAN INDIA PRIVATE LIMITED AND EDELWEISS FINANCIAL SERVICES LIMITED, HAVE FURNISHED TO SECURITIES AND EXCHANGE BOARD OF INDIA, A DUE DILIGENCE CERTIFICATE DATED AUGUST 6, 2015 WHICH READS AS FOLLOWS:

"WE, THE GLOBAL COORDINATORS AND BOOK RUNNING LEAD MANAGERS TO THE OFFER, STATE AND CONFIRM AS FOLLOWS:

1. **WE HAVE EXAMINED VARIOUS DOCUMENTS INCLUDING THOSE RELATING TO LITIGATION LIKE COMMERCIAL DISPUTES, PATENT DISPUTES, DISPUTES WITH COLLABORATORS, AND OTHER MATERIAL IN CONNECTION WITH THE FINALISATION OF THE DRAFT RED HERRING PROSPECTUS PERTAINING TO THE SAID OFFER.**

2. **ON THE BASIS OF SUCH EXAMINATION AND THE DISCUSSIONS WITH THE COMPANY, ITS DIRECTORS AND OTHER OFFICERS, OTHER AGENCIES AND INDEPENDENT VERIFICATION OF THE STATEMENTS CONCERNING THE OBJECTS OF THE OFFER, PRICE JUSTIFICATION AND THE CONTENTS OF THE DOCUMENTS, AND OTHER PAPERS FURNISHED BY THE COMPANY, WE CONFIRM THAT:**

   a. **THE DRAFT RED HERRING PROSPECTUS FILED WITH SECURITIES AND EXCHANGE BOARD OF INDIA IS IN CONFORMITY WITH THE DOCUMENTS, MATERIALS AND PAPERS RELEVANT TO THE OFFER;**

b. **ALL THE LEGAL REQUIREMENTS RELATING TO THE OFFER AS ALSO THE REGULATIONS, GUIDELINES, INSTRUCTIONS, ETC., FRAMED/ ISSUED BY SECURITIES AND EXCHANGE BOARD OF INDIA, THE CENTRAL GOVERNMENT AND ANY OTHER COMPETENT AUTHORITY IN THIS BEHALF HAVE BEEN DULY COMPLIED WITH; AND**

c. **THE DISCLOSURES MADE IN THE DRAFT RED HERRING PROSPECTUS ARE TRUE, FAIR AND ADEQUATE TO ENABLE THE INVESTORS TO MAKE A WELL INFORMED DECISION AS TO THE INVESTMENT IN THE PROPOSED OFFER AND SUCH DISCLOSURES ARE IN ACCORDANCE WITH THE REQUIREMENTS OF THE COMPANIES ACT, 1956, TO THE EXTENT NOT REPLACED BY THE COMPANIES ACT, 2013, BY THE COMPANIES ACT, 2013 TO THE EXTENT IN FORCE, THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009 AND OTHER APPLICABLE LEGAL REQUIREMENTS.**

3. **WE CONFIRM THAT BESIDES OURSELVES, ALL THE INTERMEDIARIES NAMED IN THE DRAFT RED HERRING PROSPECTUS ARE REGISTERED WITH SECURITIES AND EXCHANGE BOARD OF INDIA AND THAT UNTIL DATE SUCH REGISTRATIONS ARE VALID.**

4. **WE HAVE SATISFIED OURSELVES ABOUT THE CAPABILITY OF THE UNDERWRITERS TO FULFIL THEIR UNDERWRITING COMMITMENTS. – <u>NOTED FOR COMPLIANCE</u>**

5. **WE CERTIFY THAT WRITTEN CONSENT FROM PROMOTERS HAS BEEN OBTAINED FOR INCLUSION OF THEIR EQUITY SHARES AS PART OF PROMOTERS' CONTRIBUTION SUBJECT TO LOCK-IN AND THE EQUITY SHARES PROPOSED TO FORM PART OF PROMOTERS' CONTRIBUTION SUBJECT TO LOCK-IN, WILL NOT BE DISPOSED/ SOLD/ TRANSFERRED BY THE PROMOTERS DURING THE PERIOD STARTING FROM THE DATE OF FILING THE DRAFT RED HERRING PROSPECTUS WITH SECURITIES AND EXCHANGE BOARD OF INDIA UNTIL THE DATE OF COMMENCEMENT OF LOCK-IN PERIOD AS STATED IN THE DRAFT RED HERRING PROSPECTUS.**

6. **WE CERTIFY THAT REGULATION 33 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, WHICH RELATES TO EQUITY SHARES INELIGIBLE FOR COMPUTATION OF PROMOTERS CONTRIBUTION, HAS BEEN DULY COMPLIED WITH AND APPROPRIATE DISCLOSURES AS TO COMPLIANCE WITH THE REGULATION HAVE BEEN MADE IN THE DRAFT RED HERRING PROSPECTUS. – <u>COMPLIED WITH AND NOTED FOR COMPLIANCE</u>**

7. **WE UNDERTAKE THAT SUB-REGULATION (4) OF REGULATION 32 AND CLAUSE (C) AND (D) OF SUB-REGULATION (2) OF REGULATION 8 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED, SHALL BE COMPLIED WITH. WE CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS' CONTRIBUTION SHALL BE RECEIVED AT LEAST ONE DAY BEFORE THE OPENING OF THE OFFER. WE UNDERTAKE THAT AUDITOR'S CERTIFICATE TO THIS EFFECT SHALL BE DULY SUBMITTED TO SEBI. WE FURTHER CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS' CONTRIBUTION SHALL BE KEPT IN AN ESCROW ACCOUNT WITH A SCHEDULED COMMERCIAL BANK AND SHALL BE RELEASED TO THE COMPANY ALONG WITH THE PROCEEDS OF THE OFFER. – <u>NOT APPLICABLE</u>**

8. **WE CERTIFY THAT THE PROPOSED ACTIVITIES OF THE COMPANY FOR WHICH THE FUNDS ARE BEING RAISED IN THE OFFER FALL WITHIN THE 'MAIN OBJECTS' LISTED IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION PROPOSED OF THE COMPANY AND THAT THE ACTIVITIES WHICH HAVE BEEN CARRIED OUT UNTIL NOW ARE VALID IN TERMS OF THE OBJECT CLAUSE OF ITS MEMORANDUM OF ASSOCIATION. – <u>COMPLIED WITH TO THE EXTENT APPLICABLE</u>**

9. **WE CONFIRM THAT NECESSARY ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT THE MONEYS RECEIVED PURSUANT TO THE OFFER ARE KEPT IN A SEPARATE BANK ACCOUNT AS PER THE PROVISIONS OF SECTION 40(3) OF THE COMPANIES ACT, 2013 AND**

THAT SUCH MONEYS SHALL BE RELEASED BY THE SAID BANK ONLY AFTER PERMISSION IS OBTAINED FROM ALL THE STOCK EXCHANGES MENTIONED IN THE PROSPECTUS. WE FURTHER CONFIRM THAT THE AGREEMENT ENTERED INTO BETWEEN THE BANKERS TO THE ISSUE AND THE COMPANY SPECIFICALLY CONTAINS THIS CONDITION. – <u>NOTED FOR COMPLIANCE</u>

10. **WE CERTIFY THAT A DISCLOSURE HAS BEEN MADE IN THE RED HERRING PROSPECTUS THAT THE INVESTORS SHALL BE GIVEN AN OPTION TO GET THE EQUITY SHARES IN DEMAT OR PHYSICAL MODE. – <u>NOT APPLICABLE. HENCE UNDER SECTION 29 OF THE COMPANIES ACT, 2013 THE EQUITY SHARES ARE TO BE ISSUED IN DEMAT MODE ONLY.</u>**

11. **WE CERTIFY THAT ALL THE APPLICABLE DISCLOSURES MANDATED IN THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED HAVE BEEN MADE IN ADDITION TO DISCLOSURES WHICH, IN OUR VIEW, ARE FAIR AND ADEQUATE TO ENABLE THE INVESTOR TO MAKE A WELL INFORMED DECISION.**

12. **WE CERTIFY THAT THE FOLLOWING DISCLOSURES HAVE BEEN MADE IN THE RED HERRING PROSPECTUS:**

    a. **AN UNDERTAKING FROM THE COMPANY THAT AT ANY GIVEN TIME THERE SHALL BE ONLY ONE DENOMINATION FOR THE EQUITY SHARES OF THE COMPANY; AND**

    b. **AN UNDERTAKING FROM THE COMPANY THAT IT SHALL COMPLY WITH SUCH DISCLOSURE AND ACCOUNTING NORMS SPECIFIED BY SEBI FROM TIME TO TIME.**

13. **WE UNDERTAKE TO COMPLY WITH THE REGULATIONS PERTAINING TO ADVERTISEMENT IN TERMS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED, WHILE MAKING THE OFFER. – <u>NOTED FOR COMPLIANCE</u>**

14. **WE ENCLOSE A NOTE EXPLAINING HOW THE PROCESS OF DUE DILIGENCE HAS BEEN EXERCISED BY US IN VIEW OF THE NATURE OF CURRENT BUSINESS BACKGROUND OR THE COMPANY, SITUATION AT WHICH THE PROPOSED BUSINESS STANDS, THE RISK FACTORS, PROMOTERS' EXPERIENCE, ETC.**

15. **WE ENCLOSE A CHECKLIST CONFIRMING REGULATION-WISE COMPLIANCE WITH THE APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED, CONTAINING DETAILS SUCH AS THE REGULATION NUMBER, ITS TEXT, THE STATUS OF COMPLIANCE, PAGE NUMBER OF THE DRAFT RED HERRING PROSPECTUS WHERE THE REGULATION HAS BEEN COMPLIED WITH AND OUR COMMENTS, IF ANY.**

16. **WE ENCLOSE STATEMENT ON 'PRICE INFORMATION OF PAST ISSUES HANDLED BY MERCHANT BANKERS (WHO ARE RESPONSIBLE FOR PRICING THIS OFFER)', AS PER FORMAT SPECIFIED BY THE BOARD THROUGH CIRCULAR.**

17. **WE CERTIFY THAT PROFITS FROM RELATED PARTY TRANSACTIONS HAVE ARISEN FROM LEGITIMATE BUSINESS TRANSACTIONS <u>– Complied with to the extent of the related party transactions certified by Kapoor & Parekh Associates (firm registration number: 104803W) pursuant to its certificate dated August 5, 2015.</u>**

The filing of this does not, however, absolve our company and the selling shareholders from any liabilities under section 34 or section 36 of the Companies Act or from the requirement of obtaining such statutory or other clearances as may be required for the purpose of the proposed offer. SEBI further reserves the right to take up, at any point of time, with the GCBRLMs any irregularities or lapses in this Draft Red Herring Prospectus.

All legal requirements pertaining to the Offer will be complied with at the time of filing of the Red Herring Prospectus with the RoC in terms of section 32 of the Companies Act, 2013.

All legal requirements pertaining to the Offer will be complied with at the time of registration of the Prospectus with the RoC in terms of sections 26, and 30 of the Companies Act, 2013.

CAUTION: DISCLAIMER STATEMENT OF OUR COMPANY, THE SELLING SHAREHOLDERS AND THE GCBRLMs

Our Company, the Selling Shareholders, our Directors and the GCBRLMs accept no responsibility for statements made otherwise than in this Draft Red Herring Prospectus or in the advertisement or any other material issued by or at the instance of our Company and that anyone placing reliance on any other source of information, including our Company's website 'www.alkemlabs.com' would be doing so at his or her own risk**.**

The Selling Shareholders assume responsibility only for the statements and undertakings made by it in this Draft Red Herring Prospectus about or in relation to itself and the Equity Shares being sold by it in the Offer.

The GCBRLMs accept no responsibility, save to the limited extent as provided in the Offer Agreement entered into between the GCBRLMs, our Company, the Selling Shareholders and the Underwriting Agreement to be entered into between the Underwriters, the Selling Shareholders and our Company.

All information shall be made available by our Company, the Selling Shareholders and the GCBRLMs to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner whatsoever including at road show presentations, in research or sales reports, at bidding centres or elsewhere.

Our Company, our Directors and officers, the Selling Shareholders and any member of the Syndicate are not liable for any failure in downloading the Bids due to faults in any software/ hardware system or otherwise.

The GCBRLMs and their respective associates and affiliates may engage in transactions with, and perform services for, our Company, the Selling Shareholders, affiliates or associates or Group Companies or third parties in the ordinary course of business and have engaged, or may in future engage, in investment banking transactions or other financial services with our Company, the Selling Shareholders, affiliates or associates or third parties, for which they have received, and may in future receive, compensation.

Caution

Investors who bid in this Offer will be required to confirm and will be deemed to have represented to our Company, the Selling Shareholders and the GCBRLMs and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares and will not offer, sell, pledge or transfer the Equity Shares to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares. Our Company, the Selling Shareholders, the GCBRLMs and their respective directors, officers, agents, affiliates and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares in the Offer.

Disclaimer in respect of jurisdiction

This Offer is being made in India to persons resident in India (including Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, HUFs, companies, other corporate bodies and societies registered under the applicable laws in India and authorized to invest in equity shares, Indian Mutual Funds registered with the SEBI, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to permission from the RBI), or trusts under the applicable trust laws, and who are authorized under their constitution to hold and invest in equity shares, public financial institutions as specified under section 2(72) of the Companies Act, 2013, venture capital funds, permitted insurance companies and pension funds, insurance funds set up and managed by the army and insurance funds set up and managed by Departments of Posts, India and, to permitted non-residents including Eligible NRIs, FIIs and FPIs.

This Draft Red Herring Prospectus does not, however, constitute an invitation to purchase shares offered hereby in any jurisdiction other than India to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Draft Red Herring Prospectus comes is required to inform himself or herself about, and to observe, any such restrictions. Any disputes arising out of this Offer will be subject to the jurisdiction of courts in Mumbai, India only.

No action has been or will be taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that the Draft Red Herring Prospectus has been filed with SEBI for its observations. Accordingly, the Equity Shares, represented thereby may not be offered or sold, directly or indirectly, and this Draft Red Herring Prospectus may not be distributed in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of this Draft Red Herring Prospectus nor any sale hereunder shall, under any circumstances create any implication that there has been no change in the affairs of our Company since the date hereof or that the information contained herein is correct as of any time subsequent to this date.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold (i) in the United States only to U.S. persons that are "qualified institutional buyers" (as defined in Rule 144A under the Securities Act and referred to in this Draft Red Herring Prospectus as "U.S. QIBs", which, for the avoidance of doubt, does not refer to a category of institutional investors defined under applicable Indian regulations and referred to in this Draft Red Herring Prospectus as "QIBs") acting for its own account or for the account of another U.S. QIB (which meets the other requirements set forth herein), in reliance on the exemption from registration under the Securities Act provided by Rule 144A under the Securities Act or another available exemption, and (ii) outside the United States, to non-U.S. persons in reliance on Regulation S under the Securities Act.

Price information of past issues handled by the GCBRLMs

I. Price information of past issues handled by Nomura

Nomura has not handled any public issues in the last three years.

II. Price information of past issues handled by Axis

Sl. No.	Issue Name	Issue Size (₹in million)	Issue price (₹)	Listing date	Opening price on listing date	Closing price on listing date	% Change in Price on listing date (Closing) vs. Issue Price	Benchmark index on listing date (Closing)	Closing price as on 10th calendar day from listing day	Benchmark index as on 10th calendar day from listing day (Closing)	Closing price as on 20th calendar day from listing day	Benchmark index as on 20th calendar day from listing day (Closing)	Closing price as on 30th calendar day from listing da	Benchmark index as on 30th calendar day from listing day (Closing)
1.	UFO Moviez India Limited	6,000.0	625.0	May 14, 2015	600.0	597.3	(4.40)%	8,224.2	591.4	8,370.3	562.3	8,236.5	552.0	7,982.9
2.	Inox Wind Limited[1]	10,205.3	325.0	April 9, 2015	400.0	438.4	34.9%	8,778.3	450.7	8,448.1	429.7	8,285.6	417.8	8,191.5
3.	Monte Carlo Fashions Limited	3,504.3	645.0	December 19, 2014	584.0	567.3	(12.1)%	8,225.2	526.6	8,246.3	511.4	8,234.6	476.0	8,550.7

Source: www.nseindia.com
[1] *Price for retail individual bidders and eligible employees was ₹310.00 per equity share*

Notes:
a. *The CNX NIFTY is considered as the Benchmark Index.*
b. *Price on NSE is considered for all of the above calculations.*
c. *In case 10th/20th/30th day is not a trading day, closing price on NSE of the next trading day has been considered.*

Summary statement of price information of past issues handled by Axis

Fiscal year	Total No. of IPOs	Total Funds Raised (₹in million)	No. of IPOs trading at discount on listing date			No. of IPOs trading at premium on listing date			No. of IPOs trading at discount as on 30th calendar day from listing day			No. of IPOs trading at premium as on 30th calendar day from listing day		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
2015-2016*	2	16,205.3	0	0	1	0	1	0	0	0	1	0	1	0
2014-2015	1	3,504.3	0	0	1	0	0	0	0	1	0	0	0	0
2013-2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-

** The information is as on the date of the Draft Red Herring Prospectus*
The information for each of the fiscal years is based on issues listed during such fiscal year.

III. Price information of past issues handled by J.P. Morgan

Sl. No.	Issue Name	Issue Size (₹in million)	Issue price (₹)	Listing date	Opening price on listing date	Closing price on listing date	% Change in Price on listing date (Closing) vs. Issue Price	Benchmark index on listing date (Closing)	Closing price as on 10th calendar day from listing day	Benchmark index as on 10th calendar day from listing day (Closing)	Closing price as on 20th calendar day from listing day	Benchmark index as on 20th calendar day from listing day (Closing)	Closing price as on 30th calendar day from listing da	Benchmark index as on 30th calendar day from listing day (Closing)
1.	Bharti Infratel Limited[1]	41,727.6	220.00	28-Dec-12	200.00	191.65	(12.89)%	5,908.35	207.4	5,988.4	204.95	6,039.20	210.30	6,074.80

Source: www.nseindia.com

[1] Price for retail individual investors was ₹210.00 per equity share and for anchor investors was ₹230.00
Notes:
- *a. The S&P CNX NIFTY is considered as the Benchmark Index.*
- *b. Price on NSE is considered for all of the above calculations.*

In case 10th/20th/30th day is not a trading day, closing price on NSE of the next trading day has been considered.

Summary statement of price information of past issues handled by J.P. Morgan India Private Limited:

fiscal year	Total No. of IPOs	Total Funds Raised (₹ million)	No. of IPOs trading at discount on listing date			No. of IPOs trading at premium on listing date			No. of IPOs trading at discount as on 30th calendar day from listing day			No. of IPOs trading at premium as on 30th calendar day from listing day		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
2015-2016	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2014-2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2013-2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2012-2013	1	41,727.6	-	-	1	-	-	-	-	-	1	-	-	-

Note: In the event that any day falls on a holiday, the price/ index of the next trading day has been considered.
The information for each of the fiscal years is based on issues listed during such fiscal year.

IV. Price information of past issues handled by Edelweiss

Sl. No.	Issue Name	Issue Size (₹in million)	Issue price (₹)	Listing date	Opening price on listing date	Closing price on listing date	% Change in Price on listing date (Closing) vs. Issue Price	Benchmark index on listing date (Closing)	Closing price as on 10th calendar day from listing day	Benchmark index as on 10th calendar day from listing day (Closing)	Closing price as on 20th calendar day from listing day	Benchmark index as on 20th calendar day from listing day (Closing)	Closing price as on 30th calendar day from listing da	Benchmark index as on 30th calendar day from listing day (Closing)
1.	Inox Wind Limited(1)	10,205.3	325.0	April 9, 2015	400.0	438.0	34.8%	28,885.2	450.8	27,886. 2	430.2	27,396.4	416.8	27,105.4
2.	Monte Carlo Fashions Limited	3,504.3	645.0	December 19, 2014	585.0	566.4	(12.2%)	27,371.8	526.4	27,395.7	503.4	26,908.8	473.9	28,262.0
3.	Sharda Cropchem Limited	3,518.6	156.0	September 23, 2014	254.1	231.5	48.4%	26,775.7	256.00	26,271.9	255.7	26,384.1	250.8	26,787.2

Sl. No.	Issue Name	Issue Size (₹in million)	Issue price (₹)	Listing date	Opening price on listing date	Closing price on listing date	% Change in Price on listing date (Closing) vs. Issue Price	Benchmark index on listing date (Closing)	Closing price as on 10th calendar day from listing day	Benchmark index as on 10th calendar day from listing day (Closing)	Closing price as on 20th calendar day from listing day	Benchmark index as on 20th calendar day from listing day (Closing)	Closing price as on 30th calendar day from listing da	Benchmark index as on 30th calendar day from listing day (Closing)
4.	Wonderla Holidays Limited	1,812.5	125.0	May 9, 2014	164.8	157.6	26.1%	22,994.2	167.0	24,363.1	210.1	24,556.1	216.0	25,580.2

(1)Discount of ₹15 per equity share offered to retail individual investors and eligible employees. All calculations are based on issue price of ₹325.00 per equity share.

Notes:
Source: www.bseindia.com
Based on date of listing
The benchmark index is S&P BSE Sensex.
In case 10th/20th/30th day is not a trading day, closing price on BSE of the next trading day has been considered.

Summary statement of price information of past public issues handled by Edelweiss*:*

fiscal year	Total No. of IPOs	Total Funds Raised (₹in million)	No. of IPOs trading at discount on listing date			No. of IPOs trading at premium on listing date			No. of IPOs trading at discount as on 30th calendar day from listing day			No. of IPOs trading at premium as on 30th calendar day from listing day		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
2015-2016*	1	10,205.3	-	-	-	-	1	-	-	-	-	-	1	-
2014-15	3	8,835.4	-	-	1	-	2	-	-	1	-	2	-	-
2013-14	-	-	-	-	-	-	-	-	-	-	-	-	-	-

** The information is as on the date of the Draft Red Herring Prospectus*

Track record of past issues handled by GCBRLMs

For details regarding the track record of the GCBRLMs to the Offer as specified in Circular reference CIR/ MIRSD/ 1/ 2012 dated January 10, 2012 issued by the SEBI, please refer to the websites of the GCBRLMs at www.nomuraholdings.com/company/group/asia/india/index.html, ww.axiscapital.co.in, www.jpmipl.com and www.edelweissfin.com.

Filing

A copy of this Draft Red Herring Prospectus has been filed with SEBI at Corporation Finance Department, SEBI Bhavan, Plot. No. C4-A, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051, Maharashtra, India.

All legal requirements pertaining to the Offer will be complied with at the time of filing of the Red Herring Prospectus with the RoC under section 32 of the Companies Act.

Listing

Applications have been made to the Stock Exchanges for permission to deal in and for an official quotation of the Equity Shares. [●] will be the Designated Stock Exchange with which the Basis of Allotment will be finalised.

If the permissions to deal in and for an official quotation of the Equity Shares are not granted by any of the Stock Exchanges mentioned above, our Company and Selling Shareholders will forthwith repay, all moneys received from the Bidders / Applicants in pursuance of the Red Herring Prospectus / Prospectus, as required by applicable law. If such money is not repaid within the prescribed time, then our Company, the Selling Shareholders and every officer in default shall be liable to repay the money, with interest, as prescribed under applicable law.

Our Company shall ensure that all steps for such completion of the necessary formalities for listing and commencement of trading at all Stock Exchanges mentioned above are taken within 12 Working Days of the Bid/ Offer Closing Date. The Selling Shareholders shall provide reasonable support and extend reasonable cooperation as required or requested by the Company to facilitate this process. If Equity Shares are not Allotted pursuant to the Offer within 12 Working Days from the Bid/ Offer Closing Date or within such timeline as prescribed by the

SEBI, the Company and Selling Shareholders shall repay without interest all monies received from applicants, failing which interest shall be due to be paid to the applicants at the rate of 15% per annum for the delayed period.

Disclaimer Clause of BSE

As required, a copy of this Draft Red Herring Prospectus has been submitted to BSE. The disclaimer clause as intimated by BSE to our Company, post scrutiny of this Draft Red Herring Prospectus, shall be included in the Red Herring Prospectus prior to the RoC filing.

Disclaimer Clause of NSE

As required, a copy of this Draft Red Herring Prospectus has been submitted to NSE. The disclaimer clause as intimated by NSE to our Company, post scrutiny of this Draft Red Herring Prospectus, shall be included in the Red Herring Prospectus prior to the RoC filing.

Consents

Consents in writing of: (a) our Directors, our Company Secretary and Compliance Officer, our Chief Executive Officer, our Chief Financial Officer, legal advisors, banker/ lenders to our Company; and (b) the GCBRLMs, the Syndicate member(s), the Escrow Collection Banks and the Registrar to the Offer to act in their respective capacities, have been obtained / will be obtained prior to filing of the Red Herring Prospectus with the RoC and filed along with a copy of the Red Herring Prospectus with the RoC as required under the Companies Act, 2013 and such consents shall not be withdrawn up to the time of delivery of the Red Herring Prospectus for registration with the RoC.

In accordance with the Companies Act, 2013 and the SEBI ICDR Regulations, our Statutory Auditors, B S R & Co. LLP, Chartered Accountants have given their written consent to the inclusion of their examination reports, each dated June 29, 2015 on Restated Standalone Financial Information and Restated Consolidated Financial Information and statement of tax benefits dated July 27, 2015, in the form and context included in this Draft Red Herring Prospectus and such consent have not been withdrawn as on the date of this Draft Red Herring Prospectus.

Experts to the Offer

Except as stated below, our Company has not obtained any expert opinions:

Our Company has received written consent from our Statutory Auditors namely, B S R & Co. LLP, Chartered Accountants, to include their name as an expert under section 26(1)(a)(v) of the Companies Act, 2013 in this Draft Red Herring Prospectus in respect of each of the reports dated June 29, 2015 on the Restated Standalone Financial Information, Restated Consolidated Financial Information and the statement of tax benefits dated July 27, 2015 included in this Draft Red Herring Prospectus and such consents have not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the Securities Act.

Offer Expenses

The expenses of this Offer include, among others, underwriting and management fees, selling commissions, printing and distribution expenses, legal fees, statutory advertisement expenses, registrar and depository fees and listing fees. For further details of Offer expenses, please refer to the chapter "*Objects of the Offer*" on page 98.

All expenses in relation to the Offer shall be shared between each of the Selling Shareholders in proportion to the Equity Shares being offered for sale in the Offer.

Fees Payable to the Syndicate

The total fees payable to the Syndicate (including underwriting commission and selling commission and reimbursement of their out-of-pocket expense) will be as per the engagement letters dated July 13,2015 with the GCBRLMs.

Commission payable to the Non-Syndicate Registered Brokers

For details of the commission payable to the Non-Syndicate Registered Brokers, please refer to the chapter "*Objects of the Offer*" on page 98.

Commission payable to the SCSBs

For details of the commission payable to the SCSBs, please refer to the chapter "*Objects of the Offer*" on page 98.

Fees Payable to the Registrar to the Offer

The fees payable to the Registrar to the Offer for processing of application, data entry, printing of Allotment Advice/ CAN/ refund order, preparation of refund data on magnetic tape, printing of bulk mailing register will be as per the agreement dated July 13, 2015 entered into, between our Company, the Selling Shareholders and the Registrar to the Offer, a copy of which is available for inspection at the Registered Office.

The Registrar to the Offer will be reimbursed for all out-of-pocket expenses including cost of stationery, postage, stamp duty and communication expenses. Adequate funds will be provided to the Registrar to the Offer to enable it to send refund orders or Allotment advice by registered post/ speed post/ under certificate of posting.

Particulars regarding public or rights issues by our Company during the last five years

Our Company has not made any public or rights issues during the five years preceding the date of this Draft Red Herring Prospectus.

Previous issues of Equity Shares otherwise than for cash

Except as disclosed in "*Capital Structure*" on page 71, our Company has not issued any Equity Shares for consideration otherwise than for cash.

Commission and Brokerage paid on previous issues of the Equity Shares

Since this is the initial public offering of Equity Shares, no sum has been paid or has been payable as commission or brokerage for subscribing to or procuring or agreeing to procure subscription for any of the Equity Shares since our Company's inception.

Previous capital issue during the previous three years by listed Group Companies and our Subsidiaries

None of our Group Companies, our Associate Companies and Subsidiaries have undertaken a capital issue in the last three years preceding the date of this Draft Red Herring Prospectus.

Performance vis-à-vis objects – Public/ rights issue of our Company, Associate Companies and/ or listed Group Companies and associates of our Company

Our Company, our Associate Companies and Subsidiaries have not undertaken any previous public issues. None of our Group Companies are listed.

Outstanding Debentures or Bonds

As on date, there are no outstanding debentures or bonds of our Company.

Outstanding Preference Shares

As on date, there are no outstanding preference shares of our Company.

Partly Paid-up Shares

The Company does not have any partly paid-up Equity Shares as on the date of this Draft Red Herring Prospectus.

Stock Market Data of Equity Shares

This being an initial public offer of our Company, the Equity Shares are not listed on any stock exchange.

Mechanism for Redressal of Investor Grievances

The agreement between the Registrar to the Offer, our Company and the Selling Shareholders provides for retention of records with the Registrar to the Offer for a period of at least three years from the last date of dispatch of the letters of Allotment, demat credit and refund orders to enable the investors to approach the Registrar to the Offer for redressal of their grievances.

All grievances related to the Non-ASBA process may be addressed to the Registrar to the Offer, quoting the full name of the sole or first Bidder, Bid cum application form number, Bidder's DPID, Client ID, PAN, number of equity shares applied for, date of Bid cum application form, name and address of the Syndicate member of the Registered Broker, where the bid was submitted, the cheque and draft number along with details of the issuing bank thereof.

All grievances relating to the ASBA process may be addressed to the Registrar to the Offer with a copy to the relevant SCSB and the Syndicate member(s) at the Specified Locations or the Non-Syndicate Registered Broker with whom the Bid cum Application Form was submitted. In addition to the information indicated above, the ASBA Bidder should also specify the Designated Branch or the collection centre of the SCSB or the address of the centre of the Syndicate member(s) at the Specified Locations or the Non-Syndicate Registered Broker at the Broker Centre where the Bid cum Application Form was submitted by the ASBA Bidder.

Further, with respect to the Bid cum Application Forms submitted with the Non-Syndicate Registered Brokers, the investor shall also enclose the acknowledgment from the Non-Syndicate Registered Broker in addition to the documents/ information mentioned hereinabove.

Disposal of Investor Grievances by our Company

Our Company estimates that the average time required by our Company or the Registrar to the Offer or the SCSB in case of ASBA Bidders, for the redressal of routine investor grievances shall be 10 Working Days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

Our Company has appointed a Stakeholders' Relationship Committee comprising

Name of the director	Designation in the committee
Ranjal Laxmana Shenoy	Chairman
Dhananjay Kumar Singh	Member
Sandeep Singh	Member
Mangaldas Chhaganlal Shah	Member

For details, please refer to the chapter "*Our Management*" on page 163.

Our Company has also appointed Mr. Manish Narang, Senior Vice President, Legal, Company Secretary and Compliance Officer of our Company as the Compliance Officer for the Offer and he may be contacted in case of any pre-Offer or post-Offer related problems at the following address:

Mr. Manish Narang,
Senior Vice President, Legal, Company Secretary and Compliance Officer

Alkem House,
Senapati Bapat Marg,
Lower Parel,
Mumbai - 400 013,
Maharashtra, India.

Tel No: +91 22 3982 9999
Fax No: +91 22 2492 7190
E-mail: investors@alkem.com

Our Company has not received any investor complain in the three years preceding the filing of the Draft Redding Prospectus.

Changes in the auditors during last three years and reasons thereof

Except as stated below, there have been no changes in our auditors in three years prior to the date of the Draft Red Herring Prospectus:

Name of the Auditor	Date of Appointment/ Resignation	Reason for change
R.S. Sanghai & Associates	August 18, 2014	Retirement
B S R & Co. LLP	August 18, 2014	Appointment at AGM

Capitalisation of reserves or profits during the last five years

Except as stated below our Company has not capitalized its reserves since inception.

1. During the year 1994-95, 2,891,200 Equity Shares of ₹10 each were allotted as fully paid up equity shares of by capitalization of general reserve.
2. During the year 2006-07, 5,978,250 Equity Shares of ₹10 each were allotted as fully paid up equity shares by capitalization of general reserve.
3. During the year 2014-15, 59,782,500 Equity Shares of ₹2 each were allotted as fully paid up Equity Shares by capitalization of general reserve.

Revaluation of assets during the last five years

Our Company has not revalued its assets since inception.

SECTION VII: OFFER INFORMATION

OFFER STRUCTURE

Initial public offering of up to 12,853,442 Equity Shares of face value of ₹2 each for cash at a price of ₹[●] per Equity Share through an offer for sale, aggregating up to ₹[●] million, through the Book Building Process. The Offer consists of a Net Offer of up to [●] Equity Shares to the public and an Employee Reservation Portion of up to [●] Equity Shares for subscription by Eligible Employees on a competitive basis.

The Offer will constitute up to 10.75% of the total post-Offer paid-up equity capital of our Company and the Net Offer will constitute [●] % of the total post-Offer paid-up equity capital of our Company. The Offer is being made through the Book Building Process:

Particulars	Eligible Employees	QIBs[@]	Non-Institutional Investors	Retail Individual Investors
Number of Equity Shares available for allocation/ Allotment*	Up to [●] Equity Shares.	[●] Equity Shares or Net Offer less allocation to Non-Institutional Investors and Retail Individual Investors.	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Retail Individual Investors.	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Non-Institutional Investors.
Percentage of the Offer Size available for allocation/ Allotment	Up to [●] % of the Offer. The Employee Reservation Portion comprises approximately [●] % of our Company's post-Offer paid-up Equity Share capital.	50% of Net Offer Size shall be allocated to QIBs. However, up to 5% of the Net QIB Portion shall be available for allocation proportionately to Mutual Funds only. Up to 60% of the QIB Portion may be available for allocation to Anchor Investors and one-third of the Anchor Investor Portion shall be available for allocation to domestic Mutual Funds.**	Not less than 15% of the Net Offer.	Not less than 35% of the Net Offer.
Basis of allocation/ Allotment, if respective category is oversubscribed	Proportionate.	Proportionate as follows: (a) [●] Equity Shares, constituting 5% of the Net QIB Portion, shall be available for allocation on a proportionate basis to Mutual Funds; (b) [●] Equity Shares shall be allotted on a proportionate basis to all QIBs (except to Anchor Investors) including Mutual	Proportionate.	Not less than the minimum Bid Lot (subject to availability of Equity Shares), and the remaining Equity Shares, if any, shall be alloted on a proportionate basis[#].

Particulars	Eligible Employees	QIBs@	Non-Institutional Investors	Retail Individual Investors
		Funds receiving allocation as per (a) above.		
Minimum Bid	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	Such number of Equity Shares and in multiples of [●] Equity Shares thereafter such that the Bid Amount exceeds ₹200,000.	Such number of Equity Shares that the Bid Amount exceeds ₹200,000 and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.
Maximum Bid	Such number of Equity Shares in multiples of [●] so as to ensure that the Bid Amount does not exceed ₹200,000.	Not exceeding the size of the Net Offer subject to regulations as applicable to the Bidder.	Not exceeding the size of the Net Offer subject to regulations as applicable to the Bidder.	Such number of Equity Shares in multiples of [●] so as to ensure that the Bid Amount does not exceed ₹200,000.
Mode of bidding	Through ASBA and non-ASBA.	Through ASBA only.	Through ASBA only.	Through ASBA and non-ASBA only.
Mode of Allotment	Compulsorily in dematerialized form.	Compulsorily in dematerialized form.	Compulsorily in dematerialized form.	Compulsorily in dematerialized form.
Bid Lot	[●] Equity Shares in multiples of [●] Equity Shares thereafter.	[●] Equity Shares in multiples of [●] Equity Shares thereafter.	[●] Equity Shares in multiples of [●] Equity Shares thereafter.	[●] Equity Shares in multiples of [●] Equity Shares thereafter.
Allotment Lot	[●] Equity Shares and in multiples of one Equity Shares.	[●] Equity Shares and in multiples of one Equity Shares thereafter.	[●] Equity Shares and in multiples of one Equity Shares thereafter.	[●] Equity Shares and in multiples of one Equity Shares.
Trading Lot	One Equity Share.	One Equity Share.	One Equity Share.	One Equity Share.
Who can Apply***	Eligible Employees.	(i) a Mutual Fund; (ii) a FII and subaccount (other than a sub account which is a foreign corporate or foreign individual), registered with SEBI; (iii) a FPI other than Category III foreign portfolio investors, (iv) public financial institution as defined in section 2(72) of the Companies Act, 2013; (v) AIFs, (vi) a scheduled commercial bank; (vii) a multilateral and bilateral development financial institution; (viii) a state industrial development corporation; (ix) an insurance company registered with the Insurance Regulatory and Development Authority; (x) a	Resident Indian individuals, Eligible NRIs, HUF (applying through the Karta), companies, corporate bodies, scientific institutions, societies trusts, sub accounts of FIIs registered with SEBI, which are foreign corporate or foreign individuals and category III foreign portfolio investors.	Resident Indian individuals, Eligible NRIs, HUF (applying through the Karta).

Particulars	Eligible Employees	QIBs@	Non-Institutional Investors	Retail Individual Investors
		provident fund with minimum corpus of ₹250 million; (xi) a pension fund with minimum corpus of ₹250 million; (xii) National Investment Fund set up by resolution no. F. No. 2/ 3/ 2005 DDII dated November 23, 2005 of the Government of India published in the gazette of India; (xiii) insurance funds set up and managed by army, navy or air force of the Union of India; and (xiv) insurance funds set up and managed by the Department of Posts, India eligible for Bidding in the Offer.		
Terms of Payment##	Full Bid Amount shall be payable at the time of submission of the Bid cum Application Form either through ASBA or through the Non-ASBA Process.	Full Bid Amount shall be payable at the time of submission of the Bid cum Application Form through the ASBA Process (other than for Anchor Investors).	Full Bid Amount shall be payable at the time of submission of the Bid cum Application Form through the ASBA Process.	Full Bid Amount shall be payable at the time of submission of the Bid cum Application Form either through ASBA or through the Non-ASBA Process.

@ *Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors. For details, please refer to the chapter "Offer Procedure" on page 476.*

* *Subject to valid Bids being received at or above the Offer Price pursuant to Rule 19 (2) (b) (iii) of the SCRR, the Net Offer is being made for at least 10% of the post-Offer paid-up Equity Share capital of our Company. The Offer is being made through the Book Building Process, wherein 50% of the Net Offer will be available for allocation to QIBs on a proportionate basis, provided that our Company and the Selling Shareholders may, in consultation with the GCBRLMs, allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Offer Price to the Anchor Investor, on a discretionary basis subject to valid bids being received at Anchor Investor Offer Price. Further, not less than 15% of the Net Offer will be available for allocation on a proportionate basis to Non-Institutional Investors, subject to valid Bids being received at or above the Offer Price and not less than 35% of the Net Offer will be available for allocation to Retail Individual Investors in accordance with SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Allotment of Equity Shares to each of the Retail Individual Investors shall not be less than the minimum Bid Lot, subject to availability of Equity Shares in the Retail Category and the remaining available Equity Shares, if any, shall be alloted on a proportionate basis. Any unsubscribed portion in any reserved category shall be added to the Net Offer. In case of under-subscription, if any, in Non-Institutional and Retail Individual categories, the under subscription would be allowed to be met with spill over inter-se from any other categories, at the discretion of our Company and Selling Shareholders in consultation with the GCBRLMs and subject to applicable provisions of SEBI ICDR Regulations. However, under-subscription in the Net QIB Portion would not be allowed to be met with spill-over from any other category.*

** *Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Bid cum Application Forms. In case the Anchor Investor Offer Price is lower than the Offer Price, the balance amount will be payable as per pay-in date mentioned in the revised CAN.*

*** *In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such First Bidder* *would be required in the Bid cum Application Form and such First Bidder would be deemed to have signed on behalf of the joint holders.*

Bidders will be required to confirm and will be deemed to have represented to our Company, the GCBRLMs, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares in this Offer.

[#] *In case of oversubscription in Retail Category, maximum number of Retail Individual Investors who can be Allotted the minimum Bid Lot will be computed by dividing the total number of Equity Shares available for Allotment to Retail Individual Investors by the minimum Bid Lot ("Retail – Bid Lot Allottees"). The Allotment to Retail Individual Investors will then be made in the following manner:*

i. *In the event the number of Retail Individual Investors who have submitted valid Bids in the Net Offer is equal to or less than Retail – Bid Lot Allottees, (i) all such Retail Individual Investors shall be Allotted the minimum Bid Lot; and (ii) the balance Equity Shares, if any, remaining in the Retail Portion shall be Allotted on a proportionate basis to those Retail Individual Investors who have applied for more than the minimum Bid Lot, for the balance demand of the Equity Shares Bid by them (i.e. the difference between the Equity Shares Bid and the minimum Bid Lot).*

ii. *In the event number of Retail Individual Investors who have submitted valid Bids in the Net Offer is more than the Retail – Bid Lot Allottees, those Retail Individual Investors, who will be Allotted the minimum Bid Lot shall be determined the basis of draw of lots. In the event of a draw of lots, Allotment will only be made to such Retail Individual Investors who are successful pursuant to such draw of lots.*

[##] *In case of ASBA Bidders, the SCSB shall be authorised to block such funds in the bank account of the ASBA Bidder that is specified in the Bid cum Application Form.*

Employee Discount

Employee Discount, if any, will be offered to Eligible Employees bidding in the Employee Reservation Portion, at the time of making the Bid. Eligible Employees bidding in the Employee Reservation Portion at a price within the Price Band can make payment at Bid Amount, i.e. Bid Amount net of Employee Discount, at the time of making a Bid. Eligible Employees bidding in the Employee Reservation Portion at the Cut-Off Price have to ensure payment at the Cap Price, less Employee Discount, at the time of making a Bid. Eligible Employees bidding in the Employee Reservation Portion must ensure that the Bid Amount i.e. Bid Amount less Employee Discount does not exceed ₹200,000.

Retail Discount

Retail discount, if any, of [●]% to the Floor Price will be offered to Retail Individual Investors. The rupee amount of the Retail Discount will be decided by our Company and the Selling Shareholders in consultation with the GCBRLMs and will be advertised at least five Working Days prior to the Bid/ Offer Opening Date.

Withdrawal of the Offer

Our Company and the Selling Shareholders, in consultation with the GCBRLMs, reserve the right not to proceed with the Offer at any time after the Bid/ Offer Opening Date but before the Board meeting for Allotment. In such an event our Company and the Selling Shareholders would issue a public notice in the newspapers, in which the pre-Offer advertisements were published, within two days of the Bid/ Offer Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Offer. The GCBRLMs, through the Registrar to the Offer, shall notify the SCSBs to unblock the bank accounts of the ASBA Bidders within one day of receipt of such notification. Our Company shall also promptly inform the Stock Exchanges on which the Equity Shares were proposed to be listed.

If our Company and the Selling Shareholders withdraw the Offer after the Bid/ Offer Closing Date and thereafter determine that they will proceed with an issue of our Company's Equity Shares or Offer by shareholders, our Company shall file a fresh draft red herring prospectus with SEBI.

Notwithstanding the foregoing, the Offer is also subject to obtaining (i) the final listing and trading approvals of the Stock Exchanges, which our Company shall apply for after Allotment, and (ii) the final RoC approval of the Prospectus after it is filed with the RoC.

Bid/ Offer Programme

OFFER OPENS ON:	**[●]***
OFFER CLOSES ON (FOR QIBS) **:	**[●]**
OFFER CLOSES ON (FOR ALL BIDDERS, OTHER THAN QIBs)	**[●]**

**Our Company and the Selling Shareholders may, in consultation with the GCBRLMs, consider participation by Anchor Investors. The Anchor Investor shall bid in the Anchor Investor Bid/ Offer Period i.e. one Working Day prior to the Bid/ Offer Opening Date.*
***Our Company and the Selling Shareholders, may, in consultation with the GCBRLMs, consider closing the Bid / Offer Period for QIBs one day prior to the Bid / Offer Closing Date in accordance with the SEBI ICDR Regulations.*

An indicative timetable in respect of the Offer is set out below:

Event	Indicative Date*
Bid/ Offer Closing Date	On or about [●]
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about [●]
Initiation of refunds/ un-blocking of ASBA Accounts	On or about [●]
Credit of Equity Shares to demat accounts of Allottees	On or about [●]
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about [●]

**Investors are requested to refer the SEBI Circular - CIR/ CFD/ DIL/ 1/ 2011 dated April 29, 2011 for the indicative time lines for the various post-Offer activities.*

The above timetable is indicative and does not constitute any obligation or liability on our Company, the Selling Shareholders or the GCBRLMs. Whilst our Company and the Selling Shareholders shall use best efforts to ensure that all steps for the completion of the necessary formalities for the listing and the commencement of trading of the Equity Shares on the Stock Exchanges are taken within 12 Working Days of the Bid/ Offer Closing Date, the timetable may change due to various factors, such as extension of the Bid/ Offer Period by our Company, revision of the Price Band or any delays in receiving the final listing and trading approval from the Stock Exchanges. The commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchanges and in accordance with the applicable laws. The Selling Shareholders confirm that theyshall extend all reasonable co-operation required by our Company, for the completion of the necessary formalities for listing and commencement of trading of the Equity Shares at the Stock Exchanges within 12 Working Days from the Bid/ Offer Closing Date.

Except in relation to the Bids received from the Anchor Investors, Bids and any revision in Bids shall be accepted **only between 10.00 a.m. and 5.00 p.m**. (Indian Standard Time) during the Bid/ Offer Period (except the bid/ Offer Closing Date) as mentioned above at the Bidding Centres mentioned in the Bid-cum-Application Form or, in case of Bids submitted through ASBA, the Designated Branches of the SCSBs at the branches of the members of the Syndicate at the Syndicate ASBA Centres or at the Non-Syndicate Broker Centres, as the case may be. **Except in case where the Bidding by the QIB Bidders is closed one day prior to the Bid/ Offer Closing Date, on the Bid/ Offer Closing Date, Bids (excluding ASBA Bidders) shall be accepted until 3.00 p.m. and uploaded until (a) 5.00 p.m. or such extended time as permitted by the Stock Exchanges in case of Bids by Retail Individual Investors and Eligible Employees applying in the Employee Reservation Portion and (b) up to 4.00 p.m. for Bids by QIB Bidders and Non-Institutional Investors**. It is clarified that Bids not uploaded in the electronic bidding system, would be rejected. Bids by ASBA Bidders shall be uploaded by the SCSB in the electronic system to be provided by BSE and NSE.

QIB Bidders and Non-Institutional Investors shall neither withdraw nor revise their Bids so as to lower the size of their Bid at any stage after they have Bid for the Offer. QIB Bidders and Non-Institutional Investors may revise their Bids upwards (in terms of quantity of Equity Shares or the Bid Amount) during the Bid/ Offer Period. Such upward revision must be made using the Revision Form. Retail Individual Investors and by Eligible Employees bidding in the Employee Reservation Portion may either withdraw or revise their Bids until finalisation of the Allotment.

On the Bid/ Offer Closing Date, extension of time may be granted by the Stock Exchanges only for uploading the Bids received by Retail Individual Investors and Eligible Employees after taking into account the total number of Bids received and as reported by the GCBRLMs to the Stock Exchanges.

Due to limitation of time available for uploading the Bids on the Bid/ Offer Closing Date, Bidders are advised to submit their Bids one day prior to the Bid/ Offer Closing Date and, in any case, no later than 1.00 p.m. (IST) on the Bid/ Offer Closing Date. All times mentioned in this Draft Red Herring Prospectus are Indian Standard Times. Bidders are cautioned that in the event a large number of Bids are received on the Bid/ Offer Closing Date, as is typically experienced in public offerings, some Bids may not get uploaded due to lack of sufficient time. Such Bids that cannot be uploaded will not be considered for allocation under the Offer. Bids will be accepted only on Working Days. Neither our Company or Selling Shareholders nor any member of the Syndicate is liable for any failure in uploading the Bids due to faults in any software/ hardware system or otherwise.

Revisions, if any, in the Price Band, will be determined by our Company and Selling Shareholders in consultation with the GCBRLMs and will be determined during the Bid/ Offer Period, provided that the Cap Price shall be less than or equal to 120% of the Floor Price and the Floor Price shall not be less than the face value of the Equity Shares. The revision in Price Band shall not exceed 20% on the either side i.e. the Floor Price can move up or down to the extent of 20% of the Floor Price and the Cap Price will be revised accordingly.

In case of revision of the Price Band, the Bid/ Offer Period will be extended for at least three additional Working Days after revision of Price Band subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release and also by indicating the changes on the websites of the GCBRLMs and at the terminal of the Syndicate member(s).

In case of discrepancy in the data entered in the electronic book *vis-à-vis* the data contained in the physical Bid cum Application Form, for a particular Bidder, the details as per the Bid file received from the Stock Exchanges may be taken as the final data for the purpose of Allotment.

TERMS OF THE OFFER

The Equity Shares being issued and transferred pursuant to the Offer are subject to the provisions of the Companies Act, the Memorandum and Articles of Association of our Company, SEBI ICDR Regulations, the SCRA, the SCRR, conditions of RBI approval, if any, the Red Herring Prospectus and Prospectus, Bid cum Application Form, the Revision Form, the Allotment Advice, the CAN and other terms and conditions as may be incorporated in the Allotment Advice, and other documents/ certificates that may be executed in respect of the Offer. The Equity Shares shall also be subject to laws as applicable, guidelines, notifications and regulations relating to the issue of capital and listing and trading of securities issued from time to time by SEBI, Government of India, Stock Exchanges, RBI, RoC and / or other authorities, as in force on the date of the Offer and to the extent applicable or such other conditions as may be prescribed by SEBI or any other authorities while granting its approval for the Offer.

Ranking of Equity Shares

The Equity Shares being issued and transferred pursuant to the Offer shall be subject to the provisions of the Memorandum and Articles of Association and the Companies Act, and shall rank *pari passu* in all respects with the other existing Equity Shares of our Company including in respect of the rights to receive dividends. The Allottees of the Equity Shares in this Offer shall be entitled to dividends and other corporate benefits, if any, declared by our Company after the date of Allotment. For further details, please refer to the chapter "*Main Provisions of the Articles of Association*" on page 526.

Mode of payment of dividend

Our Company shall pay dividend, if declared, to our shareholders as per the provisions of the Companies Act, the Memorandum and Articles of Association and the Listing Agreement to be entered into with the Stock Exchanges. In respect of the Offer for Sale, all dividends, if any, declared by our Company after the date of Allotment, will be payable to the Bidders who have been issued and allotted Equity Shares in such Offer for the entire year. Please refer to the chapters "*Dividend Policy*" and "*Main Provisions of the Articles of Association*" on pages 212 and 526, respectively.

Face Value and Offer Price

The face value of each Equity Share is ₹2. The Floor Price of Equity Shares is ₹[●] per Equity Share and the Cap Price is ₹[●] per Equity Share. The Offer Price is ₹[●] per Equity Share. The Anchor Investor Offer Price is ₹[●] per Equity Share.

The Price Band, Employee Discount, Retail Discount and the minimum Bid Lot for the Offer will be decided by our Company and Selling Shareholders in consultation with the GCBRLMs and advertised in an English national newspaper [●], [●] edition of the Hindi national newspaper [●], and [●] edition of the Marathi newspaper [●], each with wide circulation, a regional newspaper with wide circulation, at least five Working Days prior to the Bid/ Offer Opening Date. The Price Band, along with the relevant financial ratios calculated at the Floor Price and at the Cap Price, shall be pre-filled in the Bid cum Application Forms available at the websites of the Stock Exchanges.

At any given point of time there shall be only one denomination of Equity Shares, subject to applicable law.

Rights of the Equity Shareholder

Subject to applicable laws, the equity shareholders shall have the following rights:

- Right to receive dividend, if declared;
- Right to attend general meetings and exercise voting powers, unless prohibited by law;
- Right to vote on a poll either in person or by proxy in accordance with the requirements of the Companies Act, 2013;
- Right to receive offers for rights shares and be allotted bonus shares, if announced;

- Right to receive surplus on liquidation subject to any statutory and other preferential claims being satisfied;

- Right of free transferability of their Equity Shares, subject to applicable law, including RBI rules and regulations, if any; and

- Such other rights, as may be available to a shareholder of a listed public company under the Companies Act, the terms of the Listing Agreements to be executed with the Stock Exchanges, and the Memorandum and Articles of Association of our Company.

For a detailed description of the main provisions of the Articles of Association such as those dealing with voting rights, dividend, forfeiture and lien, transfer and transmission and/ or consolidation / splitting, please refer to the chapter "*Main provision of the Articles of Association*" on page 526.

Market Lot and Trading Lot

Under section 29 of the Companies Act, 2013, the Equity Shares shall be allotted only in dematerialized form. In terms of the SEBI ICDR Regulations, the trading in the Equity Shares shall only be in dematerialized form. Since trading of the Equity Shares is in dematerialized mode, the tradable lot is one Equity Share. Allocation and Allotment of Equity Shares through this Offer will be done only in electronic form, in multiple of one Equity Share, subject to a minimum Allotment of [●] Equity Shares. For details of allocation and allotment, please refer to the chapter "*Offer Procedure*" on page 476.

Compliance with SEBI ICDR Regulations

Our Company shall comply with all disclosure and accounting norms as specified by SEBI from time to time.

Nomination Facility to the Investor

In accordance with section 72 of the Companies Act, 2013, the sole or First Bidder, along with other Joint Bidders, may nominate any one person in whom, in the event of the death of Sole Bidder or in case of Joint Bidders, death of all the Bidders, as the case may be, the Equity Shares Allotted, if any, shall vest. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall in accordance with section 72 of the Companies Act, 2013 be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to Equity Share(s) in the event of his or her death during the minority. A nomination shall stand rescinded upon a sale/ transfer/ alienation of Equity Share(s) by the person nominating. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Company's Registered / Corporate Office or to our Registrar and Transfer Agents.

Any person who becomes a nominee by virtue of the provisions of section 72 of the Companies Act, 2013, shall upon the production of such evidence as may be required by the Board, elect either:

1. to register himself or herself as the holder of the Equity Shares; or

2. to make such transfer of the Equity Shares, as the deceased holder could have made.

Further, our Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 90 days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the Equity Shares, until the requirements of the notice have been complied with.

Since the Allotment of Equity Shares in the Offer will be made only in dematerialized mode, there is no need to make a separate nomination with us. Nominations registered with respective depository participant of the applicant would prevail. If the investors require changing the nomination, they are requested to inform their respective depository participant.

Minimum Subscription

The requirement of minimum subscription is not applicable to the Offer. In accordance with Regulation 26(4) of the SEBI ICDR Regulations, our Company shall ensure that the number of prospective Allottees to whom the Equity Shares will be Allotted will be not less than 1,000.

Arrangement for disposal of odd lot

Since the Equity Shares will be traded in dematerialized form only, the marketable lot for the Equity Shares will be one and hence, no arrangements for disposal of odd lots are required.

Restriction on transfer of Equity Shares

Except for lock-in of pre-Offer equity shareholding, Promoters minimum contribution and lock-in of Equity Shares Alloted to Anchor Investor, as detailed in the chapter "*Capital Structure - Build-up of Promoters' Shareholding, Promoters' contribution and Lock-in*" on page 74, and except as provided in the Articles of Association, there are no restrictions on transfers of Equity Shares. There are no restrictions on transmission of Equity Shares and on their consolidation/ splitting except as provided in the Articles of Association. Please refer to the chapter "*Main Provisions of the Articles of Association*" on page 526.

Option to receive Equity Shares in dematerialized form

In accordance with the SEBI ICDR Regulations, Allotment of Equity Shares to successful Bidders will only be in the dematerialized form. Bidders will not have the option of Allotment of the Equity Shares in physical form. The Equity Shares on Allotment will be traded only on the dematerialized segment of the Stock Exchanges. Allottees shall have the option to re-materialise the Equity Shares, if they so desire, as per the provisions of the Companies Act, 2013 and the Depositories Act.

OFFER PROCEDURE

*All Bidders should review the General Information Document for Investing in Public Issues prepared and issued in accordance with the circular (CIR/ CFD/ DIL/ 12/ 2013) dated October 23, 2013 notified by SEBI ("**General Information Document**") included below under " – Part B - General Information Document", which highlights the key rules, processes and procedures applicable to public issues in general in accordance with the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the SEBI ICDR Regulations. The General Information Document has been updated to include reference to the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014 and certain notified provisions of the Companies Act, 2013, to the extent applicable to a public issue, read with the rules thereto. The General Information Document is also available on the websites of the Stock Exchanges and the GCBRLMs. Please refer to the relevant portions of the General Information Document which are applicable to this Offer.*

Our Company, the Selling Shareholders and the Syndicate do not accept any responsibility for the completeness and accuracy of the information stated in this chapter and the General Information Document. Bidders are advised to make their independent investigations and ensure that their Bids do not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or as specified in the Red Herring Prospectus and the Prospectus.

PART A

Book Building Procedure

This Offer is being made pursuant to Rule 19 (2)(b) (iii) of the SCRR for at least 10% of the post-Offer paid-up capital of our Company. This Offer is being made pursuant to Regulation 26(1) of the SEBI ICDR Regulations through the Book Building Process wherein 50% of the Net Offer shall be available for allocation to QIBs on a proportionate basis, provided that our Company and the Selling Shareholders, may in consultation with the GCBRLMs, allocate, up to 60% of the QIB Portion to Anchor Investors on a discretionary basis and at least one-third of the Anchor Investor Portion shall be available for allocation to domestic Mutual Funds. Out of the Net QIB Portion (QIB Portion minus the number of shares applied for by the Anchor Investors), 5% shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid bids being received from them at or above the Offer Price. Further, not less than 15% of the Net Offer would be available for allocation to Non-Institutional Investors on a proportionate basis and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. [●] Equity Shares shall be available for allocation on a proportionate basis to Eligible Employees bidding in the Employee Reservation Portion, subject to valid bids being received at or above the Offer Price net of Employee Discount. However, the value of Allotment to any Eligible Employee shall not exceed ₹200,000.

Any unsubscribed portion in Employee Reservation Portion shall be added to the Net Offer. In case of under-subscription in the Net Offer category, spill-over to the extent of under-subscription shall be permitted from the reserved category to the Net Offer. Under-subscription, if any in any category, except QIB Portion, would be allowed to be met with spill-over from any other category or combination of categories at the discretion of our Company and the Selling Shareholders in consultation with the GCBRLMs and the Designated Stock Exchange.

Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialised form. The Bid cum Application Forms which do not have the details of the Bidders' depository account, including the DP ID Numbers and the beneficiary account number shall be treated as incomplete and rejected. Bid cum Application Forms which do not have the details of the Bidders' PAN, (other than Bids made on behalf of the Central and the State Governments, residents of the state of Sikkim and official appointed by the courts) shall be treated as incomplete and are liable to be rejected. Bidders will not have the option of being Allotted Equity Shares in physical form. The Equity Shares on Allotment shall be traded only in the dematerialised segment of the Stock Exchanges.

Bid cum Application Form

Please note that there is a common Bid cum Application Form for ASBA Bidders as well as for non-ASBA Bidders. Copies of the Bid cum Application Form and the abridged prospectus will be available at the offices of the GCBRLMs, the Syndicate member(s), the Non-Syndicate Registered Brokers, the SCSBs and the Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available on the websites of the SCSBs, NSE (www.nseindia.com) and BSE (www.bseindia.com) and the terminals of the Non-Syndicate Registered Brokers. Physical Bid cum Application Forms for Anchor Investors shall be made available at the offices of the GCBRLMs.

Retail Individual Investors and Eligible Employees bidding in the Employee Reservation Portion may Bid through the ASBA process at their discretion. However, QIBs (excluding Anchor Investors) and Non-Institutional Investors must compulsorily use the ASBA process to participate in the Offer. Anchor Investors are not permitted to participate in the Offer through the ASBA Process.

ASBA Bidders must provide bank account details in the relevant space provided in the Bid cum Application Form and the Bid cum Application Form that does not contain such details are liable to be rejected. In relation to non-ASBA Bidders, the bank account details shall be available from the depository account on the basis of the DP ID, Client ID and PAN provided by the non-ASBA Bidders in their Bid cum Application Form.

Bidders shall ensure that the Bids are made on Bid cum Application Forms bearing the stamp of a member of the Syndicate or the Non-Syndicate Registered Broker or the SCSBs, as the case may be, submitted at the Bidding centres only (except in case of electronic Bid cum Application Forms) and the Bid cum Application Forms not bearing such specified stamp are liable to be rejected.

The prescribed colour of the Bid cum Application Form for the various categories is as follows:

Category	**Colour of Bid cum Application Form***
Resident Indians and Eligible NRIs applying on a non-repatriation basis	White
Eligible NRIs, FIIs, FPIs, or FVCIs, registered Multilateral and Bilateral Development Financial Institutions applying on a repatriation basis	Blue
Anchor Investors	White
Eligible Employees	[●]

** Excluding electronic Bid cum Application Form*

Who can Bid?

In addition to the category of Bidders set forth under ***"- General Information Document for Investing in Public Offers - Category of Investors Eligible to participate in an Offer"***, the following persons are also eligible to invest in the Equity Shares under all applicable laws, regulations and guidelines, including:

- FPIs other than Category III Foreign Portfolio Investor;

- Eligible employees bidding in the Employee Reservation Portion;

- Category III Foreign Portfolio Investors, which are foreign corporates or foreign individuals only under the Non Institutional Investors category; and

- Scientific and/ or industrial research organisations authorised in India to invest in the Equity Shares.

Participation by associates and affiliates of GCBRLMs and Syndicate member(s)

The GCBRLMs and the Syndicate member(s) shall not be entitled to purchase in this Offer in any manner except towards fulfilling their underwriting obligations. Associates and affiliates of the GCBRLMs and the Syndicate member(s) may subscribe to or acquire Equity Shares in the Offer, including in the Net QIB Portion or Non-Institutional Portion as may be applicable to such Bidder, where the allocation is on a proportionate basis. Such bidding and subscription may be on their own account or on behalf of their clients.

The GCBRLMs and any persons related to the GCBRLMs (other than Mutual Funds sponsored by entities related to the GCBRLMs) or our Promoters and the Promoter Group cannot apply in the Offer under the Anchor Investor Portion. All categories of investors, including associates and affiliates of GCBRLMS and Syndicate member(s), shall be treated equally for the purpose of allocation to be made on a proportionate basis.

Bids by Mutual Funds

In case of Bids made by Mutual Funds, a certified copy of their certificate of registration issued by SEBI must be attached to the Bid cum Application Form. Failing this, our Company and the Selling Shareholders reserve the right to reject any Bid without assigning any reason thereof. An eligible Bid by a Mutual Fund shall first be considered for allocation proportionately in the Mutual Fund Portion. In the event that the demand in the Mutual Fund Portion is greater than [●] Equity Shares in the Mutual Funds Portion, allocation shall be made to Mutual Funds proportionately, to the extent of the Mutual Fund Portion. The remaining demand by the Mutual Funds shall, as part of the aggregate demand by QIBs, be available for allocation proportionately out of the remainder of the Net QIB Portion, after excluding the allocation in the Mutual Fund Portion.

Bids made by asset management companies or custodians of Mutual Funds shall specifically state names of the concerned schemes for which such Bids are made.

One-third of the Anchor Investor Portion shall be reserved for allocation to domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors.

No mutual fund scheme shall invest more than 10% of its net asset value in the equity shares or equity related instruments of any single company provided that the limit of 10% shall not be applicable for investments in index funds or sector or industry specific funds. No mutual fund under all its schemes should own more than 10% of any company's paid-up share capital carrying voting rights. These limits would have to be adhered to by the mutual funds for investment in this Offer.

In case of a mutual fund, a separate Bid can be made in respect of each scheme of the mutual fund registered with SEBI and such Bids in respect of more than one scheme of the mutual fund will not be treated as multiple Bids provided that the Bids clearly indicate the scheme concerned for which the Bid has been made.

Bids by Eligible NRIs

Only Bids accompanied by payment in Indian Rupees or freely convertible foreign exchange will be considered for Allotment. Eligible NRIs intending to make payment through freely convertible foreign exchange and bidding on a repatriation basis could make payments through Indian Rupee drafts purchased abroad or cheques or bank drafts or by debits to their NRE Account or FCNR Accounts, maintained with banks authorised by the RBI to deal in foreign exchange. Eligible NRIs Bidding on a repatriation basis are advised to use the Bid-cum-Application Form meant for Non-Residents (blue in colour), accompanied by a bank certificate confirming that the payment has been made by debiting to the NRE or FCNR account, as the case may be. Payment for Bids by non-resident Bidder bidding on a repatriation basis will not be accepted out of NRO accounts.

In case of Bids by Eligible NRIs applying on non-repatriation basis, the payments must be made through Indian Rupee Drafts purchased abroad or cheques or bank drafts, for the amount payable on application remitted through normal banking channels or out of funds held in NRE Accounts or FCNR Accounts, maintained with banks authorised to deal in foreign exchange in India, along with documentary evidence in support of the remittance or out of a NRO Account of a Non-Resident Bidder bidding on a non-repatriation basis. Payment by drafts should be accompanied by a bank certificate confirming that the draft has been issued by debiting an NRE or FCNR or NRO Account.

Bids by Eligible NRIs for a payment amount of up to ₹200,000 would be considered under the Retail Portion for the purposes of allocation and Bids for a payment amount of more than ₹200,000 would be considered under Non-Institutional Portion for the purposes of allocation.

Bids by FPIs (including FIIs)

On January 7, 2014, SEBI notified the SEBI FPI Regulations pursuant to which the existing classes of portfolio investors namely 'foreign institutional investors' and 'qualified foreign investors' are subsumed under a new category namely 'foreign portfolio investors' or 'FPIs'. RBI on March 13, 2014 amended the FEMA Regulations and laid down conditions and requirements with respect to investment by FPIs in Indian companies.

In terms of the SEBI FPI Regulations, an FII who holds a valid certificate of registration from SEBI shall be deemed to be a registered FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations. Accordingly, such FIIs can participate in this Offer in accordance with Schedule 2 of the FEMA

Regulations. An FII shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations.

In terms of the SEBI FPI Regulations, the issue of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) is not permitted to exceed 10% of our post-Offer Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10% of the total paid-up Equity Share capital of our Company and the total holdings of all FPIs put together shall not exceed 24% of the paid-up Equity Share capital of our Company. The aggregate limit of 24% may be increased up to the sectoral cap by way of a resolution passed by the Board of Directors followed by a special resolution passed by the Shareholders of our Company. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FIIs (being deemed FPIs) shall be included.

FPIs are permitted to participate in the Offer subject to compliance with conditions and restrictions which may be specified by the Government from time to time.

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 22 of the SEBI FPI Regulations, an FPI, other than Category III foreign portfolio and unregulated broad based funds, which are classified as Category II foreign portfolio investor by virtue of their investment manager being appropriately regulated, may issue or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by a FPI against securities held by it that are listed or proposed to be listed on any recognised stock exchange in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only to persons who are regulated by an appropriate regulatory authority; and (ii) such offshore derivative instruments are issued after compliance with 'know your client' norms. An FPI is also required to ensure that no further issue or transfer of any offshore derivative instrument is made by or on behalf of it to any persons that are not regulated by an appropriate foreign regulatory authority. In case of bids made by FPIs, a verified true copy of the certificate of registration issued by the designated depository participant under the FPI Regulations is required to be attached along with the Bid cum Application form, failing which our Company reserves the right to reject the bid without assigning any reasons thereof.

Further, pursuant to a circular dated November 24, 2011 issued by SEBI, FPIs are permitted to issue offshore derivative instruments only to subscribers that (i) meet the eligibility criteria set forth in Regulation 4 of the SEBI FPI Regulations and (ii) do not have opaque structures, as defined under the SEBI FPI Regulations.

Bids by Anchor Investors

Our Company and the Selling Shareholder, in consultation with the GCBRLMs, may consider participation by Anchor Investors in the Net Offer for up to 60% of the QIB Portion in accordance with the SEBI ICDR Regulations. Only QIBs as defined in Regulation 2(1)(zd) of the SEBI ICDR Regulations and not otherwise excluded pursuant to Schedule XI of the SEBI ICDR Regulations are eligible to invest. The QIB Portion will be reduced in proportion to allocation under the Anchor Investor Portion. In the event of under-subscription in the Anchor Investor Portion, the balance Equity Shares will be added to the QIB Portion. In accordance with the SEBI ICDR Regulations, the key terms for participation in the Anchor Investor Portion are provided below.

(i) Anchor Investor Bid cum Application Forms will be made available for the Anchor Investors at the offices of the GCBRLMs.

(ii) The Bid must be for a minimum of such number of Equity Shares so that the Bid Amount exceeds ₹100 million. A Bid cannot be submitted for over 60% of the QIB Portion. In case of a Mutual Fund, separate Bids by individual schemes of a Mutual Fund will be aggregated to determine the minimum application size of ₹100 million.

(iii) One-third of the Anchor Investor Portion will be reserved for allocation to domestic Mutual Funds.

(iv) Bidding for Anchor Investors will open one Working Day before the Bid/ Offer Opening Date and be completed on the same day.

(v) Our Company and the Selling Shareholders in consultation with the GCBRLMs will finalize allocation to the Anchor Investors on a discretionary basis, provided that the minimum number of Allottees in the Anchor Investor Portion will not be less than:

(a) maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹100 million;

(b) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹100 million but up to ₹2,500 million, subject to a minimum Allotment of ₹50 million per Anchor Investor; and

(c) minimum of five and maximum of 25 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹2,500 million, subject to a minimum Allotment of ₹50 million per Anchor Investor.

(vi) Allocation to Anchor Investors will be completed on the Anchor Investor Bid/ Offer Period. The number of Equity Shares allocated to Anchor Investors and the price at which the allocation is made will be made available in the public domain by the GCBRLMs before the Bid/ Offer Opening Date, through intimation to the Stock Exchange.

(vii) Anchor Investors cannot withdraw or lower the size of their Bids at any stage after submission of the Bid.

(viii) If the Offer Price is greater than the Anchor Investor Allocation Price, the additional amount being the difference between the Offer Price and the Anchor Investor Allocation Price will be payable by the Anchor Investors within two Working Days from the Bid/ Offer Closing Date. If the Offer Price is lower than the Anchor Investor Allocation Price, Allotment to successful Anchor Investors will be at the higher price, i.e., the Anchor Investor Offer Price.

(ix) Equity Shares Allotted in the Anchor Investor Portion will be locked in for a period of 30 days from the date of Allotment.

(x) The GCBRLMs, our Promoters, Promoter Group, Group Companies or any person related to them (except for Mutual Funds sponsored by entities related to the GCBRLMs) will not participate in the Anchor Investor Portion. The parameters for selection of Anchor Investors will be clearly identified by the GCBRLMs and made available as part of the records of the GCBRLMs for inspection by SEBI.

(xi) Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.

(xiii) Anchor Investors are not permitted to Bid in the Offer through the ASBA process.

(xii) For more information, please refer to "*Offer Procedure - Part B: General Information Document for Investing in Public Issues - Section 7: Allotment Procedure and Basis of Allotment – Allotment to Anchor Investor*" on page 515.

Bids by banking companies

In case of Bids made by banking companies registered with the RBI, certified copies of: (i) the certificate of registration issued by the RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid by a banking company without assigning any reason therefor.

The investment limit for banking companies in non-financial services companies as per the Banking Regulation Act, 1949, as amended (the "Banking Regulation Act"), and the Master Circular dated July 1, 2015 – Para-banking Activities, is 10% of the paid-up share capital of the investee company or 10% of the banks' own paid-up share capital and reserves, whichever is less. Further, the investment in a non-financial services company by a banking company together with its subsidiaries, associates, joint ventures, entities directly or indirectly controlled by the bank and mutual funds managed by asset management companies controlled by the banking company cannot exceed 20% of the investee company's paid-up share capital. A banking company may hold up to 30% of the paid-up share capital of the investee company with the prior approval of the RBI provided that the investee company is engaged in non-financial activities in which banking companies are permitted to engage under the Banking Regulation Act.

Bids by SCSBs

SCSBs participating in the Offer are required to comply with the terms of the SEBI circulars dated September 13, 2012 and January 2, 2013. Such SCSBs are required to ensure that for making applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making application in public issues and clear demarcated funds should be available in such account for ASBA applications.

Bids by SEBI registered Venture Capital Funds, Alternative Investment Funds and Foreign Venture Capital Investors

The Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996 as amended, (the "SEBI VCF Regulations") and the Securities and Exchange Board of India (Foreign Venture Capital Investor) Regulations, 2000, as amended, *inter alia* prescribe the investment restrictions on VCFs and FVCIs, respectively, registered with SEBI. Further, the SEBI AIF Regulations prescribe, amongst others, the investment restrictions on AIFs.

Accordingly, the holding in any company by any individual VCF or FVCI registered with SEBI should not exceed 25% of the corpus of the VCF or FVCI. Further, VCFs and FVCIs can invest only up to 33.33% of the investible funds in various prescribed instruments, including in public offerings.

The category I and II AIFs cannot invest more than 25% of the corpus in one investee company. A category III AIF cannot invest more than 10% of the corpus in one investee company. A venture capital fund registered as a category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than 1/ 3rd of its corpus by way of subscription to an initial public offering of a venture capital undertaking. Additionally, the VCFs which have not re-registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the VCF Regulations.

All Non-Resident Bidders including Eligible NRIs, FIIs and FVCIs should note that refunds, dividends and other distributions, if any, will be payable in Indian Rupees only and net of bank charges and / or commission. There is no reservation for Eligible NRIs, FIIs and FVCIs and all Bidders will be treated on the same basis with other categories for the purpose of allocation.

Further, according to the SEBI ICDR Regulations, the shareholding of VCFs, category I AIFs and FVCIs held in a company prior to making an initial public offering would be exempt from lock-in requirements only if the shares have been held by them for at least one year prior to the time of filing the Red Herring Prospectus with SEBI.

Bids by limited liability partnerships

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form. Failing this, our Company and the Selling Shareholders reserve the right to reject any Bid without assigning any reason thereof.

Bids by Eligible Employees

The Bid must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter so as to ensure that the Bid Amount payable by the Eligible Employee does not exceed ₹ 200,000. The Allotment in the Employee Reservation Portion will be on a proportionate basis. Eligible Employees under the Employee Reservation Portion may Bid at Cut-off Price.

Bids under Employee Reservation Portion by Eligible Employees shall be:

(a) Made only in the prescribed Bid cum Application Form or Revision Form (*i.e.* [●] colour form).
(b) The Bid must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter so as to ensure that the Bid Amount payable by the Eligible Employee does not exceed ₹ 200,000. The maximum Bid in this category by an Eligible Employee cannot exceed ₹ 200,000.
(c) Eligible Employees should mention their employee number at the relevant place in the Bid cum Application Form.
(d) The Bidder should be an Eligible Employee as defined above. In case of joint bids, the first Bidder shall be an Eligible Employee.
(e) Only Eligible Employees would be eligible to apply in this Offer under the Employee Reservation Portion.
(f) Only those Bids, which are received at or above the Offer Price, would be considered for Allotment under this

category.

(g) Eligible Employees can apply at Cut-off Price. The Bid must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter subject to a maximum Bid Amount of ₹ 200,000.

(h) Bid by Eligible Employees can be made also in the "Net Offer to the Public" and such Bids shall not be treated as multiple Bids.

(i) If the aggregate demand in this category is less than or equal to [●] Equity Shares at or above the Offer Price, full allocation shall be made to the Eligible Employees to the extent of their demand.

(j) Under-subscription, if any, in the Employee Reservation Portion will be added back to the Net Offer. In case of under-subscription in the Net Offer, spill over to the extent of under-subscription shall be permitted from the Employee Reservation Portion subject to the Net Offer constituting 10% of the post-Offer share capital of the Company.

(k) If the aggregate demand in this category is greater than [●] Equity Shares at or above the Offer Price, the allocation shall be made on a proportionate basis. For the method of proportionate basis of allocation, refer to "*Offer Procedure – Allotment Procedure and Basis of Allotment*" on pages 514 to 517 of this Draft Red Herring Prospectus.

Bids by Insurance Companies

In case of Bids made by Insurance Companies, a certified copy of certificate of registration issued by IRDA must be attached to the Bid cum Application Form. Failing this, our Company and the Selling Shareholders reserve the right to reject any Bid without assigning any reason thereof.

The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority (Investment) Regulations, 2000 are broadly set forth below:

(a) equity shares of a company: the lower of 10% of the outstanding Equity Shares (face value) or 10% of the respective fund in case of life insurer or 10% of investment assets in case of general insurer or reinsurer;

(b) the entire group of the investee company: not more than 15% of the respective fund in case of a life insurer or 15% of investment assets in case of a general insurer or reinsurer or 15% of the investment assets in all companies belonging to the group, whichever is lower; and

(c) the industry sector in which the investee company belong to: not more than 15% of the fund of a life insurer or a general insurer or a reinsurer or 15% of the investment asset, whichever is lower.

The maximum exposure limit, in the case of an investment in equity shares, cannot exceed the lower of an amount of 10% of the investment assets of a life insurer or general insurer and the amount calculated under points (a), (b) and (c) above, as the case may be.

Insurance companies participating in this Offer, shall comply with all applicable regulations, guidelines and circulars issued by IRDA from time to time.

Bids by provident funds/ pension funds

In case of Bids made by provident funds/ pension funds, subject to applicable laws, with minimum corpus of ₹250 million, a certified copy of certificate from a chartered accountant certifying the corpus of the provident fund/ pension fund must be attached to the Bid cum Application Form. Failing this, our Company and the Selling Shareholders reserve the right to reject any Bid, without assigning any reason thereof.

Bids under Power of Attorney

In case of Bids made pursuant to a power of attorney or by limited companies, corporate bodies, registered societies, Mutual Funds, Eligible FPIs, insurance companies and provident funds with a minimum corpus of ₹250 million and pension funds with a minimum corpus of ₹250 million (in each case, subject to applicable law and in accordance with their respective constitutional documents), a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/ or bye laws, as applicable must be lodged along with the Bid cum Application Form. Failing this, our Company and the Selling Shareholders reserve the right to accept or reject any such Bid without assigning any reasons therefor.

The above information is given for the benefit of the Bidders. Our Company, the Selling Shareholders and the GCBRLMs are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that any single Bid from them does not exceed the applicable investment limits or maximum number of the Equity Shares that can be held by them under applicable law or regulation or as specified in this Draft Red Herring Prospectus.

General Instructions

Do's:

1. Check if you are eligible to apply as per the terms of the Red Herring Prospectus and under applicable law;
2. Ensure that you have Bid within the Price Band;
3. Read all the instructions carefully and complete the Bid cum Application Form in the prescribed form;
4. Ensure that the details about the PAN, DP ID and Client ID are correct and the Bidders depository account is active, as Allotment of the Equity Shares will be in dematerialised form only;
5. In relation to the ASBA Bids, ensure that your Bid cum Application Form is submitted either at a Designated Branch of a SCSB where the ASBA Account is maintained or with the Syndicate in the Specified Locations or with a Non-Syndicate Registered Broker at the Broker Centres, and not to the Escrow Collecting Banks (assuming that such bank is not a SCSB) or to our Company or the Selling Shareholders or the Registrar to the Offer;
6. With respect to the ASBA Bids, ensure that the Bid cum Application Form is signed by the account holder in case the applicant is not the account holder. Ensure that you have mentioned the correct bank account number in the Bid cum Application Form;
7. QIBs (other than Anchor Investors) and the Non-Institutional Investors should submit their Bids through the ASBA process only;
8. With respect to Bids by SCSBs, ensure that you have a separate account in your own name with any other SCSB having clear demarcated funds for applying under the ASBA process and that such separate account (with any other SCSB) is used as the ASBA Account with respect to your Bid;
9. Ensure that you request for and receive a TRS for all your Bid options;
10. Ensure that you have funds equal to the Bid Amount in the ASBA Account maintained with the SCSB before submitting the Bid cum Application Form under the ASBA process to the respective member of the Syndicate (in the Specified Locations), the SCSBs or the Non-Syndicate Registered Broker (at the Broker Centres);
11. Ensure that you have funds equal to the Bid Amount in your bank account before submitting the Bid cum Application Form under non-ASBA process to the Syndicate or the Non-Syndicate Registered Brokers;
12. With respect to non-ASBA Bids, ensure that the full Bid Amount is paid for the Bids and with respect to ASBA Bids, ensure funds equivalent to the Bid Amount are blocked;
13. Instruct your respective banks to not release the funds blocked in the ASBA Account under the ASBA process;
14. Submit revised Bids to the same member of the Syndicate, SCSB or Non-Syndicate Registered Broker, as applicable, through whom the original Bid was placed and obtain a revised TRS;
15. Except for Bids (i) on behalf of the Central or State Governments and the officials appointed by the courts, who, in terms of a SEBI circular dated June 30, 2008, may be exempt from specifying their PAN for transacting in the securities market, and (ii) Bids by persons resident in the state of Sikkim, who, in terms of a SEBI circular dated July 20, 2006, may be exempted from specifying their PAN for transacting in the securities market, all Bidders should mention their PAN allotted under the IT Act.

    The exemption for the Central or the State Government and officials appointed by the courts and for investors residing in the State of Sikkim is subject to (a) the demographic details received from the respective depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in "active status"; and (b) in the case of residents of Sikkim, the address as per the demographic details evidencing the same;
16. Ensure that the Demographic Details (as defined herein below) are updated, true and correct in all respects;
17. Ensure that thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India are attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal.
18. Ensure that the signature of the First Bidder in case of joint Bids, is included in the Bid cum Application Forms.

19. Ensure that the Bids are submitted at the bidding centres only on the forms bearing the stamp of the Syndicate member (except in case of electronic form) or with respect to ASBA Bidders ensure that your Bid is submitted either to a member of the Syndicate (at the Specified Locations), a designated Branch of the SCSB (where the ASBA Bidder or the person whose bank account will be utilised by the ASBA Bidder for bidding has a bank account);
20. Ensure that the name(s) given in the Bid cum Application Form is/ are exactly the same as the name(s) in which the beneficiary account is held with the Depository Participant. In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names;
21. Ensure that the category and sub-category is indicated;
22. Ensure that in case of Bids under power of attorney or by limited companies, corporate, trust etc., relevant documents are submitted;
23. Ensure that Bids submitted by any person outside India should be in compliance with applicable foreign and Indian laws;
24. Ensure that the DP ID, the Client ID and the PAN mentioned in the Bid cum Application Form and entered into the online IPO system of the stock exchanges by the Syndicate, the SCSBs or the Non-Syndicate Registered Brokers, as the case may be, match with the DP ID, Client ID and PAN available in the Depository database;
25. In relation to the ASBA Bids, ensure that you use the Bid cum Application Form bearing the stamp of the Syndicate (in the Specified Locations) and/ or relevant SCSB and/ or the Designated Branch and/ or the Non-Syndicate Registered Broker at the Broker Centres (except in case of electronic forms);
26. Ensure that the Bid cum Application Forms are delivered by the Bidders within the time prescribed as per the Bid cum Application Form and the Red Herring Prospectus;
27. ASBA Bidders bidding through a member of the Syndicate should ensure that the Bid cum Application Form is submitted to a member of the Syndicate only in the Specified Locations and that the SCSB where the ASBA Account, as specified in the Bid cum Application Form, is maintained has named at least one branch at that location for the Syndicate to deposit Bid cum Application Forms (a list of such branches is available on the website of SEBI http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899 .html. ASBA Bidders bidding through a Non-Syndicate Registered Broker should ensure that the SCSB where the ASBA Account, as specified in the Bid cum Application Form, is maintained has named at least one branch at that location for the Non-Syndicate Registered Brokers to deposit Bid cum Application Forms;
28. Ensure that you have mentioned the correct ASBA Account number in the Bid cum Application Form;
29. In relation to the ASBA Bids, ensure that you have correctly signed the authorization/ undertaking box in the Bid cum Application Form, or have otherwise provided an authorisation to the SCSB via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Bid cum Application Form; and
30. In relation to the ASBA Bids, ensure that you receive an acknowledgement from the Designated Branch of the SCSB or from the member of the Syndicate in the Specified Locations or from the Non-Syndicate Registered Broker at the Broker Centres, as the case may be, for the submission of your Bid cum Application Form.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

Don'ts:

1. Do not Bid for lower than the minimum Bid size;
2. Do not Bid/ revise Bid Amount to less than the Floor Price or higher than the Cap Price;
3. Do not Bid on another Bid cum Application Form after you have submitted a Bid to the Syndicate, the SCSBs or the Non-Syndicate Registered Brokers, as applicable;
4. Do not pay the Bid Amount in cash, by money order or by postal order or by stock invest;
5. Do not send Bid cum Application Forms by post; instead submit the same to the Syndicate, the SCSBs or the Non-Syndicate Registered Brokers only;
6. Do not submit the Bid cum Application Forms to the Escrow Collection Bank(s) (assuming that such bank is not a SCSB), our Company, the Selling Shareholders or the Registrar to the Offer;
7. Do not Bid on a Bid cum Application Form that does not have the stamp of the Syndicate, the Non-Syndicate Registered Brokers or the SCSBs;
8. Anchor Investors should not Bid through the ASBA process;
9. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Investors);

10. Do not Bid for a Bid Amount exceeding ₹200,000 (for Bids by Retail Individual Investors and Eligible Employees bidding under the Employee Reservation Portion);
11. Do not fill up the Bid cum Application Form such that the Equity Shares Bid for exceeds the Offer size and/ or investment limit or maximum number of the Equity Shares that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations;
12. Do not submit the Bid cum Application Form if you are a Non-Resident, except for: (i) an Eligible FPI (investing under the foreign portfolio investment scheme in accordance with Schedule 2A of the FEMA Regulations); (iii) an Eligible NRI investing on non-repatriation basis in accordance with Schedule 4 of the FEMA Regulations;
13. Do not submit the GIR number instead of the PAN;
14. Do not submit the Bids without the full Bid Amount, in case of a non-ASBA Bidder;
15. Do not submit the Bids without instructions to block funds equivalent to the Bid Amount in the ASBA Account;
16. Do not submit incorrect details of the DP ID, Client ID and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the Offer;
17. Do not submit Bids on plain paper or on incomplete or illegible Bid cum Application Forms or on Bid cum Application Forms in a colour prescribed for another category of Bidder;
18. If you are a QIB, do not submit your Bid after 3.00 pm on the Bid/ Offer Closing Date for QIBs;
19. If you are a Non-Institutional Investor or Retail Individual Investor, do not submit your Bid after 3.00 pm on the Bid/ Offer Closing Date;
20. Do not Bid if you are not competent to contract under the Indian Contract Act, 1872;
21. Do not withdraw your Bid or lower the size of your Bid (in terms of quantity of the Equity Shares or the Bid Amount) at any stage, if you are a QIB or a Non-Institutional Investor;
22. Do not submit more than five Bid cum Application Forms per ASBA Account;
23. Do not submit ASBA Bids to a member of the Syndicate at a location other than the Specified Locations or to the brokers other than the Non-Syndicate Registered Brokers at a location other than the Broker Centres;
24. Do not submit ASBA Bids to a member of the Syndicate in the Specified Locations unless the SCSB where the ASBA Account is maintained, as specified in the Bid cum Application Form, has named at least one branch in the relevant Specified Location, for the Syndicate to deposit Bid cum Application Forms (a list of such branches is available on the website of SEBI at http:/ / www.sebi.gov.in/ sebiweb/ home/ list/ 5/ 33/ 0/ 0/ Recognised-Intermediaries); and
25. Do not submit ASBA Bids to a Non-Syndicate Registered Broker unless the SCSB where the ASBA Account is maintained, as specified in the Bid cum Application Form, has named at least one branch in that location for the Non-Syndicate Registered Broker to deposit the Bid cum Application Forms (a list of such branches is available on the website of SEBI at http:/ / www.sebi.gov.in/ sebiweb/ home/ list/ 5/ 33/ 0/ 0/ Recognised-Intermediaries).

In case you are a Bidder other than an ASBA Bidder, do not submit the Bid without payment of the entire Bid Amount. In case you are an ASBA Bidder, do not submit the Bid without ensuring that the funds equivalent to the entire Bid Amount are blocked in the relevant ASBA account.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

Payment instructions

Though Bidders can issue Non-CTS cheque, Bidders are advised to submit CTS compliant cheques.

In terms of RBI circular no. DPSS.CO.CHD.No./ 133/ 04.07.05/ 2013-14 dated July 16, 2013 non-CTS cheques are processed in three CTS centres in separate clearing session. This separate clearing session will operate once a week from November 1, 2014 onwards. In order to enable listing and trading of Equity Shares within 12 Working Days of the Bid/ Offer Closing Date, investors are advised to use CTS cheques or use the ASBA facility to make payment. Investors are cautioned that Bid cum Application Forms accompanied by non-CTS cheques are liable to be rejected due to any delay in clearing beyond six Working Days from the Bid/ Offer Closing Date.

Payment into Escrow Account for non-ASBA Bidders

The payment instruments for payment into the Escrow Account should be drawn in favour of:

(a) In case of resident Retail Individual Investors: "***[●] Public Offer – Escrow – R***"

(b) In case of Non-Resident Retail Individual Investors: "***[●] Public Offer – Escrow – NR***"

(c) In case of Eligible Employees: "***[●] Public Offer – Escrow – Eligible Employees***"

For Anchor Investors, the payment instruments for payment into the Escrow Account should be drawn in favour of:

(a) In case of resident Anchor Investors: "***[●] Public Offer – Escrow –Anchor Investor–R***"

(b) In case of Non-Resident Anchor Investors: "***[●] Public Offer – Escrow –Anchor Investor –NR***"

Pre-Offer Advertisement

Subject to section 30 of the Companies Act, 2013, our Company shall, after registering the Red Herring Prospectus with the RoC, publish a pre-Offer advertisement, in the form prescribed by the SEBI ICDR Regulations in the [●] edition of the English national newspaper [●], [●] edition of the Hindi national newspaper [●], each with wide circulation, and [●] edition of the Marathi newspaper [●], a regional newspaper with wide circulation at the place where the Registered Office is located.

Signing of the Underwriting Agreement and the RoC Filing

a. Our Company, the Selling Shareholders and the Syndicate intend to enter into an Underwriting Agreement after the finalisation of the Offer Price.

b. After signing the Underwriting Agreement, an updated Red Herring Prospectus will be filed with the RoC in accordance with the applicable law, which then would be termed as the 'Prospectus'. The Prospectus will contain details of the Offer Price, the Anchor Investor Offer Price, Offer size, and underwriting arrangements and will be complete in all material respects.

IMPERSONATION

Attention of the applicants is specifically drawn to the provisions of sub-section (1) of section 38 of the Companies Act, 2013, which is reproduced below:

"Any person who:

(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under section 447."

Section 447 of Companies Act, 2013 deals with 'Fraud' and prescribed a punishment of "imprisonment for a term which shall not be less than six months but which may extend to ten years and shall also be liable to fine which shall not be less than the amount involved in the fraud, but which may extend to three times the amount involved in the fraud".

Undertakings by our Company

Our Company undertakes the following that:

- if our Company or Selling Shareholders do not proceed with the Offer, the reason thereof shall be given as a public notice to be issued by our Company within two days of the Bid/ Offer Closing Date. The public notice shall be issued in the same newspapers where the pre-Offer advertisements were published. The stock exchanges on which the Equity Shares are proposed to be listed shall also be informed promptly;

- if our Company and the Selling Shareholders withdraw the Offer after the Bid/ Offer Closing Date, our Company shall be required to file a fresh offer document with the RoC/ SEBI, in the event our Company and/ or the Selling Shareholders subsequently decides to proceed with the Offer;

- the complaints received in respect of the Offer shall be attended to by our Company expeditiously and satisfactorily;

- all steps will be taken for completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges where the Equity Shares are proposed to be listed are taken within 12 Working Days of the Bid/ Offer Closing Date;

- the funds required for making refunds to unsuccessful applicants as per the mode(s) disclosed shall be made available to the Registrar to the Offer by our Company;

- where refunds are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within 15 days from the Bid/ Offer Closing Date, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;

- allotment letters shall be issued or application money shall be refunded within 15 days from the Bid/ Offer Closing Date or such lesser time as specified by SEBI, else application money shall be refunded forthwith failing which interest shall be due to the applicant at the rate of 15% per annum for the delayed period.

- the certificates of the securities/ refund orders to Eligible NRIs shall be despatched within specified time;

- no further issue of the Equity Shares shall be made till the Equity Shares offered through the Red Herring Prospectus are listed or until the Bid monies are refunded on account of non-listing, under-subscription, etc.;

- adequate arrangements shall be made to collect all Bid cum Application Forms under the ASBA process and to consider them similar to non-ASBA Bids while finalising the Basis of Allotment;

- the Selling Shareholders shall not have recourse to the Offer Proceeds until the final approval for listing and trading of the Equity Shares from all the Stock Exchanges where listing is sought have been received.

Undertakings by the Selling Shareholders

Each Selling Shareholder undertakes that:

- the Equity Shares being sold by it pursuant to the Offer, have been held by it for a period of at least one year prior to the date of filing the Draft Red Herring Prospectus with SEBI, are fully paid-up and are in dematerialised form;

- it is the legal and beneficial owner of, and has full title to, the Equity Shares being sold in the Offer;

- the Equity Shares being sold by it pursuant to the Offer are free and clear of any liens or encumbrances and shall be transferred to the eligible investors within the time specified under applicable law;

- it shall provide all reasonable co-operation as requested by our Company in relation to the completion of allotment and dispatch of the allotment advice and CAN, if required, and refund orders to the extent of the Equity Shares offered by it pursuant to the Offer;

- it shall provide such reasonable support and extend such reasonable cooperation as may be required by our Company and the GCBRLMs in redressal of such investor grievances that pertain to the Equity Shares held by it and being offered pursuant to the Offer;

- funds required for making refunds to unsuccessful applicants as per the mode(s) disclosed in the Red Herring Prospectus and Prospectus shall be made available to the Registrar to the Offer by the Selling Shareholders;

- it shall provide such reasonable support and extend such reasonable co-operation as may be required by our Company in sending a suitable communication, where refunds are made through electronic transfer of funds, to the applicant within 15 days from the Bid/ Offer Closing Date, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;

- it shall not have recourse to the proceeds of the Offer until final approval for trading of the Equity Shares from all Stock Exchanges where listing is sought has been received;

- if the Selling Shareholders does not proceed with the Offer after the Bid/ Offer Closing Date, the reason thereof shall be given by our Company as a public notice within two days of the Bid/ Offer Closing Date. The public notice shall be issued in the same newspapers where the pre-Offer advertisements were published. The stock exchanges on which the Equity Shares are proposed to be listed shall also be informed promptly. It shall extend all reasonable cooperation requested by our Company and the GCBRLMs in this regard;

- it shall not further transfer the Equity Shares being sold by it pursuant to the Offer except in the Offer during the period commencing from submission of this Draft Red Herring Prospectus with ROC until the final trading approvals from all the Stock Exchanges have been obtained for the Equity Shares Allotted/ to be Allotted pursuant to the Offer and shall not sell, dispose of in any manner or create any lien, charge or encumbrance on the Equity Shares offered by it in the Offer;

- it shall take all such steps as may be required to ensure that the Equity Shares being sold by it pursuant to the Offer are available for transfer in the Offer within the time specified under applicable law; and

- it shall comply with all applicable laws, in India, including the Companies Act, the SEBI ICDR Regulations, the FEMA and the applicable circulars, guidelines and regulations issued by SEBI and RBI, each in relation to the Equity Shares offered by it in the Offer.

The Selling Shareholders along with our Company declare that all monies received out of the Offer shall be credited/ transferred to a separate bank account other than the bank account referred to in sub-section (3) of section 40 of the Companies Act, 2013.

PART B

General Information Document for Investing in Public Issues

This General Information Document highlights the key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013 (to the extent notified and in effect), the Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon the notification of the Companies Act, 2013), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. Bidders/ Applicants should not construe the contents of this General Information Document as legal advice and should consult their own legal counsel and other advisors in relation to the legal matters concerning the Offer. For taking an investment decision, the Bidders/ Applicants should rely on their own examination of the Company and the Offer, and should carefully read the Red Herring Prospectus/ Prospectus before investing in the Offer.

SECTION 1: PURPOSE OF THE GENERAL INFORMATION DOCUMENT (GID)

This document is applicable to the public issues undertaken through the Book-Building process as well as to the Fixed Price Issues. The purpose of the "General Information Document for Investing in Public Issues" is to provide general guidance to potential Bidders/ Applicants in IPOs and FPOs, on the processes and procedures governing IPOs and FPOs, undertaken in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "**SEBI ICDR Regulations**").

Bidders/ Applicants should note that investment in equity and equity related securities involves risk and Bidder/ Applicant should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. The specific terms relating to securities and/ or for subscribing to securities in an Offer and <u>the relevant information about the Company undertaking the Offer are set out in the Red Herring Prospectus</u> ("RHP")<u>/ Prospectus</u> filed by the Company with the Registrar of Companies ("RoC"). Bidders/ Applicants should carefully read the entire RHP/ Prospectus and the Bid cum Application Form/ Application Form and the Abridged Prospectus of the Company in which they are proposing to invest through the Offer. In case of any difference in interpretation or conflict and/ or overlap between the disclosure included in this document and the RHP/ Prospectus, the disclosures in the RHP/ Prospectus shall prevail. The RHP/ Prospectus of the Company is available on the websites of stock exchanges, on the website(s) of the BRLM(s) to the Offer and on the website of Securities and Exchange Board of India ("**SEBI**") at www.sebi.gov.in.

For the definitions of capitalized terms and abbreviations used herein Bidders/ Applicants may refer to "Glossary and Abbreviations".

SECTION 2: BRIEF INTRODUCTION TO IPOs/ FPOs

2.1 Initial public offer (IPO)

An IPO means an offer of specified securities by an unlisted Company to the public for subscription and may include an Offer for Sale of specified securities to the public by any existing holder of such securities in an unlisted Company.

For undertaking an IPO, an Company is *inter alia* required to comply with the eligibility requirements of in terms of either Regulation 26(1) or Regulation 26(2) of the SEBI ICDR Regulations. For details of compliance with the eligibility requirements by the Company, Bidders/ Applicants may refer to the RHP/ Prospectus.

2.2 Further public offer (FPO)

An FPO means an offer of specified securities by a listed Company to the public for subscription and may include Offer for Sale of specified securities to the public by any existing holder of such securities in a listed company.

For undertaking an FPO, the company is *inter alia* required to comply with the eligibility requirements in terms of Regulation 26/ 27 of the SEBI ICDR Regulations. For details of compliance with the eligibility requirements by the company, Bidders/ Applicants may refer to the RHP/ Prospectus.

2.3 Other Eligibility Requirements:

In addition to the eligibility requirements specified in paragraphs 2.1 and 2.2, an company proposing to undertake an IPO or an FPO is required to comply with various other requirements as specified in the SEBI ICDR Regulations, the Companies Act, 2013 (to the extent notified and in effect), the Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon the notification of the Companies Act, 2013), the Securities Contracts (Regulation) Rules, 1957 (the "**SCRR**"), industry-specific regulations, if any, and other applicable laws for the time being in force.

For details in relation to the above Bidders/ Applicants may refer to the RHP/ Prospectus.

2.4 Types of Public Issues – Fixed Price Issues and Book Built Issues

In accordance with the provisions of the SEBI ICDR Regulations, a company can either determine the Offer Price through the Book Building Process ("**Book Built Issue**") or undertake a Fixed Price Issue ("**Fixed Price Issue**"). A company may mention Floor Price or Price Band in the RHP (in case of a Book Built Issue) and a Price or Price Band in the Draft Prospectus (in case of a fixed price issue) and determine the price at a later date before registering the Prospectus with the Registrar of Companies.

The cap on the Price Band should be less than or equal to 120% of the Floor Price. The company shall announce the Price or the Floor Price or the Price Band through advertisement in all newspapers in which the pre-Offer advertisement was given at least five Working Days before the Bid/ Offer Opening Date, in case of an IPO and at least one Working Day before the Bid/ Offer Opening Date, in case of an FPO.

The Floor Price or the Offer price cannot be lesser than the face value of the securities.

Bidders/ Applicants should refer to the RHP/ Prospectus or Offer advertisements to check whether the

Offer is a Book Built Issue or a Fixed Price Issue.

2.5 ISSUE PERIOD

The Offer may be kept open for a minimum of three Working Days (for all category of Bidders/ Applicants) and not more than ten Working Days. Bidders/ Applicants are advised to refer to '2. the Bid cum Application Form and Abridged Prospectus or RHP/ Prospectus for details of the Bid/ Offer Period. Details of Bid/ Offer Period are also available on the website of Stock Exchange(s).

In case of a Book Built Offer, the company may close the Bid/ Offer Period for QIBs one Working Day prior to the Bid/ Offer Closing Date if disclosures to that effect are made in the RHP. In case of revision of the Floor Price or Price Band in Book Built Issues the Bid/ Offer Period may be extended by at least three Working Days, subject to the total Bid/ Offer Period not exceeding 10 Working Days. For details of any revision of the Floor Price or Price Band, Bidders/ Applicants may check the announcements made by the Company on the websites of the Stock Exchanges and the BRLM(s), and the advertisement in the newspaper(s) issued in this regard.

2.6 FLOWCHART OF TIMELINES

A flow chart of process flow in Fixed Price and Book Built Issues is as follows. Bidders/ Applicants may note that this is not applicable for Fast Track FPOs.:

- In case of Offer other than Book Build Issue (Fixed Price Issue) the process at the following of the below mentioned steps shall be read as:

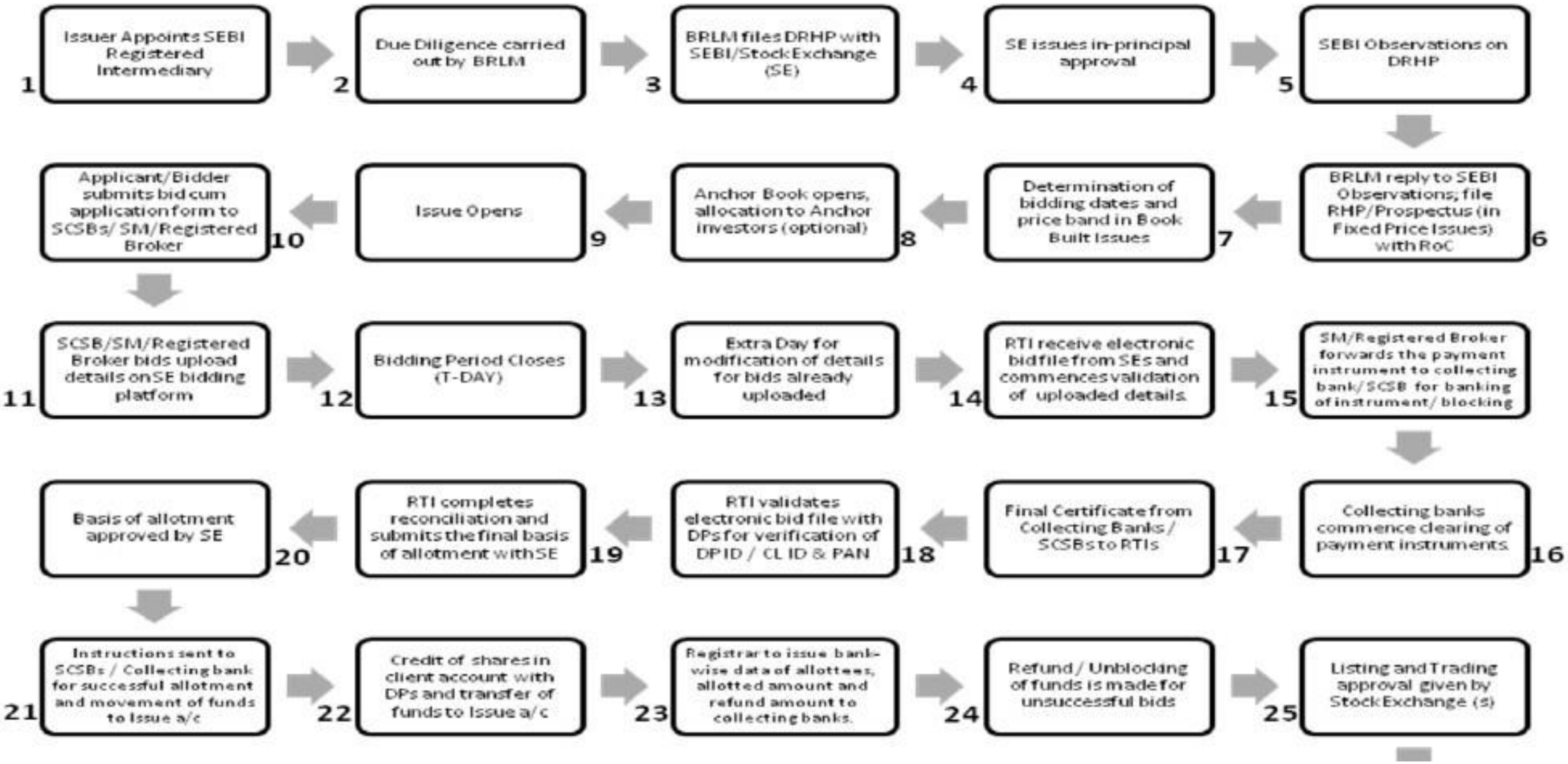
  i. Step 7 : Determination of Offer Date and Price

  ii. Step 10: Applicant submits ASBA Application Form with Designated Branch of SCSB and Non-ASBA forms directly to collection Bank and not to Broker.

  iii. Step 11: SCSB uploads ASBA Application details in Stock Exchange Platform

  iv. Step 12: Offer period closes

  v. Step 15: Not Applicable


1 Issuer Appoints SEBI Registered Intermediary
2 Due Diligence carried out by BRLM
3 BRLM files DRHP with SEBI/Stock Exchange (SE)
4 SE issues in-principal approval
5 SEBI Observations on DRHP
6 BRLM reply to SEBI Observations; file RHP/Prospectus (in Fixed Price Issues) with RoC
7 Determination of bidding dates and price band in Book Built Issues
8 Anchor Book opens, allocation to Anchor investors (optional)
9 Issue Opens
10 Applicant/Bidder submits bid cum application form to SCSBs/ SM/Registered Broker
11 SCSB/SM/Registered Broker bids upload details on SE bidding platform
12 Bidding Period Closes (T-DAY)
13 Extra Day for modification of details for bids already uploaded
14 RTI receive electronic bid file from SEs and commences validation of uploaded details
15 SM/Registered Broker forwards the payment instrument to collecting bank/SCSB for banking of instrument/ blocking
16 Collecting banks commence clearing of payment instruments
17 Final Certificate from Collecting Banks / SCSBs to RTIs
18 RTI validates electronic bid file with DPs for verification of DP ID / CL ID & PAN
19 RTI completes reconciliation and submits the final basis of allotment with SE
20 Basis of allotment approved by SE
21 Instructions sent to SCSBs / Collecting bank for successful allotment and movement of funds to Issue a/c
22 Credit of shares in client account with DPs and transfer of funds to Issue a/c
23 Registrar to issue bank-wise data of allottees, allotted amount and refund amount to collecting banks.
24 Refund / Unblocking of funds is made for unsuccessful bids
25 Listing and Trading approval given by Stock Exchange (s)

SECTION 3: CATEGORY OF INVESTORS ELIGIBLE TO PARTICIPATE IN AN ISSUE

Each Bidder/ Applicant should check whether it is eligible to apply under applicable law. Furthermore, certain categories of Bidders/ Applicants, such as NRIs, FPIs and FVCIs may not be allowed to Bid/ Apply in the Offer or to hold Equity Shares, in excess of certain limits specified under applicable law. Bidders/ Applicants are requested to refer to the RHP/ Prospectus for more details.

Subject to the above, an illustrative list of Bidders/ Applicants is as follows:

- Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, in single or joint names (not more than three);
- Bids/ Applications belonging to an account for the benefit of a minor (under guardianship);
- Hindu Undivided Families or HUFs, in the individual name of the *Karta*. The Bidder/ Applicant should specify that the Bid is being made in the name of the HUF in the Bid cum Application Form/ Application Form as follows: “Name of sole or first Bidder/ Applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the *Karta*”. Bids/ Applications by HUFs may be considered at par with Bids/ Applications from individuals;
- Companies, corporate bodies and societies registered under applicable law in India and authorised to invest in equity shares;
- QIBs;
- NRIs on a repatriation basis or on a non-repatriation basis subject to applicable law;
- Qualified Foreign Investors subject to applicable law;
- Indian Financial Institutions, regional rural banks, co-operative banks (subject to RBI regulations and the SEBI ICDR Regulations and other laws, as applicable);
- FIIs and sub-accounts registered with SEBI, other than a sub-account which is a foreign corporate or foreign individual, bidding under the QIBs category;
- Sub-accounts of FIIs registered with SEBI, which are foreign corporates or foreign individuals only under the Non Institutional Investors (NIIs) category;
- FPIs other than Category III foreign portfolio investors bidding under the QIBs category;
- FPIs which are Category III foreign portfolio investors, bidding under the NIIs category;
- Trusts/ societies registered under the Societies Registration Act, 1860, or under any other law relating to trusts/ societies and who are authorised under their respective constitutions to hold and invest in equity shares;
- Limited liability partnerships registered under the Limited Liability Partnership Act, 2008; and
- Any other person eligible to Bid/ Apply in the Offer, under the laws, rules, regulations, guidelines and policies applicable to them and under Indian laws.
- As per the existing regulations, OCBs are not allowed to participate in an Offer.

SECTION 4: APPLYING IN THE ISSUE

Book Built Issue: Bidders should only use the specified Bid cum Application Form either bearing the stamp of a member of the Syndicate or bearing a stamp of the Registered Broker or stamp of SCSBs as available or downloaded from the websites of the Stock Exchanges.

Bid cum Application Forms are available with the members of the Syndicate, Registered Brokers, Designated Branches of the SCSBs and at the registered office of the Company. Electronic Bid cum Application Forms will be available on the websites of the Stock Exchanges at least one day prior to the Bid/ Offer Opening Date. For further details regarding availability of Bid cum Application Forms, Bidders may refer to the RHP/ Prospectus.

Fixed Price Issue: Applicants should only use the specified cum Application Form either bearing the stamp of Collection Bank(s) or SCSBs as available or downloaded from the websites of the Stock Exchanges. Application Forms are available with the Branches of Collection Banks or Designated Branches of the SCSBs and at the registered office of the Company. For further details regarding availability of Application Forms, Applicants may refer to the Prospectus.

Bidders/ Applicants should ensure that they apply in the appropriate category. The prescribed color of the Bid cum Application Form for various categories of Bidders/ Applicants is as follows:

Category	Color of the Bid cum Application Form
Resident Indian, Eligible NRIs applying on a non-repatriation basis	White
NRIs, FVCIs, foreign individuals bidding under the QIB), Eligible FPIs, on a repatriation basis	Blue
Anchor Investors (where applicablxe) & Bidders/ Applicants bidding/ applying in the reserved category	White
Eligible Employees	[●]

Securities Issued in an IPO can only be in dematerialized form in compliance with section 29 of the Companies Act, 2013. Bidders/ Applicants will not have the option of getting the allotment of specified securities in physical form. However, they may get the specified securities rematerialised subsequent to allotment.

4.1 INSTRUCTIONS FOR FILING THE BID CUM APPLICATION FORM/ APPLICATION FORM

Bidders/ Applicants may note that forms not filled completely or correctly as per instructions provided in this GID, the RHP and the Bid cum Application Form/ Application Form are liable to be rejected.

Instructions to fill each field of the Bid cum Application Form can be found on the reverse side of the Bid cum Application Form. Specific instructions for filling various fields of the Resident Bid cum Application Form and Non-Resident Bid cum Application Form and samples are provided below.

The samples of the Bid cum Application Form for resident Bidders and the Bid cum Application Form for non-resident Bidders are reproduced below:

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

COMMON BID CUM APPLICATION FORM FOR ASBA / NON-ASBA

XYZ LIMITED - PUBLIC ISSUE - R

FOR RESIDENT INDIAN, QIB, ELIGIBLE NRI's APPLYING ON A NON-REPATRIATION BASIS

Logo

To,
The Board of Directors
XYZ Limited

BOOK BUILDING ISSUE
IN

Bid cum Application Form No.

SYNDICATE MEMBER'S STAMP & CODE

BROKER'S/AGENT'S STAMP & CODE

ESCROW BANK / SCSB BRANCH STAMP & CODE

SUB-BROKER'S/SUB-AGENT'S STAMP & CODE

BANK BRANCH SERIAL NO.

REGISTRAR'S / SCSB SERIAL NO.

1. NAME & CONTACT DETAILS of Sole / First Applicant

Mr. / Ms.

Address

Email

Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

4. BID OPTIONS (Only Retail Individual Bidders can Bid at "Cut-off")

Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures)			
		Bid Price	Discount, if any	Net Price	"Cut-off" (Please tick)
	7 6 5 4 3 2 1	4 3 2 1	4 3 2 1	4 3 2 1	
Option 1					☐
(OR) Option 2					☐
(OR) Option 3					☐

5. Category

☐ Retail Individual
☐ Non-Institutional
☐ QIB

6. Investor Status

☐ Individual(s) - IND
☐ Hindu Undivided Family* - HUF
☐ Bodies Corporate - CO
☐ Banks & Financial Institutions - FI
☐ Mutual Funds - MF
☐ Non-Resident Indians - NRI (Non-Repatriation basis)
☐ National Investment Fund - NIF
☐ Insurance Funds - IF
☐ Insurance Companies - IC
☐ Venture Capital Funds - VC
☐ Others (Please specify) - OTH

* HUF should apply only through Karta (Application by HUF would be treated on par with Individual)

7. PAYMENT DETAILS (Please tick (✓) any one of payment option A or B below)

PAYMENT OPTIONS ☐ Full Payment ☐ Part Payment

Amount Paid (₹ in figures) (₹ in words)

☐ **(A) CHEQUE/ DEMAND DRAFT (DD)**

Cheque/DD No. Dated D D M M Y Y

Drawn on (Bank Name & Branch)

☐ **(B) ASBA**

Bank A/c No.

Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/We (on behalf of joint applicants, if any) hereby confirm that I/We have read the Instructions for Filling up the Bid Cum Application Form given overleaf.

8A. SIGNATURE OF SOLE/ FIRST APPLICANT

Date : ____________, 2011

8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) (For ASBA option ONLY)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue

1)

2)

3)

BROKER'S / SCSB BRANCH'S STAMP (Acknowledging upload of Bid in Stock Exchange system)

TEAR HERE

XYZ LIMITED

Acknowledgement Slip for Syndicate Member / SCSB

Bid cum Application Form No.

DPID / CLID

PAN

Amount Paid (₹ in figures)

Bank & Branch

Cheque / DD/ASBA Bank A/c No.

Stamp & Signature of Banker

Received from Mr./Ms.

Telephone / Mobile

Email

TEAR HERE

XYZ LIMITED

	Option 1	Option 2	Option 3
No. of Equity Shares			
Bid Price			
Amount Paid (₹)			

Stamp & Signature of Syndicate Member / SCSB

Cheque / DD/ASBA Bank A/c No.

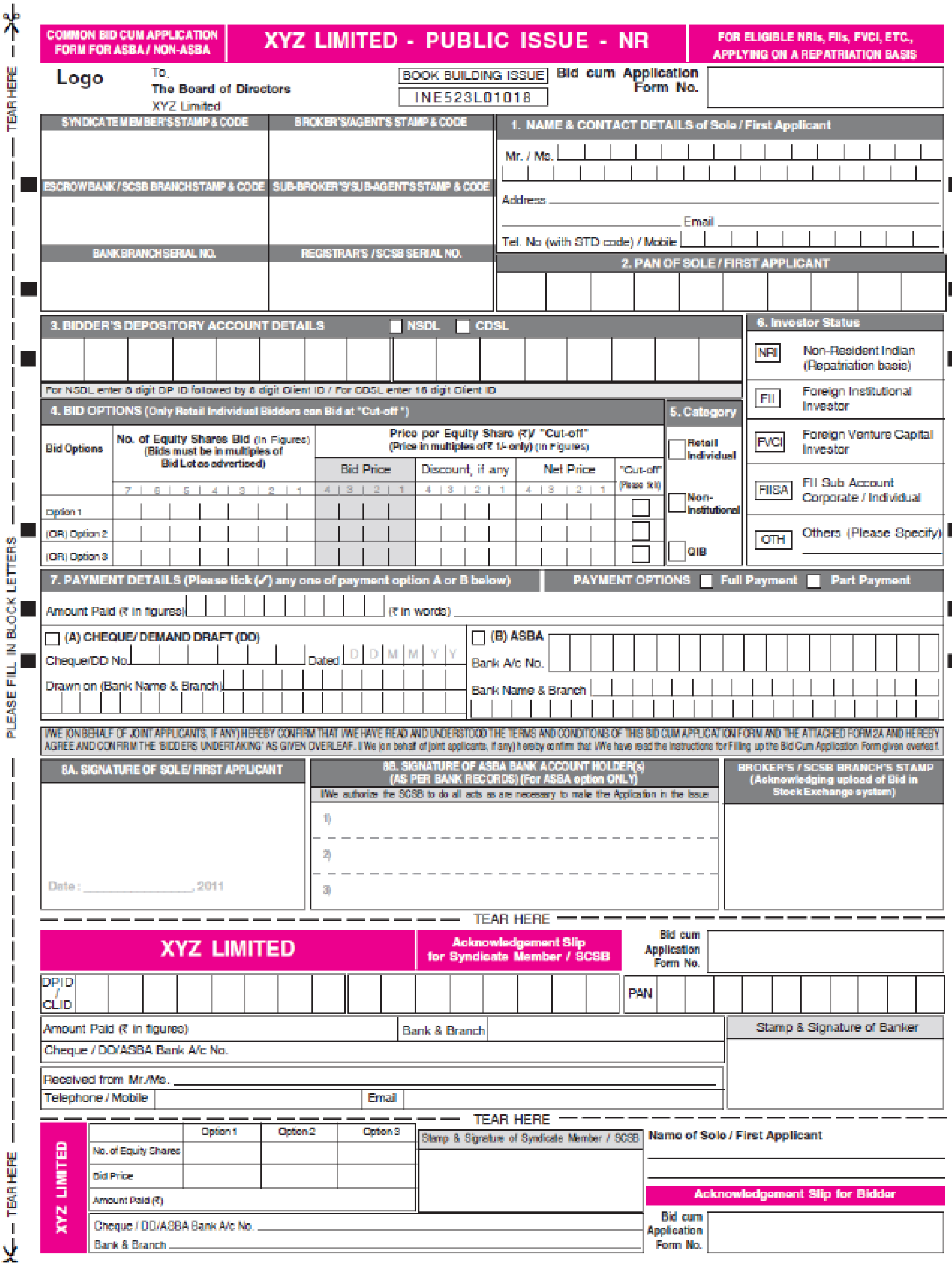
Bank & Branch

Name of Sole / First Applicant

Acknowledgement Slip for Bidder

Bid cum Application Form No.

TEAR HERE



COMMON BID CUM APPLICATION FORM FOR ASBA / NON-ASBA

XYZ LIMITED - PUBLIC ISSUE - NR

FOR ELIGIBLE NRIs, FIIs, FVCI, ETC., APPLYING ON A REPATRIATION BASIS

Logo

To,
The Board of Directors
XYZ Limited

BOOK BUILDING ISSUE

INE523L01018

Bid cum Application Form No.

SYNDICATE MEMBER'S STAMP & CODE

BROKER'S/AGENT'S STAMP & CODE

ESCROW BANK/SCSB BRANCH STAMP & CODE

SUB-BROKER'S/SUB-AGENT'S STAMP & CODE

BANK BRANCH SERIAL NO.

REGISTRAR'S / SCSB SERIAL NO.

1. NAME & CONTACT DETAILS of Sole / First Applicant

Mr. / Ms.

Address

Email

Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS NSDL CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

6. Investor Status

NRI Non-Resident Indian (Repatriation basis)

FII Foreign Institutional Investor

FVCI Foreign Venture Capital Investor

FIISA FII Sub Account Corporate / Individual

OTH Others (Please Specify)

4. BID OPTIONS (Only Retail Individual Bidders can Bid at "Cut-off")

Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures)			
	7 6 5 4 3 2 1	Bid Price 4 3 2 1	Discount, if any 4 3 2 1	Net Price 4 3 2 1	"Cut-off" (Please tick)
Option 1					
(OR) Option 2					
(OR) Option 3					

5. Category

Retail Individual

Non-Institutional

QIB

7. PAYMENT DETAILS (Please tick (✓) any one of payment option A or B below)

PAYMENT OPTIONS Full Payment Part Payment

Amount Paid (₹ in figures) (₹ in words)

(A) CHEQUE/ DEMAND DRAFT (DD)

Cheque/DD No. Dated D D M M Y Y

Drawn on (Bank Name & Branch)

(B) ASBA

Bank A/c No.

Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/We (on behalf of joint applicants, if any) hereby confirm that I/We have read the instructions for Filling up the Bid Cum Application Form given overleaf.

8A. SIGNATURE OF SOLE/ FIRST APPLICANT

Date : ________________, 2011

8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) (For ASBA option ONLY)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue

1)

2)

3)

BROKER'S / SCSB BRANCH'S STAMP (Acknowledging upload of Bid in Stock Exchange system)

TEAR HERE

XYZ LIMITED

Acknowledgement Slip for Syndicate Member / SCSB

Bid cum Application Form No.

DPID / CLID

PAN

Amount Paid (₹ in figures)

Bank & Branch

Stamp & Signature of Banker

Cheque / DD/ASBA Bank A/c No.

Received from Mr./Ms.

Telephone / Mobile

Email

TEAR HERE

XYZ LIMITED

	Option 1	Option 2	Option 3
No. of Equity Shares			
Bid Price			
Amount Paid (₹)			

Stamp & Signature of Syndicate Member / SCSB

Name of Sole / First Applicant

Acknowledgement Slip for Bidder

Cheque / DD/ASBA Bank A/c No.

Bank & Branch

Bid cum Application Form No.

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

TEAR HERE

4.1.1 FIELD NUMBER 1: NAME AND CONTACT DETAILS OF THE SOLE/ FIRST BIDDER/ APPLICANT

(a) Bidders/ Applicants should ensure that the name provided in this field is exactly the same as the name in which the Depository Account is held.

(b) **Mandatory Fields:** Bidders/ Applicants should note that the name and address fields are compulsory and e-mail and/ or telephone number/ mobile number fields are optional. Bidders/ Applicants should note that the contact details mentioned in the Bid-cum Application Form/ Application Form may be used to dispatch communications(including refund orders and letters notifying the unblocking of the bank accounts of ASB A Bidders/ Applicants) in case the communication sent to the address available with the Depositories are returned undelivered or are not available. The contact details provided in the Bid cum Application Form may be used by the Company, the members of the Syndicate, the Registered Broker and the Registrar to the Offer only for correspondence(s) related to an Offer and for no other purposes.

(c) **Joint Bids/ Applications:** In the case of Joint Bids/ Applications, the Bids / Applications should be made in the name of the Bidder/ Applicant whose name appears first in the Depository account. The name so entered should be the same as it appears in the Depository records. The signature of only such First Bidder/ Applicant would be required in the Bid cum Application Form/ Application Form and such First Bidder/ Applicant would be deemed to have signed on behalf of the joint holders All payments may be made out in favor of the Bidder/ Applicant whose name appears in the Bid cum Application Form/ Application Form or the Revision Form and all communications may be addressed to such Bidder/ Applicant and may be dispatched to his or her address as per the Demographic Details received from the Depositories.

(d) **Impersonation:** Attention of the Bidders/ Applicants is specifically drawn to the provisions of sub-section (1) of section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who:

1. makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
2. makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
3. otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under section 447.
4. The liability prescribed under section 447 of the Companies Act, 2013 includes imprisonment for a term which shall not be less than six months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than three years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount."

(e) **Nomination Facility to Bidder/ Applicant:** Nomination facility is available in accordance with the provisions of section 72 of the Companies Act, 2013. In case of allotment of the Equity Shares in dematerialized form, there is no need to make a separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Bidders/ Applicants should inform their respective DP.

4.1.2 FIELD NUMBER 2: PAN NUMBER OF SOLE/ FIRST BIDDER/ APPLICANT

(a) PAN (of the sole/ First Bidder/ Applicant) provided in the Bid cum Application Form/ Application Form should be exactly the same as the PAN of the person(s) in whose name the relevant beneficiary account is held as per the Depositories' records.

(b) PAN is the sole identification number for participants transacting in the securities market irrespective of the amount of transaction except for Bids/ Applications on behalf of the Central or State Government, Bids/ Applications by officials appointed by the courts and Bids/ Applications by Bidders/ Applicants residing in Sikkim ("**PAN Exempted Bidders/ Applicants**"). Consequently, all Bidders/ Applicants, other than the PAN Exempted Bidders/ Applicants, are required to disclose their PAN in the Bid cum Application Form/ Application Form, irrespective of the Bid/ Application Amount. A Bid cum Application Form/ Application Form without PAN, except in case of Exempted Bidders/ Applicants, is liable to be rejected. Bids/ Applications by the Bidders/ Applicants whose PAN is not available as per the Demographic Details available in their Depository records, are liable to be rejected.

(c) The exemption for the PAN Exempted Bidders/ Applicants is subject to (a) the Demographic Details received from the respective Depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in “active status”; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same.

(d) Bid cum Application Forms/ Application Forms which provide the General Index Register Number instead of PAN may be rejected.

(e) Bids/ Applications by Bidders whose demat accounts have been ‘suspended for credit’ are liable to be rejected pursuant to the circular issued by SEBI on July 29, 2010, bearing number CIR/ MRD/ DP/ 22/ 2010. Such accounts are classified as “**Inactive demat accounts**” and demographic details are not provided by depositories.

4.1.3 FIELD NUMBER 3: BIDDERS/ APPLICANTS DEPOSITORY ACCOUNT DETAILS

(a) Bidders/ Applicants should ensure that DP ID and the Client ID are correctly filled in the Bid cum Application Form/ Application Form. The DP ID and Client ID provided in the Bid cum Application Form/ Application Form should match with the DP ID and Client ID available in the Depository database, otherwise, the Bid cum Application Form/ Application Form is liable to be rejected.

(b) Bidders/ Applicants should ensure that the beneficiary account provided in the Bid cum Application Form/ Application Form is active.

(c) Bidders/ Applicants should note that on the basis of DP ID and Client ID as provided in the Bid cum Application Form/ Application Form, the Bidder/ Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/ Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for giving refunds and allocation advice (including through physical refund warrants, direct credit, NECS, NEFT and RTGS), or unblocking of ASBA Account or for other correspondence(s) related to an Offer. Please note that refunds, on account of failure of the Offer, shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank.

(d) Bidders/ Applicants are, advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/ Applicants’ sole risk.

4.1.4 FIELD NUMBER 4: BID OPTIONS

(a) Price or Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) may be disclosed in the Prospectus/ RHP by the Company. The Company is required to announce the Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) by way of an advertisement in at least one English, one Hindi and one regional newspaper, with wide circulation, at least five Working Days before Bid/ Offer Opening Date in case of an IPO, and at least one Working Day before Bid/ Offer Opening Date in case of an FPO.

(b) The Bidders may Bid at or above Floor Price or within the Price Band for IPOs / FPOs undertaken through the Book Building Process. In the case of Alternate Book Building Process for an FPO, the Bidders may Bid at Floor Price or any price above the Floor Price (For further details bidders may refer to (section 5.6 (e)).

(c) **Cut-Off Price:** Retail Individual Investors or Employees or Retail Individual Shareholders can Bid at the Cut-off Price indicating their agreement to Bid for and purchase the Equity Shares at the Offer Price as determined at the end of the Book Building Process. Bidding at the Cut-off Price is prohibited for QIBs and NIIs and such Bids from QIBs and NIIs may be rejected.

(d) **Minimum Application Value and Bid Lot:** The Company and and the Selling Shareholders in consultation with the BRLMs may decide the minimum number of Equity Shares for each Bid to ensure that the minimum application value is within the range of ₹10,000 to ₹15,000. The minimum Bid Lot is accordingly determined by an Company on basis of such minimum application value.

(e) **Allotment:** The allotment of specified securities to each RII shall not be less than the minimum Bid Lot, subject to availability of shares in the RII category, and the remaining available shares, if any, shall be allotted on a proportionate basis. For details of the Bid Lot, bidders may refer to the RHP/ Prospectus or the advertisement regarding the Price Band published by the Company.

4.1.4.1 Maximum and Minimum Bid Size

(a) The Bidder may Bid for the desired number of Equity Shares at a specific price. Bids by Retail Individual Investors and Employees must be for such number of shares so as to ensure that the Bid Amount less Discount (as applicable), payable by the Bidder does not exceed ₹200,000.
In case the Bid Amount exceeds ₹200,000 due to revision of the Bid or any other reason, the Bid may be considered for allocation under the Non-Institutional Category, with it not being eligible for Discount then such Bid may be rejected if it is at the Cut-off Price.

(b) For NRIs, a Bid Amount of up to ₹200,000 may be considered under the Retail Portion for the purposes of allocation and a Bid Amount exceeding ₹200,000 may be considered under the Non-Institutional Category for the purposes of allocation.

(c) Bids by QIBs and NIIs must be for such minimum number of shares such that the Bid Amount exceeds ₹200,000 and in multiples of such number of Equity Shares thereafter, as may be disclosed in the Bid cum Application Form and the RHP/ Prospectus, or as advertised by the Company, as the case may be. Non-Institutional Investors and QIBs are not allowed to Bid at 'Cut-off Price'.

(d) RII may revise their bids till closure of the bidding period or withdraw their bids until finalization of allotment. QIBs and NII's cannot withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after bidding and are required to pay the Bid Amount upon submission of the Bid.

(e) In case the Bid Amount reduces to ₹200,000 or less due to a revision of the Price Band, Bids by the Non-Institutional Investors who are eligible for allocation in the Retail Portion would be considered for allocation under the Retail Portion.

(f) For Anchor Investors, if applicable, the Bid Amount shall be least ₹10 crores. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors. Bids by various schemes of a Mutual Fund shall be aggregated to determine the Bid Amount. A Bid cannot be submitted for more than 60% of the QIB Portion under the Anchor Investor Portion. Anchor Investors cannot withdraw their Bids or lower the size of their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after the Anchor Investor Bid/ Offer Period and are required to pay the Bid Amount at the time of submission of the Bid. In case the Anchor Investor Offer Price is lower than the Offer Price, the balance amount shall be payable as per the pay-in-date mentioned in the revised CAN. In case the Offer Price is lower than the Anchor Investor Offer Price, the amount in excess of the Offer Price paid by the Anchor Investors shall not be refunded to them.

(g) A Bid cannot be submitted for more than the Offer size.

(h) The maximum Bid by any Bidder including QIB Bidder should not exceed the investment limits prescribed for them under the applicable laws.

(i) The price and quantity options submitted by the Bidder in the Bid cum Application Form may be treated as optional bids from the Bidder and may not be cumulated. After determination of the Offer Price, the number of Equity Shares Bid for by a Bidder at or above the Offer Price may be considered for allotment and the rest of the Bid(s), irrespective of the Bid Amount may automatically become invalid. This is not applicable in case of FPOs undertaken through Alternate Book Building Process (For details of bidders may refer to (section 5.6 (e))

4.1.4.2 Multiple Bids

(a) Bidder should submit only one Bid cum Application Form. Bidder shall have the option to make a maximum of Bids at three different price levels in the Bid cum Application Form and such options are not considered as multiple Bids.

Submission of a second Bid cum Application Form to either the same or to another member of the Syndicate, SCSB or Registered Broker and duplicate copies of Bid cum Application Forms bearing the same application number shall be treated as multiple Bids and are liable to be rejected.

(b) Bidders are requested to note the following procedures may be followed by the Registrar to the Offer to detect multiple Bids:

i. All Bids may be checked for common PAN as per the records of the Depository. For Bidders other than Mutual Funds and FII sub-accounts, Bids bearing the same PAN may be treated as multiple Bids by a Bidder and may be rejected.
ii. For Bids from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Bids on behalf of the PAN Exempted Bidders, the Bid cum Application Forms may be checked for common DP ID and Client ID. Such Bids which have the same DP ID and Client ID may be treated as multiple Bids and are liable to be rejected.

(c) The following Bids may not be treated as multiple Bids:

i. Bids by Reserved Categories bidding in their respective Reservation Portion as well as bids made by them in the Net Offer portion in public category.
ii. Separate Bids by Mutual Funds in respect of more than one scheme of the Mutual Fund provided that the Bids clearly indicate the scheme for which the Bid has been made.
iii. Bids by Mutual Funds, and sub-accounts of FIIs (or FIIs and its sub-accounts) submitted with the same PAN but with different beneficiary account numbers, Client IDs and DP IDs.
iv. Bids by Anchor Investors under the Anchor Investor Portion and the QIB Portion.

4.1.5 FIELD NUMBER 5: CATEGORY OF BIDDERS

(a) The categories of Bidders identified as per the SEBI ICDR Regulations, 2009 for the purpose of Bidding, allocation and allotment in the Offer are RIIs, NIIs and QIBs.

(b) Up to 60% of the QIB Portion can be allocated by the Company, on a discretionary basis subject to the criteria of minimum and maximum number of anchor investors based on allocation size, to the Anchor Investors, in accordance with SEBI ICDR Regulations, 2009, with one-third of the Anchor Investor Portion reserved for domestic Mutual Funds subject to valid Bids being received at or above the Offer Price. For details regarding allocation to Anchor Investors, bidders may refer to the RHP/ Prospectus.

(c) A Company can make reservation for certain categories of Bidders/ Applicants as permitted under the SEBI ICDR Regulations, 2009. For details of any reservations made in the Offer, Bidders/ Applicants may refer to the RHP/ Prospectus.

(d) The SEBI ICDR Regulations, 2009, specify the allocation or allotment that may be made to various categories of Bidders in the Issue depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form. For Offer specific details in relation to allocation Bidder/ Applicant may refer to the RHP/ Prospectus.

4.1.6 FIELD NUMBER 6: INVESTOR STATUS

(a) Each Bidder/ Applicant should check whether it is eligible to apply under applicable law and ensure that any prospective allotment to it in the Offer is in compliance with the investment restrictions under applicable law.

(b) Certain categories of Bidders/ Applicants, such as NRIs, FIIs, FPIs, QFIs and FVCIs may not be allowed to Bid/ Apply in the Offer or hold Equity Shares exceeding certain limits specified under applicable law. Bidders/ Applicants are requested to refer to the RHP/ Prospectus for more details.

(c) Bidders/ Applicants should check whether they are eligible to apply on non-repatriation basis or repatriation basis and should accordingly provide the investor status. Details regarding investor status are different in the Resident Bid cum Application Form and Non-Resident Bid cum Application Form.

(d) Bidders/ Applicants should ensure that their investor status is updated in the Depository records.

4.1.7 FIELD NUMBER 7: PAYMENT DETAILS

(a) All Bidders are required to make payment of the full Bid Amount (net of any Discount, as applicable) along-with the Bid cum Application Form. If the Discount is applicable in the Offer, the RIIs should indicate the full Bid Amount in the Bid cum Application Form and the payment shall be made for Bid Amount net of Discount. Only in cases where the RHP/ Prospectus indicates that part payment may be made, such an option can be exercised by the Bidder. In case of Bidders specifying more than one Bid Option in the Bid cum Application Form, the total Bid Amount may be calculated for the highest of three options at net price, i.e. Bid price less Discount offered, if any.

(b) Bidders who Bid at Cut-off price shall deposit the Bid Amount based on the Cap Price.

(c) QIBs and NIIs can participate in the Offer only through the ASBA mechanism.

(d) RIIs and/ or Reserved Categories bidding in their respective reservation portion can Bid, either through the ASBA mechanism or by paying the Bid Amount through a cheque or a demand draft ("**Non-ASBA Mechanism**").

(e) Bid Amount cannot be paid in cash, through money order or through postal order.

4.1.7.1 Instructions for non-ASBA Bidders:

(a) Non-ASBA Bidders may submit their Bids with a member of the Syndicate or any of the Registered Brokers of the Stock Exchange. The details of Broker Centres along with names and contact details of the Registered Brokers are provided on the websites of the Stock Exchanges.

(b) **For Bids made through a member of the Syndicate:** The Bidder may, with the submission of the Bid cum Application Form, draw a cheque or demand draft for the Bid Amount in favour of the Escrow Account as specified under the RHP/ Prospectus and the Bid cum Application Form and submit the same to the members of the Syndicate at Specified Locations.

(c) **For Bids made through a Registered Broker:** The Bidder may, with the submission of the Bid cum Application Form, draw a cheque or demand draft for the Bid Amount in favour of the Escrow Account as specified under the RHP/ Prospectus and the Bid cum Application Form and submit the same to the Registered Broker.

(d) If the cheque or demand draft accompanying the Bid cum Application Form is not made favoring the Escrow Account, the Bid is liable to be rejected.

(e) Payments should be made by cheque, or demand draft drawn on any bank (including a cooperative bank), which is situated at, and is a member of or sub-member of the bankers' clearing house located at the centre where the Bid cum Application Form is submitted. Cheques/ bank drafts drawn on banks not participating in the clearing process may not be accepted and applications accompanied by such cheques or bank drafts are liable to be rejected.

(f) The Escrow Collection Banks shall maintain the monies in the Escrow Account for and on behalf of the Bidders until the Designated Date.

(g) Bidders are advised to provide the number of the Bid cum Application Form and PAN on the reverse of the cheque or bank draft to avoid any possible misuse of instruments submitted.

4.1.7.2 Payment instructions for ASBA Bidders

(a) ASBA Bidders may submit the Bid cum Application Form either

i. in physical mode to the Designated Branch of an SCSB where the Bidders/ Applicants have ASBA Account, or
ii. in electronic mode through the internet banking facility offered by an SCSB authorizing blocking of funds that are available in the ASBA account specified in the Bid cum Application Form, or

iii. in physical mode to a member of the Syndicate at the Specified Locations, or
iv. Registered Brokers of the Stock Exchange

(b) ASBA Bidders may specify the Bank Account number in the Bid cum Application Form. The Bid cum Application Form submitted by an ASBA Bidder and which is accompanied by cash, demand draft, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account maintained with an SCSB, may not be accepted.

(c) Bidders should ensure that the Bid cum Application Form is also signed by the ASBA Account holder(s) if the Bidder is not the ASBA Account holder;

(d) Bidders shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the account.

(e) From one ASBA Account, a maximum of five Bids cum Application Forms can be submitted.

(f) ASBA Bidders bidding through a member of the Syndicate should ensure that the Bid cum Application Form is submitted to a member of the Syndicate only at the Specified locations. ASBA Bidders should also note that Bid cum Application Forms submitted to a member of the Syndicate at the Specified locations may not be accepted by the Member of the Syndicate if the SCSB where the ASBA Account, as specified in the Bid cum Application Form, is maintained has not named at least one branch at that location for the members of the Syndicate to deposit Bid cum Application Forms (a list of such branches is available on the website of SEBI at http:/ / www.sebi.gov.in/ sebiweb/ home/ list/ 5/ 33/ 0/ 0/ Recognised-Intermediaries).

(g) ASBA Bidders bidding through a Registered Broker should note that Bid cum Application Forms submitted to the Registered Brokers may not be accepted by the Registered Broker, if the SCSB where the ASBA Account, as specified in the Bid cum Application Form, is maintained has not named at least one branch at that location for the Registered Brokers to deposit Bid cum Application Forms.

(h) ASBA Bidders bidding directly through the SCSBs should ensure that the Bid cum Application Form is submitted to a Designated Branch of a SCSB where the ASBA Account is maintained.

(i) Upon receipt of the Bid cum Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Bid Amount are available in the ASBA Account, as mentioned in the Bid cum Application Form.

(j) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Bid Amount mentioned in the Bid cum Application Form and for application directly submitted to SCSB by investor, may enter each Bid option into the electronic bidding system as a separate Bid.

(k) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Bids on the Stock Exchange platform and such bids are liable to be rejected.

(l) Upon submission of a completed Bid cum Application Form each ASBA Bidder may be deemed to have agreed to block the entire Bid Amount and authorized the Designated Branch of the SCSB to block the Bid Amount specified in the Bid cum Application Form in the ASBA Account maintained with the SCSBs.

(m) The Bid Amount may remain blocked in the aforesaid ASBA Account until finalisation of the Basis of allotment and consequent transfer of the Bid Amount against the Allotted Equity Shares to the Public Offer Account, or until withdrawal or failure of the Offer, or until withdrawal or rejection of the Bid, as the case may be.

(n) SCSBs bidding in the Offer must apply through an Account maintained with any other SCSB; else their Bids are liable to be rejected.

4.1.7.2.1 Unblocking of ASBA Account

(a) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Offer may provide the following details to the controlling branches of each SCSB, along with instructions to unblock the relevant bank accounts and for successful applications transfer the requisite money to the Public Issue Account designated for this purpose, within the specified timelines: (i) the number of Equity Shares to be Allotted against each Bid, (ii) the amount to be transferred from the relevant bank account to the Public Issue Account, for each Bid, (iii) the date by which funds referred to in (ii) above may be transferred to the Public Issue Account, and (iv) details of rejected ASBA Bids, if any, along with reasons for rejection and details of withdrawn or unsuccessful Bids, if any, to enable the SCSBs to unblock the respective bank accounts.

(b) On the basis of instructions from the Registrar to the Issue, the SCSBs may transfer the requisite amount against each successful ASBA Bidder to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.

(c) In the event of withdrawal or rejection of the Bid cum Application Form and for unsuccessful Bids, the Registrar to the Offer may give instructions to the SCSB to unblock the Bid Amount in the relevant ASBA Account within 12 Working Days of the Bid/ Offer Closing Date.

4.1.7.3 Additional Payment Instructions for NRIs

The Non-Resident Indians who intend to make payment through Non-Resident Ordinary (NRO) accounts shall use the form meant for Resident Indians (non-repatriation basis). In the case of Bids by NRIs applying on a repatriation basis, payment shall not be accepted out of NRO Account.

4.1.7.4 Discount (if applicable)

(a) The Discount is stated in absolute rupee terms.

(b) Bidders applying under RII category, Retail Individual Shareholder and employees are only eligible for discount. For Discounts offered in the Offer, Bidders may refer to the RHP/ Prospectus.

(c) The Bidders entitled to the applicable Discount in the Offer may make payment for an amount i.e. the Bid Amount less Discount (if applicable).

Bidder may note that in case the net payment (post Discount) is more than two lakh Rupees, the bidding system automatically considers such applications for allocation under Non-Institutional Category. These applications are neither eligible for Discount nor fall under RII category.

4.1.8 FIELD NUMBER 8: SIGNATURES AND OTHER AUTHORISATIONS

(a) Only the First Bidder/ Applicant is required to sign the Bid cum Application Form/ Application Form. Bidders/ Applicants should ensure that signatures are in one of the languages specified in the Eighth Schedule to the Constitution of India.

(b) If the ASBA Account is held by a person or persons other than the ASBA Bidder/ Applicant, then the Signature of the ASBA Account holder(s) is also required.

(c) In relation to the ASBA Bids/ Applications, signature has to be correctly affixed in the authorization/ undertaking box in the Bid cum Application Form/ Application Form, or an authorisation has to be provided to the SCSB via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Bid cum Application Form/ Application Form.

(d) Bidders/ Applicants must note that Bid cum Application Form/ Application Form without signature of Bidder/ Applicant and / or ASBA Account holder is liable to be rejected.

4.1.9 ACKNOWLEDGEMENT AND FUTURE COMMUNICATION

(a) Bidders should ensure that they receive the acknowledgment duly signed and stamped by a member of the Syndicate, Registered Broker or SCSB, as applicable, for submission of the Bid cum Application Form.

(b) Applicants should ensure that they receive the acknowledgment duly signed and stamped by an Escrow Collection Bank or SCSB, as applicable, for submission of the Application Form.

(c) All communications in connection with Bids/ Applications made in the Offer should be addressed as under:

i. In case of queries related to Allotment, non-receipt of Allotment Advice, credit of allotted equity shares, refund orders, the Bidders/ Applicants should contact the Registrar to the Offer.
ii. In case of ASBA Bids submitted to the Designated Branches of the SCSBs, the Bidders/ Applicants should contact the relevant Designated Branch of the SCSB.
iii. In case of queries relating to uploading of Syndicate ASBA Bids, the Bidders/ Applicants should contact the relevant Syndicate member(s).
iv. In case of queries relating to uploading of Bids by a Registered Broker, the Bidders/ Applicants should contact the relevant Registered Broker.
v. Bidder/ Applicant may contact the Company Secretary and Compliance Officer or BRLMs in case of any other complaints in relation to the Offer.

(d) The following details (as applicable) should be quoted while making any queries -

i. full name of the sole or First Bidder/ Applicant, Bid cum Application Form number, Applicants'/ Bidders' DP ID, Client ID, PAN, number of Equity Shares applied for, amount paid on application.
ii. name and address of the member of the Syndicate, Registered Broker or the Designated Branch, as the case may be, where the Bid was submitted or
iii. In case of Non-ASBA bids cheque or draft number and the name of the issuing bank thereof
iv. In case of ASBA Bids, ASBA Account number in which the amount equivalent to the Bid Amount was blocked.

For further details, Bidder/ Applicant may refer to the RHP/ Prospectus and the Bid cum Application Form.

4.2 INSTRUCTIONS FOR FILING THE REVISION FORM

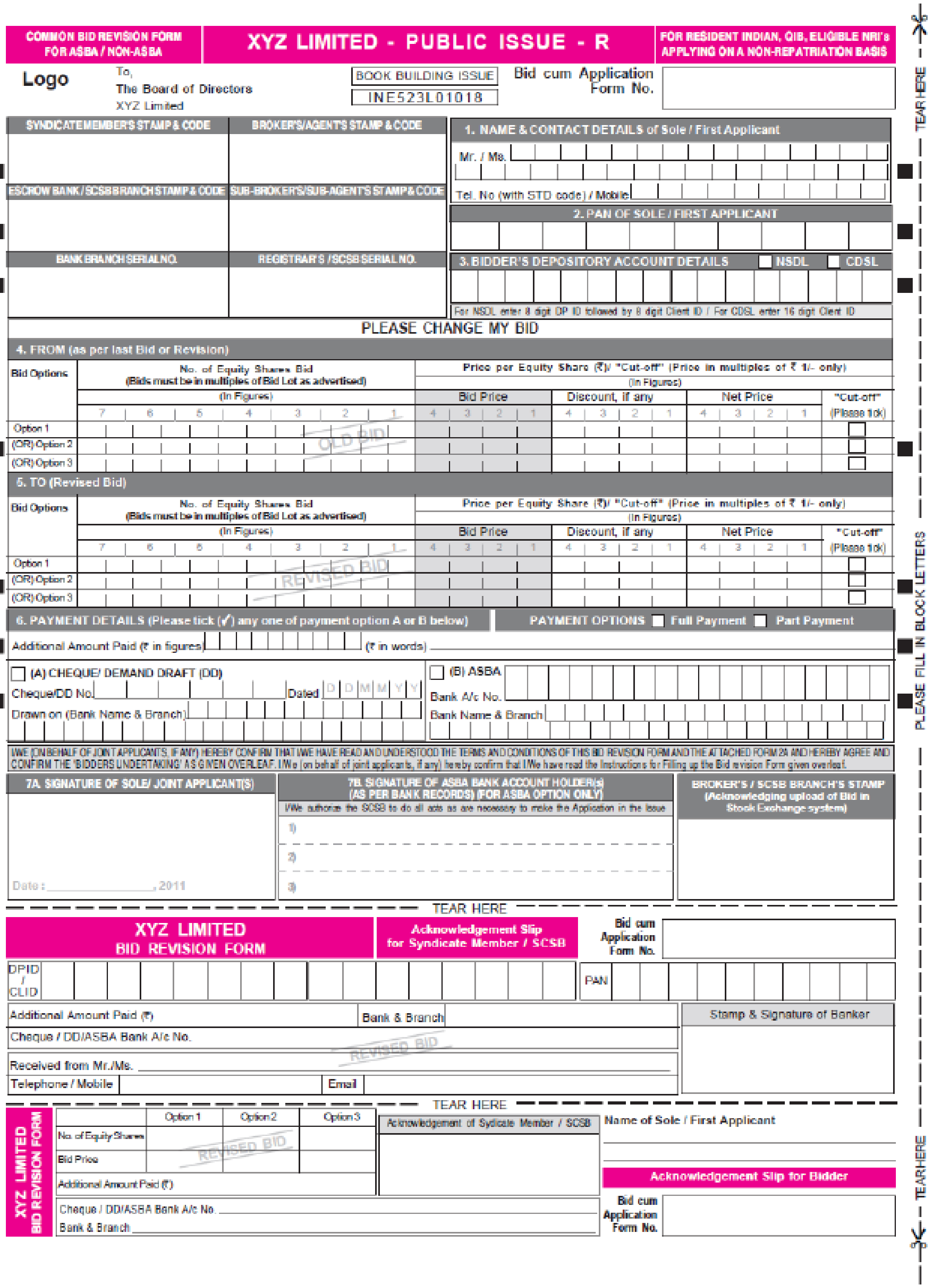
(a) During the Bid/ Offer Period, any Bidder/ Applicant (other than QIBs and NIIs, who can only revise their bid upwards) who has registered his or her interest in the Equity Shares at a particular price level is free to revise his or her Bid within the Price Band using the Revision Form, which is a part of the Bid cum Application Form.

(b) RII may revise their bids till closure of the bidding period or withdraw their bids until finalization of allotment.

(c) Revisions can be made in both the desired number of Equity Shares and the Bid Amount by using the Revision Form.

(d) The Bidder/ Applicant can make this revision any number of times during the Bid/ Offer Period. However, for any revision(s) in the Bid, the Bidders/ Applicants will have to use the services of the same member of the Syndicate, the Registered Broker or the SCSB through which such Bidder/ Applicant had placed the original Bid. Bidders/ Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof.

A sample Revision form is reproduced below:


COMMON BID REVISION FORM FOR ASBA / NON-ASBA

XYZ LIMITED - PUBLIC ISSUE - R

FOR RESIDENT INDIAN, QIB, ELIGIBLE NRI's APPLYING ON A NON-REPATRIATION BASIS

Logo

To,
The Board of Directors
XYZ Limited

BOOK BUILDING ISSUE
INE523L01018

Bid cum Application Form No.

SYNDICATE MEMBER'S STAMP & CODE | BROKER'S/AGENT'S STAMP & CODE

ESCROW BANK / SCSB BRANCH STAMP & CODE | SUB-BROKER'S/SUB-AGENT'S STAMP & CODE

BANK BRANCH SERIAL NO. | REGISTRAR'S / SCSB SERIAL NO.

1. NAME & CONTACT DETAILS of Sole / First Applicant

Mr. / Ms.

Tel. No (with STD code) / Mobile

2. PAN OF SOLE / FIRST APPLICANT

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS NSDL CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

PLEASE CHANGE MY BID

4. FROM (as per last Bid or Revision)

Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised) (In Figures)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures) Bid Price	Discount, if any	Net Price	"Cut-off" (Please tick)
Option 1					
(OR) Option 2	OLD BID				
(OR) Option 3					

5. TO (Revised Bid)

Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised) (In Figures)	Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures) Bid Price	Discount, if any	Net Price	"Cut-off" (Please tick)
Option 1					
(OR) Option 2	REVISED BID				
(OR) Option 3					

6. PAYMENT DETAILS (Please tick (✓) any one of payment option A or B below) PAYMENT OPTIONS Full Payment Part Payment

Additional Amount Paid (₹ in figures) (₹ in words)

(A) CHEQUE/ DEMAND DRAFT (DD)
Cheque/DD No. Dated D D M M Y Y
Drawn on (Bank Name & Branch)

(B) ASBA
Bank A/c No.
Bank Name & Branch

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID REVISION FORM AND THE ATTACHED FORM 2A AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/We (on behalf of joint applicants, if any) hereby confirm that I/We have read the Instructions for Filling up the Bid revision Form given overleaf.

7A. SIGNATURE OF SOLE/ JOINT APPLICANT(S)
Date : ____________, 2011

7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) (FOR ASBA OPTION ONLY)
I/We authorize the SCSB to do all acts as are necessary to make the Application in the Issue
1)
2)
3)

BROKER'S / SCSB BRANCH'S STAMP (Acknowledging upload of Bid in Stock Exchange system)

TEAR HERE

XYZ LIMITED BID REVISION FORM | Acknowledgement Slip for Syndicate Member / SCSB | Bid cum Application Form No.

DPID / CLID | PAN

Additional Amount Paid (₹) | Bank & Branch | Stamp & Signature of Banker
Cheque / DD/ASBA Bank A/c No. REVISED BID
Received from Mr./Ms.
Telephone / Mobile | Email

TEAR HERE

XYZ LIMITED BID REVISION FORM

	Option 1	Option 2	Option 3
No. of Equity Shares		REVISED BID	
Bid Price			
Additional Amount Paid (₹)			

Cheque / DD/ASBA Bank A/c No.
Bank & Branch

Acknowledgement of Sydicate Member / SCSB

Name of Sole / First Applicant

Acknowledgement Slip for Bidder

Bid cum Application Form No.

TEAR HERE — PLEASE FILL IN BLOCK LETTERS — TEAR HERE

Instructions to fill each field of the Revision Form can be found on the reverse side of the Revision Form. Other than instructions already highlighted at paragraph 4.1 above, point wise instructions regarding filling up various fields of the Revision Form are provided below:

4.2.1 FIELDS 1, 2 AND 3: NAME AND CONTACT DETAILS OF SOLE/ FIRST BIDDER/ APPLICANT, PAN OF SOLE/ FIRST BIDDER/ APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THE BIDDER/ APPLICANT

Bidders/ Applicants should refer to instructions contained in paragraphs 4.1.1, 4.1.2 and 4.1.3.

4.2.2 FIELD 4 & 5: BID OPTIONS REVISION 'FROM' AND 'TO'

(a) Apart from mentioning the revised options in the Revision Form, the Bidder/ Applicant must also mention the details of all the bid options given in his or her Bid cum Application Form or earlier Revision Form. For example, if a Bidder/ Applicant has Bid for three options in the Bid cum Application Form and such Bidder/ Applicant is changing only one of the options in the Revision Form, the Bidder/ Applicant must still fill the details of the other two options that are not being revised, in the Revision Form. The members of the Syndicate, the Registered Brokers and the Designated Branches of the SCSBs may not accept incomplete or inaccurate Revision Forms.

(b) In case of revision, Bid options should be provided by Bidders/ Applicants in the same order as provided in the Bid cum Application Form.

(c) In case of revision of Bids by RIIs, Employees and Retail Individual Shareholders, such Bidders/ Applicants should ensure that the Bid Amount, subsequent to revision, does not exceed ₹200,000. In case the Bid Amount exceeds ₹200,000 due to revision of the Bid or for any other reason, the Bid may be considered, subject to eligibility, for allocation under the Non-Institutional Category, not being eligible for Discount (if applicable) and such Bid may be rejected if it is at the Cut-off Price. The Cut-off Price option is given only to the RIIs, Employees and Retail Individual Shareholders indicating their agreement to Bid for and purchase the Equity Shares at the Offer Price as determined at the end of the Book Building Process.

(d) In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹200,000, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP/ Prospectus. If, however, the RII does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for shall be adjusted downwards for the purpose of allocation, such that no additional payment would be required from the RII and the RII is deemed to have approved such revised Bid at Cut-off Price.

(e) In case of a downward revision in the Price Band, RIIs and Bids by Employees under the Reservation Portion, who have bid at the Cut-off Price could either revise their Bid or the excess amount paid at the time of bidding may be unblocked in case of ASBA Bidders or refunded from the Escrow Account in case of non-ASBA Bidder.

4.2.3 FIELD 6: PAYMENT DETAILS

(a) With respect to the Bids, other than Bids submitted by ASBA Bidders/ Applicants, any revision of the Bid should be accompanied by payment in the form of cheque or demand draft for the amount, if any, to be paid on account of the upward revision of the Bid.

(b) All Bidders/ Applicants are required to make payment of the full Bid Amount (less Discount (if applicable) along with the Bid Revision Form. In case of Bidders/ Applicants specifying more than one Bid Option in the Bid cum Application Form, the total Bid Amount may be calculated for the highest of three options at net price, i.e. Bid price less discount offered, if any.

(c) In case of Bids submitted by ASBA Bidder/ Applicant, Bidder/ Applicant may Offer instructions to block the revised amount based on cap of the revised Price Band (adjusted for the Discount (if applicable) in the ASBA Account, to the same member of the Syndicate/ Registered Broker or the same Designated Branch (as the case may be) through whom such Bidder/ Applicant had placed the original Bid to enable the relevant SCSB to block the additional Bid Amount, if any.

(d) In case of Bids, other than ASBA Bids, Bidder/ Applicant, may make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹200,000 if the Bidder/ Applicant wants to continue to Bid at the Cut-off Price), with the members of the Syndicate / Registered Broker to whom the original Bid was submitted.

(e) In case the total amount (i.e., original Bid Amount less discount (if applicable) plus additional payment) exceeds ₹200,000, the Bid may be considered for allocation under the Non-Institutional Category in terms of the RHP/ Prospectus. If, however, the Bidder/ Applicant does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for may be adjusted downwards for the purpose of allotment, such that no additional payment is required from the Bidder/ Applicant and the Bidder/ Applicant is deemed to have approved such revised Bid at the Cut-off Price.

(f) In case of a downward revision in the Price Band, RIIs, Employees and Retail Individual Shareholders, who have bid at the Cut-off Price, could either revise their Bid or the excess amount paid at the time of bidding may be unblocked in case of ASBA Bidders/ Applicants or refunded from the Escrow Account in case of non-ASBA Bidder/ Applicant.

4.2.4 FIELDS 7: SIGNATURES AND ACKNOWLEDGEMENTS

Bidders/ Applicants may refer to instructions contained at paragraphs 4.1.8 and 4.1.9 for this purpose.

4.3 INSTRUCTIONS FOR FILING APPLICATION FORM IN ISSUES MADE OTHER THAN THROUGH THE BOOK BUILDING PROCESS (FIXED PRICE ISSUE)

4.3.1 FIELDS 1, 2, 3 NAME AND CONTACT DETAILS OF SOLE/ FIRST BIDDER/ APPLICANT, PAN OF SOLE/ FIRST BIDDER/ APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THE BIDDER/ APPLICANT

Applicants should refer to instructions contained in paragraphs 4.1.1, 4.1.2 and 4.1.3.

4.3.2 FIELD 4: PRICE, APPLICATION QUANTITY & AMOUNT

(a) The Company may mention Price or Price band in the draft Prospectus. However a prospectus registered with RoC contains one price or coupon rate (as applicable).

(b) **Minimum Application Value and Bid Lot:** The Company and the Selling Shareholders in consultation with the Lead Manager to the Issue (LM) may decide the minimum number of Equity Shares for each Bid to ensure that the minimum application value is within the range of ₹10,000 to ₹15,000. The minimum Lot size is accordingly determined by a Company on basis of such minimum application value.

(c) Applications by RIIs, Employees and Retail Individual Shareholders, must be for such number of shares so as to ensure that the application amount payable does not exceed ₹200,000.

(d) Applications by other investors must be for such minimum number of shares such that the application amount exceeds ₹200,000 and in multiples of such number of Equity Shares thereafter, as may be disclosed in the application form and the Prospectus, or as advertised by the Company, as the case may be.

(e) An application cannot be submitted for more than the Offer size.

(f) The maximum application by any Applicant should not exceed the investment limits prescribed for them under the applicable laws.

(g) **Multiple Applications:** An Applicant should submit only one Application Form. Submission of a second Application Form to either the same or to Collection Bank(s) or SCSB and duplicate copies of Application Forms bearing the same application number shall be treated as multiple applications and are liable to be rejected.

(h) Applicants are requested to note the following procedures may be followed by the Registrar to the Offer to detect multiple applications:

i. All applications may be checked for common PAN as per the records of the Depository. For Applicants other than Mutual Funds and FII sub-accounts, Bids bearing the same PAN may be treated as multiple applications by a Bidder/ Applicant and may be rejected.
ii. For applications from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Bids on behalf of the PAN Exempted Applicants, the Application Forms may be checked for common DP ID and Client ID. In any such applications which have the same DP ID and Client ID, these may be treated as multiple applications and may be rejected.

(i) The following applications may not be treated as multiple Bids:

i. Applications by Reserved Categories in their respective reservation portion as well as that made by them in the Net Offer portion in public category.

ii. Separate applications by Mutual Funds in respect of more than one scheme of the Mutual Fund provided that the Applications clearly indicate the scheme for which the Bid has been made.

iii. Applications by Mutual Funds, and sub-accounts of FIIs (or FIIs and its sub-accounts) submitted with the same PAN but with different beneficiary account numbers, Client IDs and DP IDs.

4.3.3 FIELD NUMBER 5: CATEGORY OF APPLICANTS

(a) The categories of applicants identified as per the SEBI ICDR Regulations, 2009 for the purpose of Bidding, allocation and allotment in the Offer are RIIs, individual applicants other than RII's and other investors (including corporate bodies or institutions, irrespective of the number of specified securities applied for).

(b) An Company can make reservation for certain categories of Applicants permitted under the SEBI ICDR Regulations, 2009. For details of any reservations made in the Offer, applicants may refer to the Prospectus.

(c) The SEBI ICDR Regulations, 2009 specify the allocation or allotment that may be made to various categories of applicants in an Offer depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form. For Offer specific details in relation to allocation applicant may refer to the Prospectus.

4.3.4 FIELD NUMBER 6: INVESTOR STATUS

Applicants should refer to instructions contained in paragraphs 4.1.6.

4.3.5 FIELD 7: PAYMENT DETAILS

(a) All Applicants are required to make payment of the full Amount (net of any Discount, as applicable) along-with the Application Form. If the Discount is applicable in the Offer, the RIIs should indicate the full Amount in the Application Form and the payment shall be made for an Amount net of Discount. Only in cases where the Prospectus indicates that part payment may be made, such an option can be exercised by the Applicant.

(b) RIIs and/ or Reserved Categories bidding in their respective reservation portion can Bid, either through the ASBA mechanism or by paying the Bid Amount through a cheque or a demand draft ("**Non-ASBA Mechanism**").

(c) Application Amount cannot be paid in cash, through money order or through postal order or through stock invest.

4.3.5.1 Instructions for non-ASBA Applicants:

(a) Non-ASBA Applicants may submit their Application Form with the Collection Bank(s).

(b) For Applications made through a Collection Bank(s): The Applicant may, with the submission of the Application Form, draw a cheque or demand draft for the Bid Amount in favor of the Escrow Account as specified under the Prospectus and the Application Form and submit the same to the escrow Collection Bank(s).

(c) If the cheque or demand draft accompanying the Application Form is not made favoring the Escrow Account, the form is liable to be rejected.

(d) Payments should be made by cheque, or demand draft drawn on any bank (including a cooperative bank), which is situated at, and is a member of or sub-member of the bankers' clearing house located at the centre where the Application Form is submitted. Cheques/ bank drafts drawn on banks not participating in the clearing process may not be accepted and applications accompanied by such cheques or bank drafts are liable to be rejected.

(e) The Escrow Collection Banks shall maintain the monies in the Escrow Account for and on behalf of the Applicants until the Designated Date.

(f) Applicants are advised to provide the number of the Application Form and PAN on the reverse of the cheque or bank draft to avoid any possible misuse of instruments submitted.

4.3.5.2 Payment instructions for ASBA Applicants

(a) ASBA Applicants may submit the Application Form in physical mode to the Designated Branch of an SCSB where the Applicants have ASBA Account.

(b) ASBA Applicants may specify the Bank Account number in the Application Form. The Application Form submitted by an ASBA Applicant and which is accompanied by cash, demand draft, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account maintained with an SCSB, may not be accepted.

(c) Applicants should ensure that the Application Form is also signed by the ASBA Account holder(s) if the Applicant is not the ASBA Account holder;

(d) Applicants shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the account.

(e) From one ASBA Account, a maximum of five Bids cum Application Forms can be submitted.

(f) ASBA Applicants bidding directly through the SCSBs should ensure that the Application Form is submitted to a Designated Branch of a SCSB where the ASBA Account is maintained.

(g) Upon receipt of the Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the Application Form.

(h) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Application Amount mentioned in the Application Form and may upload the details on the Stock Exchange Platform.

(i) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Applications on the Stock Exchange platform and such Applications are liable to be rejected.

(j) Upon submission of a completed Application Form each ASBA Applicant may be deemed to have agreed to block the entire Application Amount and authorized the Designated Branch of the SCSB to block the Application Amount specified in the Application Form in the ASBA Account maintained with the SCSBs.

(k) The Application Amount may remain blocked in the aforesaid ASBA Account until finalisation of the Basis of allotment and consequent transfer of the Application Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal or failure of the Offer, or until withdrawal or rejection of the Application, as the case may be.

(l) SCSBs applying in the Offer must apply through an ASBA Account maintained with any other SCSB; else their Applications are liable to be rejected.

4.3.5.2.1 Unblocking of ASBA Account

(a) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Issue may provide the following details to the controlling branches of each SCSB, along with instructions to unblock the relevant bank accounts and for successful applications transfer the requisite money to the Public Issue Account designated for this purpose, within the specified timelines: (i) the number of Equity Shares to be Allotted against each Application, (ii) the amount to be transferred from the relevant bank account to the Public Issue Account, for each Application, (iii) the date by which funds referred to in (ii) above may be transferred to the Public Issue Account, and (iv) details of rejected ASBA Applications, if any, along with reasons for rejection and details of withdrawn or unsuccessful Applications, if any, to enable the SCSBs to unblock the respective bank accounts.

(b) On the basis of instructions from the Registrar to the Offer, the SCSBs may transfer the requisite amount against each successful ASBA Application to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.

(c) In the event of withdrawal or rejection of the Application Form and for unsuccessful Applications, the Registrar to the Offer may give instructions to the SCSB to unblock the Application Amount in the relevant ASBA Account within 12 Working Days of the Offer Closing Date.

4.3.5.3 Discount (if applicable)

(a) The Discount is stated in absolute rupee terms,

(b) RIIs, Employees and Retail Individual Shareholders are only eligible for discount. For Discounts offered in the Offer, applicants may refer to the Prospectus.

(c) The Applicants entitled to the applicable Discount in the Offer may make payment for an amount i.e. the Application Amount less Discount (if applicable).

4.3.6 FIELD NUMBER 8: SIGNATURES AND OTHER AUTHORISATIONS & ACKNOWLEDGEMENT AND FUTURE COMMUNICATION

Applicants should refer to instructions contained in paragraphs 4.1.8 & 4.1.9.

4.4 SUBMISSION OF BID CUM APPLICATION FORM/ REVISION FORM/ APPLICATION FORM

4.4.1 Bidders/ Applicants may submit completed Bid cum Application form / Revision Form in the following manner:-

Mode of Application	Submission of Bid cum Application Form	
Non-ASBA Application	(1)	To members of the Syndicate at the Specified Locations mentioned in the Bid cum Application Form
	(2)	To Registered Brokers
ASBA Application	(a)	To members of the Syndicate in the Specified Locations or Registered Brokers at the Broker Centres
	(b)	To the Designated branches of the SCSBs where the ASBA Account is maintained

(a) Bidders/ Applicants should not submit the bid cum application forms/ Revision Form directly to the escrow collection banks. Bid cum Application Form/ Revision Form submitted to the escrow collection banks are liable for rejection.

(b) Bidders/ Applicants should submit the Revision Form to the same member of the Syndicate, the Registered Broker or the SCSB through which such Bidder/ Applicant had placed the original Bid.

(c) Upon submission of the Bid cum Application Form, the Bidder/ Applicant will be deemed to have authorized the Company to make the necessary changes in the RHP and the Bid cum Application Form as would be required for filing Prospectus with the Registrar of Companies (RoC) and as would be required by the RoC after such filing, without prior or subsequent notice of such changes to the relevant Bidder/ Applicant.

(d) Upon determination of the Offer Price and filing of the Prospectus with the RoC, the Bid cum Application Form will be considered as the application form.

SECTION 5: ISSUE PROCEDURE IN BOOK BUILT ISSUE

Book Building, in the context of the Offer, refers to the process of collection of Bids within the Price Band or above the Floor Price and determining the Offer Price based on the Bids received as detailed in Schedule XI of SEBI ICDR Regulations, 2009. The Offer Price is finalised after the Bid/ Offer Closing Date. Valid Bids received at or above the Offer Price are considered for allocation in the Offer, subject to applicable regulations and other terms and conditions.

5.1 SUBMISSION OF BIDS

(a) During the Bid/ Offer Period, ASBA Bidders/ Applicants may approach the members of the Syndicate at the Specified Cities or any of the Registered Brokers or the Designated Branches to register their Bids. Non-ASBA Bidders/ Applicants who are interested in subscribing for the Equity Shares should approach the members of the Syndicate or any of the Registered Brokers, to register their Bid.

(b) Non-ASBA Bidders/ Applicants (RIIs, Employees and Retail Individual Shareholders) bidding at Cut-off Price may submit the Bid cum Application Form along with a cheque/ demand draft for the Bid Amount less discount (if applicable) based on the Cap Price with the members of the Syndicate/ any of the Registered Brokers to register their Bid.

(c) In case of ASBA Bidders/ Applicants (excluding NIIs and QIBs) bidding at Cut-off Price, the ASBA Bidders/ Applicants may instruct the SCSBs to block Bid Amount based on the Cap Price less discount (if applicable). ASBA Bidders/ Applicants may approach the members of the Syndicate or any of the Registered Brokers or the Designated Branches to register their Bids.

(d) For Details of the timing on acceptance and upload of Bids in the Stock Exchanges Platform Bidders/ Applicants are requested to refer to the RHP.

5.2 ELECTRONIC REGISTRATION OF BIDS

(a) The Syndicate, the Registered Brokers and the SCSBs may register the Bids using the on-line facilities of the Stock Exchanges. The Syndicate, the Registered Brokers and the Designated Branches of the SCSBs can also set up facilities for off-line electronic registration of Bids, subject to the condition that they may subsequently upload the off-line data file into the online facilities for Book Building on a regular basis before the closure of the issue.

(b) On the Bid/ Offer Closing Date, the Syndicate, the Registered Broker and the Designated Branches of the SCSBs may upload the Bids till such time as may be permitted by the Stock Exchanges.

(c) Only Bids that are uploaded on the Stock Exchanges Platform are considered for allocation/ Allotment. The members of the Syndicate, the Registered Brokers and the SCSBs are given up to one day after the Bid/ Offer Closing Date to modify select fields uploaded in the Stock Exchange Platform during the Bid/ Offer Period after which the Stock Exchange(s) send the bid information to the Registrar for validation of the electronic bid details with the Depository's records.

5.3 BUILD UP OF THE BOOK

(a) Bids received from various Bidders/ Applicants through the Syndicate, Registered Brokers and the SCSBs may be electronically uploaded on the Bidding Platform of the Stock Exchanges' on a regular basis. The book gets built up at various price levels. This information may be available with the BRLMs at the end of the Bid/ Offer Period.

(b) Based on the aggregate demand and price for Bids registered on the Stock Exchanges Platform, a graphical representation of consolidated demand and price as available on the websites of the Stock Exchanges may be made available at the bidding centres during the Bid/ Offer Period.

5.4 WITHDRAWAL OF BIDS

(a) RIIs can withdraw their Bids until finalization of Basis of Allotment. In case a RII applying through the ASBA process wishes to withdraw the Bid during the Bid/ Offer Period, the same can be done by submitting a request for the same to the concerned SCSB or the Syndicate member(s) or the Registered Broker, as applicable, who shall do the requisite, including unblocking of the funds by the SCSB in the ASBA Account.

(b) In case a RII wishes to withdraw the Bid after the Bid/ Offer Period, the same can be done by submitting a withdrawal request to the Registrar to the Offer until finalization of Basis of Allotment. The Registrar to the Offer shall give instruction to the SCSB for unblocking the ASBA Account on the Designated Date. QIBs and NIIs can neither withdraw nor lower the size of their Bids at any stage.

5.5 REJECTION & RESPONSIBILITY FOR UPLOAD OF BIDS

(a) The members of the Syndicate, the Registered Broker and/ or SCSBs are individually responsible for the acts, mistakes or errors or omission in relation to

i. the Bids accepted by the members of the Syndicate, the Registered Broker and the SCSBs,

ii. the Bids uploaded by the members of the Syndicate, the Registered Broker and the SCSBs,

iii. the Bid cum application forms accepted but not uploaded by the members of the Syndicate, the Registered Broker and the SCSBs, or

iv. With respect to Bids by ASBA Bidders/ Applicants, Bids accepted and uploaded by SCSBs without blocking funds in the ASBA Accounts. It may be presumed that for Bids uploaded by the SCSBs, the Bid Amount has been blocked in the relevant Account.

(b) The BRLMs and their affiliate syndicate member(s), as the case may be, may reject Bids if all the information required is not provided and the Bid cum Application Form is incomplete in any respect.

(c) The SCSBs shall have no right to reject Bids, except in case of unavailability of adequate funds in the ASBA account or on technical grounds.

(d) In case of QIB Bidders, only the (i) SCSBs (for Bids other than the Bids by Anchor Investors); and (ii) BRLMs and their affiliate syndicate member(s) (only in the specified locations) have the right to reject bids. However, such rejection shall be made at the time of receiving the Bid and only after assigning a reason for such rejection in writing.

(e) All bids by QIBs, NIIs & RIIs Bids can be rejected on technical grounds listed herein.

5.5.1 GROUNDS FOR TECHNICAL REJECTIONS

Bid cum Application Forms/ Application Form can be rejected on the below mentioned technical grounds either at the time of their submission to the (i) authorised agents of the BRLMs, (ii) Registered Brokers, or (iii) SCSBs, or (iv) Collection Bank(s), or at the time of finalisation of the Basis of Allotment. Bidders/ Applicants are advised to note that the Bids/ Applications are liable to be rejected, inter-alia, on the following grounds, which have been detailed at various placed in this GID:-

(a) Bid/ Application by persons not competent to contract under the Indian Contract Act, 1872, as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);

(b) Bids/ Applications by OCBs;

(c) In case of partnership firms, Bid/ Application for Equity Shares made in the name of the firm. However, a limited liability partnership can apply in its own name;

(d) In case of Bids/ Applications under power of attorney or by limited companies, corporate, trust etc., relevant documents are not being submitted along with the Bid cum application form/ Application Form;

(e) Bids/ Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;

(f) Bids/ Applications by any person outside India if not in compliance with applicable foreign and Indian laws;

(g) DP ID and Client ID not mentioned in the Bid cum Application Form/ Application Form;

(h) PAN not mentioned in the Bid cum Application Form/ Application Form except for Bids/ Applications by or on behalf of the Central or State Government and officials appointed by the court and by the investors residing in the State of Sikkim, provided such claims have been verified by the Depository Participant;

(i) In case no corresponding record is available with the Depositories that matches the DP ID, the Client ID and the PAN;

(j) Bids/ Applications for lower number of Equity Shares than the minimum specified for that category of investors;

(k) Bids/ Applications at a price less than the Floor Price & Bids/ Applications at a price more than the Cap Price;

(l) Bids/ Applications at Cut-off Price by NIIs and QIBs;

(m) Amount paid does not tally with the amount payable for the highest value of Equity Shares Bid for. With respect to Bids/ Applications by ASBA Bidders, the amounts mentioned in the Bid cum Application Form/ Application Form does not tally with the amount payable for the value of the Equity Shares Bid/ Applied for;

(n) Bids/ Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;

(o) In relation to ASBA Bids/ Applications, submission of more than five Bid cum Application Forms/ Application Form as per ASBA Account;

(p) Bids/ Applications for a Bid/ Application Amount of more than ₹200,000 by RIIs by applying through non-ASBA process;

(q) Bids/ Applications for number of Equity Shares which are not in multiples Equity Shares which are not in multiples as specified in the RHP;

(r) Multiple Bids/ Applications as defined in this GID and the RHP/ Prospectus;

(s) Bid cum Application Forms/ Application Forms are not delivered by the Bidders/ Applicants within the time prescribed as per the Bid cum Application Forms/ Application Form, Bid/ Offer Opening Date advertisement and as per the instructions in the RHP and the Bid cum Application Forms;

(t) With respect to ASBA Bids/ Applications, inadequate funds in the bank account to block the Bid/ Application Amount specified in the Bid cum Application Form/ Application Form at the time of blocking such Bid/ Application Amount in the bank account;

(u) Bids/ Applications where sufficient funds are not available in Escrow Accounts as per final certificate from the Escrow Collection Banks;

(v) With respect to ASBA Bids/ Applications, where no confirmation is received from SCSB for blocking of funds;

(w) Bids/ Applications by QIBs (other than Anchor Investors) and Non Institutional Investors not submitted through ASBA process or Bids/ Applications by QIBs (other than Anchor Investors) and Non Institutional Investors accompanied with cheque(s) or demand draft(s);

(x) ASBA Bids/ Applications submitted to a BRLMs at locations other than the Specified Cities and Bid cum Application Forms/ Application Forms, under the ASBA process, submitted to the Escrow Collecting Banks (assuming that such bank is not a SCSB where the ASBA Account is maintained), to the Company or the Registrar to the Offer;

(y) Bids/ Applications not uploaded on the terminals of the Stock Exchanges;

(z) Bids/ Applications by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Bid cum Application Form/ Application Form.

5.6 BASIS OF ALLOCATION

(a) The SEBI ICDR Regulations, 2009 specify the allocation or Allotment that may be made to various categories of Bidders/ Applicants in an Offer depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Offer size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the RHP / Prospectus. For details in relation to allocation, the Bidder/ Applicant may refer to the RHP / Prospectus.

(b) Under-subscription in Retail Portion is allowed to be met with spill-over from any other category or combination of categories at the discretion of the Company and the Selling Shareholders and in consultation with the BRLMs and the Designated Stock Exchange and in accordance with the SEBI ICDR Regulations, 2009. Unsubscribed portion in QIB Portion is not available for subscription to other categories.

(c) In case of under subscription in the Net Offer, spill-over to the extent of such under-subscription may be permitted from the Reserved Portion to the Net Offer. For allocation in the event of an under-subscription applicable to the Company, Bidders/ Applicants may refer to the RHP.

Illustration of the Book Building and Price Discovery Process

Bidders should note that this example is solely for illustrative purposes and is not specific to the Offer; it also excludes bidding by Anchor Investors.

Bidders can bid at any price within the Price Band. For instance, assume a Price Band of ₹20 to ₹24 per share, Offer size of 3,000 Equity Shares and receipt of five Bids from Bidders, details of which are shown in the table below. The illustrative book given below shows the demand for the Equity Shares of the Company at various prices and is collated from Bids received from various investors.

Bid Quantity	Bid Amount (₹)	Cumulative Quantity	Subscription
500	24	500	16.67%
1,000	23	1,500	50.00%
1,500	22	3,000	100.00%
2,000	21	5,000	166.67%
2,500	20	7,500	250.00%

The price discovery is a function of demand at various prices. The highest price at which the Company is able to Offer the desired number of Equity Shares is the price at which the book cuts off, i.e., ₹22.0 in the above example. The Company and and the Selling Shareholders, in consultation with the BRLMs, may finalise the Offer Price at or below such Cut-Off Price, i.e., at or below ₹22.0. All Bids at or above this Offer Price and cut-off Bids are valid Bids and are considered for allocation in the respective categories.

(e) Alternate Method of Book Building

In case of FPOs, companies may opt for an alternate method of Book Building in which only the Floor Price is specified for the purposes of bidding ("**Alternate Book Building Process**").

The company may specify the Floor Price in the RHP or advertise the Floor Price at least one Working Day prior to the Bid/ Offer Opening Date. QIBs may Bid at a price higher than the Floor Price and the Allotment to the QIBs is made on a price priority basis. The Bidder with the highest Bid Amount is allotted the number of Equity Shares Bid for and then the second highest Bidder is Allotted Equity Shares and this process continues until all the Equity Shares have been allotted. RIIs, NIIs and Employees are Allotted Equity Shares at the Floor Price and allotment to these categories of Bidders is made proportionately. If the number of Equity Shares Bid for at a price is more than available quantity then the allotment may be done on a proportionate basis. Further, the company may place a cap either in terms of number of specified securities or percentage of issued capital of the Company that may be allotted to a single Bidder, decide whether a Bidder be allowed to revise the bid upwards or downwards in terms of price and/ or quantity and also decide whether a Bidder be allowed single or multiple bids.

SECTION 6: ISSUE PROCEDURE IN FIXED PRICE ISSUE

Applicants may note that there is no Bid cum Application Form in a Fixed Price Issue. As the Issue Price is mentioned in the Fixed Price Issue therefore on filing of the Prospectus with the RoC, the Application so submitted is considered as the application form.

Applicants may only use the specified Application Form for the purpose of making an Application in terms of the Prospectus which may be submitted through Syndicate member(s)/ SCSB and/ or Bankers to the Issue or Registered Broker.

ASBA Applicants may submit an Application Form either in physical form to the Syndicate member(s) or Registered Brokers or the Designated Branches of the SCSBs or in the electronic form to the SCSB or the Designated Branches of the SCSBs authorising blocking of funds that are available in the bank account specified in the Application Form only ("ASBA Account"). The Application Form is also made available on the websites of the Stock Exchanges at least one day prior to the Bid/ Issue Opening Date.

In a fixed price Issue, allocation in the net offer to the public category is made as follows: minimum fifty per cent to Retail Individual Investors; and remaining to (i) individual investors other than Retail Individual Investors; and (ii) other Applicants including corporate bodies or institutions, irrespective of the number of specified securities applied for. The unsubscribed portion in either of the categories specified above may be allocated to the Applicants in the other category.

For details of instructions in relation to the Application Form, Bidders/ Applicants may refer to the relevant chapter of the GID.

SECTION 7: ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT

The allotment of Equity Shares to Bidders/ Applicants other than Retail Individual Investors and Anchor Investors may be on proportionate basis. For Basis of Allotment to Anchor Investors, Bidders/ Applicants may refer to RHP/ Prospectus. No Retail Individual Investor is will be allotted less than the minimum Bid Lot subject to availability of shares in Retail Individual Investor Category and the remaining available shares, if any will be allotted on a proportionate basis. The company is required to receive a minimum subscription of 90% of the Issue (excluding any Offer for Sale of specified securities). However, in case the Offer is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

7.1 ALLOTMENT TO RIIs

Bids received from the RIIs at or above the Offer Price may be grouped together to determine the total demand under this category. If the aggregate demand in this category is less than or equal to the Retail Portion at or above the Offer Price, full Allotment may be made to the RIIs to the extent of the valid Bids. If the aggregate demand in this category is greater than the allocation to in the Retail Portion at or above the Offer Price, then the maximum number of RIIs who can be Allotted the minimum Bid Lot will be computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Bid Lot ("Maximum RII Allottees"). The Allotment to the RIIs will then be made in the following manner:

(a) In the event the number of RIIs who have submitted valid Bids in the Offer is equal to or less than Maximum RII Allottees, (i) all such RIIs shall be Allotted the minimum Bid Lot; and (ii) the balance available Equity Shares, if any, remaining in the Retail Portion shall be Allotted on a proportionate basis to the RIIs who have received Allotment as per (i) above for the balance demand of the Equity Shares Bid by them (i.e. who have Bid for more than the minimum Bid Lot).

(b) In the event the number of RIIs who have submitted valid Bids in the Offer is more than Maximum RII Allottees, the RIIs (in that category) who will then be allotted minimum Bid Lot shall be determined on the basis of draw of lots.

7.2 ALLOTMENT TO NIIs

Bids received from NIIs at or above the Offer Price may be grouped together to determine the total demand under this category. The allotment to all successful NIIs may be made at or above the Offer Price. If the aggregate demand in this category is less than or equal to the Non-Institutional Category at or above the Offer Price, full allotment may be made to NIIs to the extent of their demand. In case the aggregate demand in this category is greater than the Non-Institutional Category at or above the Offer Price, allotment may be made on a proportionate basis up to a minimum of the Non-Institutional Category.

7.3 ALLOTMENT TO QIBs

For the Basis of Allotment to Anchor Investors, Bidders/ Applicants may refer to the SEBI ICDR Regulations, 2009 or RHP / Prospectus. Bids received from QIBs bidding in the QIB Portion (net of Anchor Portion) at or above the Offer Price may be grouped together to determine the total demand under this category. The QIB Portion may be available for allotment to QIBs who have Bid at a price that is equal to or greater than the Offer Price. Allotment may be undertaken in the following manner:

(a) In the first instance allocation to Mutual Funds for up to 5% of the QIB Portion may be determined as follows: (i) In the event that Bids by Mutual Fund exceeds 5% of the QIB Portion, allocation to Mutual Funds may be done on a proportionate basis for up to 5% of the QIB Portion; (ii) In the event that the aggregate demand from Mutual Funds is less than 5% of the QIB Portion then all Mutual Funds may get full allotment to the extent of valid Bids received above the Offer Price; and (iii) Equity Shares remaining unsubscribed, if any and not allocated to Mutual Funds may be available for allotment to all QIBs as set out at paragraph 7.4(b) below;

(b) In the second instance, allotment to all QIBs may be determined as follows: (i) In the event of oversubscription in the QIB Portion, all QIBs who have submitted Bids above the Offer Price may be Allotted Equity Shares on a proportionate basis for up to 95% of the QIB Portion; (ii) Mutual Funds, who have received allocation as per (a) above, for less than the number of Equity Shares Bid for by them, are eligible to receive Equity Shares on a proportionate basis along with other QIBs; and (iii) Under-subscription below 5% of the QIB Portion, if any, from Mutual Funds, may be included for allocation to the remaining QIBs on a proportionate basis.

7.4 ALLOTMENT TO ANCHOR INVESTOR (IF APPLICABLE)

(a) Allocation of Equity Shares to Anchor Investors at the Anchor Investor Offer Price will be at the discretion of the company subject to compliance with the following requirements:

i. not more than 60% of the QIB Portion will be allocated to Anchor Investors;

ii. one-third of the Anchor Investor Portion shall be reserved for domestic Mutual

iii. Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors; and

iv. allocation to Anchor Investors shall be on a discretionary basis and subject to:

- a maximum number of two Anchor Investors for allocation up to ₹10 crores;

- a minimum number of two Anchor Investors and maximum number of 15 Anchor Investors for allocation of more than ₹10 crores and up to ₹250 crores subject to minimum allotment of ₹5 crores per such Anchor Investor; and

- a minimum number of five Anchor Investors and maximum number of 25 Anchor Investors for allocation of more than ₹250 crores subject to minimum allotment of ₹5 crores per such Anchor Investor.

(b) A physical book is prepared by the Registrar on the basis of the Bid cum Application Forms received from Anchor Investors. Based on the physical book and at the discretion of the company in consultation with the Book Running Lead Managers, selected Anchor Investors will be sent a CAN and if required, a revised CAN.

(c) In the event that the Offer Price is higher than the Anchor Investor Offer Price: Anchor Investors will be sent a revised CAN within one day of the Pricing Date indicating the number of Equity Shares allocated to such Anchor Investor and the pay-in date for payment of the balance amount. Anchor Investors are then required to pay any additional amounts, being the difference between the Offer Price and the Anchor Investor Offer Price, as indicated in the revised CAN within the pay-in date referred to in the revised CAN. Thereafter, the Allotment Advice will be issued to such Anchor Investors

(d) In the event the Offer Price is lower than the Anchor Investor Offer Price: Anchor Investors who have been Allotted Equity Shares will directly receive Allotment Advice.

7.5 BASIS OF ALLOTMENT FOR QIBs (OTHER THAN ANCHOR INVESTORS), NIIs AND RESERVED CATEGORY IN CASE OF OVER-SUBSCRIBED ISSUE

In the event of the Offer being over-subscribed, the Company may finalise the Basis of Allotment in consultation with the Designated Stock Exchange in accordance with the SEBI ICDR Regulations, 2009.

The allocation may be made in marketable lots, on a proportionate basis as explained below:

(a) Bidders may be categorized according to the number of Equity Shares applied for;

(b) The total number of Equity Shares to be Allotted to each category as a whole may be arrived at on a proportionate basis, which is the total number of Equity Shares applied for in that category (number of Bidders in the category multiplied by the number of Equity Shares applied for) multiplied by the inverse of the over-subscription ratio;

(c) The number of Equity Shares to be Allotted to the successful Bidders may be arrived at on a proportionate basis, which is total number of Equity Shares applied for by each Bidder in that category multiplied by the inverse of the over-subscription ratio;

(d) In all Bids where the proportionate allotment is less than the minimum bid lot decided per Bidder, the allotment may be made as follows: the successful Bidders out of the total Bidders for a category may be determined by a draw of lots in a manner such that the total number of Equity Shares Allotted in that category is equal to the number of Equity Shares calculated in accordance with (b) above; and each successful Bidder may be Allotted a minimum of such Equity Shares equal to the minimum Bid Lot finalised by the Company;

(e) If the proportionate allotment to a Bidder is a number that is more than the minimum Bid lot but is not a multiple of one (which is the marketable lot), the decimal may be rounded off to the higher whole number if that decimal is 0.5 or higher. If that number is lower than 0.5 it may be rounded off to the lower whole number. Allotment to all bidders in such categories may be arrived at after such rounding off; and

(f) If the Equity Shares allocated on a proportionate basis to any category are more than the Equity Shares Allotted to the Bidders in that category, the remaining Equity Shares available for allotment may be first adjusted against any other category, where the Allotted Equity Shares are not sufficient for proportionate allotment to the successful Bidders in that category. The balance Equity Shares, if any, remaining after such adjustment may be added to the category comprising Bidders applying for minimum number of Equity Shares.

7.6 DESIGNATED DATE AND ALLOTMENT OF EQUITY SHARES

(a) **Designated Date:** On the Designated Date, the Escrow Collection Banks shall transfer the funds represented by allocation of Equity Shares (other than ASBA funds with the SCSBs) from the Escrow Account, as per the terms of the Escrow Agreement, into the Public Issue Account with the Bankers to the Offer. The balance amount after transfer to the Public Issue Account shall be transferred to the Refund Account. Payments of refund to the Bidders shall also be made from the Refund Account as per the terms of the Escrow Agreement and the RHP.

(b) **Issuance of Allotment Advice:** Upon approval of the Basis of Allotment by the Designated Stock Exchange, the Registrar shall upload the same on its website. On the basis of the approved Basis of Allotment, the Company shall pass necessary corporate action to facilitate the Allotment and credit of Equity Shares. Bidders/ Applicants are advised to instruct their Depository Participant to accept the Equity Shares that may be allotted to them pursuant to the Offer.

Pursuant to confirmation of such corporate actions, the Registrar will dispatch Allotment Advice to the Bidders/ Applicants who have been Allotted Equity Shares in the Offer.

(c) The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract.

(d) Company will ensure that: (i) the Allotment of Equity Shares; and (ii) credit of shares to the successful Bidders/ Applicants Depository Account will be completed within 12 Working Days of the Bid/ Offer Closing Date. The Company also ensures the credit of shares to the successful Applicant's depository account is completed within two Working Days from the date of Allotment, after the funds are transferred from the Escrow Account to the Public Issue Account on the Designated Date.

SECTION 8: INTEREST AND REFUNDS

8.1 COMPLETION OF FORMALITIES FOR LISTING & COMMENCEMENT OF TRADING

The Company may ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges are taken within 12 Working Days of the Bid/ Offer Closing Date. The Registrar to the Offer may give instructions for credit to Equity Shares the beneficiary account with DPs, and dispatch the Allotment Advice within 12 Working Days of the Bid/ Offer Closing Date.

8.2 GROUNDS FOR REFUND

8.2.1 NON RECEIPT OF LISTING PERMISSION

A Company makes an application to the Stock Exchange(s) for permission to deal in/ list and for an official quotation of the Equity Shares. All the Stock Exchanges from where such permission is sought are disclosed in RHP/ Prospectus. The Designated Stock Exchange may be as disclosed in the RHP/ Prospectus with which the Basis of Allotment may be finalised.

If the Company fails to make application to the Stock Exchange(s) and obtain permission for listing of the Equity Shares, in accordance with the provisions of section 40 of the Companies Act, 2013, the Company may be punishable with a fine which shall not be less than ₹5 lakhs but which may extend to ₹50 lakhs and every officer of the Company who is in default shall be punishable with imprisonment for a term which may extend to one year or with fine which shall not be less than ₹50,000 but which may extend to ₹3 lakhs, or with both.

If the permissions to deal in and for an official quotation of the Equity Shares are not granted by any of the Stock Exchange(s), the Company may forthwith repay, without interest, all moneys received from the Bidders/ Applicants in pursuance of the RHP/ Prospectus.

If such money is not repaid within the prescribed time after the Company becomes liable to repay it, then the Company and every director of the Company who is an officer in default may, on and from such expiry of such period, be liable to repay the money, with interest at such rate, as disclosed in the RHP/ Prospectus.

8.2.2 NON RECEIPT OF MINIMUM SUBSCIPTION – not applicable as the Offer is an Offer for Sale

If the company does not receive the minimum subscription of 90% of the Fresh Offer including devolvement of Underwriters (subject to Allotment of minimum of 10% of the Post Offer Equity Share Capital in the Offer, as prescribed in rule 19(2)(b)(iii) of SCRR), the Company and Selling Shareholders shall forthwith refund the entire subscription amount received within such period as prescribed under Regulation 14 of the SEBI ICDR Regulations. If there is a delay beyond prescribed period, our Company shall pay interest as prescribed under Rule 11 of the Companies (Prospectus and Allotment of Securities) Rules, 2014. In case the Offer is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

If there is a delay beyond the prescribed time, then the Company and every director of the Company who is an officer in default may be liable to repay the money, with interest at the rate of 15% per annum.

8.2.3 MINIMUM NUMBER OF ALLOTTEES

The Company may ensure that the number of prospective Allottees to whom Equity Shares may be allotted may not be less than 1,000 failing which the entire application monies may be refunded forthwith.

8.2.4 IN CASE OF ISSUES MADE UNDER COMPULSORY BOOK BUILDING – Not applicable

In case an Company not eligible under Regulation 26(1) of the SEBIICDR Regulations, 2009 comes for an Offer under Regulation 26(2) of SEBI (ICDR) Regulations, 2009 but fails to allot at least 75% of the Net Offer to QIBs, in such case full subscription money is to be refunded.

8.3 MODE OF REFUND

(a) **In case of ASBA Bids/ Applications:** Within 12 Working Days of the Bid/ Offer Closing Date, the Registrar to the Offer may give instructions to SCSBs for unblocking the amount in ASBA Account on unsuccessful Bid/ Application and also for any excess amount blocked on Bidding/ Application.

(b) **In case of Non-ASBA Bid/ Applications:** Within 12 Working Days of the Bid/ Offer Closing Date, the Registrar to the Offer may dispatch the refund orders for all amounts payable to unsuccessful Bidders/ Applicants and also for any excess amount paid on Bidding/ Application, after adjusting for allocation/ allotment to Bidders/ Applicants.

(c) In case of non-ASBA Bidders/ Applicants, the Registrar to the Offer may obtain from the depositories the Bidders/ Applicants' bank account details, including the MICR code, on the basis of the DP ID, Client ID and PAN provided by the Bidders/ Applicants in their Bid cum Application Forms for refunds. Accordingly, Bidders/ Applicants are advised to immediately update their details as appearing on the records of their DPs. Failure to do so may result in delays in dispatch of refund orders or refunds through electronic transfer of funds, as applicable, and any such delay may be at the Bidders/ Applicants' sole risk and neither the Company, the Registrar to the Offer, the Escrow Collection Banks, or the Syndicate, may be liable to compensate the Bidders/ Applicants for any losses caused to them due to any such delay, or liable to pay any interest for such delay. Please note that refunds shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank.

(d) In the case of Bids from Eligible NRIs, FIIs and FPIs, refunds, if any, may generally be payable in Indian Rupees only and net of bank charges and/ or commission. If so desired, such payments in Indian Rupees may be converted into U.S. Dollars or any other freely convertible currency as may be permitted by the RBI at the rate of exchange prevailing at the time of remittance and may be dispatched by registered post. The Company may not be responsible for loss, if any, incurred by the Bidder/ Applicant on account of conversion of foreign currency.

8.3.1 Mode of making refunds for Bidders/ Applicants other than ASBA Bidders/ Applicants

The payment of refund, if any, may be done through various modes as mentioned below:

(a) **NECS -** Payment of refund may be done through NECS for Bidders/ Applicants having an account at any of the centres specified by the RBI. This mode of payment of refunds may be subject to availability of complete bank account details including the nine-digit MICR code of the Bidder/ Applicant as obtained from the Depository;

(b) **NEFT -** Payment of refund may be undertaken through NEFT wherever the branch of the Bidders/ Applicants' bank is NEFT enabled and has been assigned the Indian Financial System Code ("IFSC"), which can be linked to the MICR of that particular branch. The IFSC Code may be obtained from the website of RBI as at a date prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Bidders/ Applicants have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same may be duly mapped with the IFSC Code of that particular bank branch and the payment of refund may be made to the Bidders/ Applicants through this method. In the event NEFT is not operationally feasible, the payment of refunds may be made through any one of the other modes as discussed in this chapter;

(c) **Direct Credit—**Bidders/ Applicants having their bank account with the Refund Banker may be eligible to receive refunds, if any, through direct credit to such bank account;

(d) **RTGS**—Bidders/ Applicants having a bank account at any of the centres notified by SEBI where clearing houses are managed by the RBI, may have the option to receive refunds, if any, through RTGS; and

(e) For all the other Bidders/ Applicants, including Bidders/ Applicants who have not updated their bank particulars along with the nine-digit MICR code, the refund orders may be dispatched through speed post or registered post for refund orders. Such refunds may be made by cheques, pay orders or demand drafts drawn on the Refund Bank and payable at par at places where Bids are received.

Please note that refunds, on account of failure of the Offer, through the abovementioned modes shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank.

For details of levy of charges, if any, for any of the above methods, Bank charges, if any, for cashing such cheques, pay orders or demand drafts at other centres etc. Bidders/ Applicants may refer to RHP/ Prospectus.

8.3.2 Mode of making refunds for ASBA Bidders/ Applicants

In case of ASBA Bidders/ Applicants, the Registrar to the Offer may instruct the controlling branch of the SCSB to unblock the funds in the relevant ASBA Account for any withdrawn, rejected or unsuccessful ASBA Bids or in the event of withdrawal or failure of the Offer.

8.4 INTEREST IN CASE OF DELAY IN ALLOTMENT OR REFUND

The Company shall pay interest at the rate of 15% per annum if refund orders are not dispatched or if, in a case where the refund or portion thereof is made in electronic manner, the refund instructions have not been given to the clearing system in the disclosed manner and/ or demat credits are not made to Bidders/ Applicants or instructions for unblocking of funds in the ASBA Account are not dispatched within the 12 Working days of the Bid/ Offer Closing Date.

The Company may pay interest at 15% per annum for any delay beyond 15 days from the Bid/ Offer Closing Date, if Allotment is not made.

SECTION 9: GLOSSARY AND ABBREVIATIONS

Unless the context otherwise indicates or implies, certain definitions and abbreviations used in this document may have the meaning as provided below. References to any legislation, act or regulation may be to such legislation, act or regulation as amended from time to time.

Term	Description
Allotment/ Allot/ Allotted	The allotment of Equity Shares pursuant to the Offer to successful Bidders/ Applicants
Allottee	An Bidder/ Applicant to whom the Equity Shares are Allotted
Allotment Advice	Note or advice or intimation of Allotment sent to the Bidders/ Applicants who have been allotted Equity Shares after the Basis of Allotment has been approved by the designated Stock Exchanges
Anchor Investor	A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in SEBIICDR Regulations, 2009.
Anchor Investor Portion	Up to 30% of the QIB Portion which may be allocated by the Company and the Selling Shareholders in consultation with the Book Running Lead Managers, to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion is reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to Anchor Investors
Application Form	The form in terms of which the Applicant should make an application for Allotment in case of issues other than Book Built Issues, includes Fixed Price Issue
Application Supported by Blocked Amount/ (ASBA)/ ASBA	An application, whether physical or electronic, used by Bidders/ Applicants to make a Bid authorising an SCSB to block the Bid Amount in the specified bank account maintained with such SCSB

Term	Description
ASBA Account	Account maintained with an SCSB which may be blocked by such SCSB to the extent of the Bid Amount of the ASBA Bidder/ Applicant
ASBA Bid	A Bid made by an ASBA Bidder
ASBA Bidder/ Applicant	Prospective Bidders/ Applicants in the Offer who Bid/ apply through ASBA
Banker(s) to the Offer/ Escrow Collection Bank(s)/ Collecting Banker	The banks which are clearing members and registered with SEBI as Banker to the Offer with whom the Escrow Account(s) may be opened, and as disclosed in the RHP/ Prospectus and Bid cum Application Form of the Company
Basis of Allotment	The basis on which the Equity Shares may be Allotted to successful Bidders/ Applicants under the Offer
Bid	An indication to make an offer during the Bid/ Offer Period by a prospective Bidder pursuant to submission of Bid cum Application Form or during the Anchor Investor Bid/ Offer Period by the Anchor Investors, to subscribe for or purchase the Equity Shares of the Company at a price within the Price Band, including all revisions and modifications thereto. In case of issues undertaken through the fixed price process, all references to a Bid should be construed to mean an Application
Bid / Offer Closing Date	The date after which the Syndicate, Registered Brokers and the SCSBs may not accept any Bids for the Offer, which may be notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Company is situated, each with wide circulation. Applicants/ bidders may refer to the RHP/ Prospectus for the Bid/ Offer Closing Date
Bid/ Offer Opening Date	The date on which the Syndicate and the SCSBs may start accepting Bids for the Offer, which may be the date notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Company is situated, each with wide circulation. Applicants/ bidders may refer to the RHP/ Prospectus for the Bid/ Offer Opening Date
Bid/ Offer Period	Except in the case of Anchor Investors (if applicable), the period between the Bid/ Offer Opening Date and the Bid/ Offer Closing Date inclusive of both days and during which prospective Bidders/ Applicants (other than Anchor Investors) can submit their Bids, inclusive of any revisions thereof. The Company may consider closing the Bid/ Offer Period for QIBs one working day prior to the Bid/ Offer Closing Date in accordance with the SEBIICDR Regulations, 2009. Applicants/ bidders may refer to the RHP/ Prospectus for the Bid/ Offer Period
Bid Amount	The highest value of the optional Bids indicated in the Bid cum Application Form and payable by the Bidder/ Applicant upon submission of the Bid (except for Anchor Investors), less discounts (if applicable). In case of issues undertaken through the fixed price process, all references to the Bid Amount should be construed to mean the Application Amount
Bid cum Application Form	The form in terms of which the Bidder/ Applicant should make an offer to subscribe for or purchase the Equity Shares and which may be considered as the application for Allotment for the purposes of the Prospectus, whether applying through the ASBA or otherwise. In case of issues undertaken through the fixed price process, all references to the Bid cum Application Form should be construed to mean the Application Form
Bidder/ Applicant	Any prospective investor (including an ASBA Bidder/ Applicant) who makes a Bid pursuant to the terms of the RHP/ Prospectus and the Bid cum Application Form. In case of issues undertaken through the fixed price process, all references to a Bidder/ Applicant should be construed to mean an Bidder/ Applicant
Book Built Process/ Book Building Process/ Book Building Method	The book building process as provided under SEBI ICDR Regulations, 2009, in terms of which the Offer is being made
Broker Centres	Broker centres notified by the Stock Exchanges, where Bidders/ Applicants can submit the Bid cum Application Forms/ Application Form to a Registered Broker. The details of such broker centres, along with the names and contact details of the Registered Brokers are available on the websites of the Stock Exchanges.
Book Running Lead Managers	The Book Running Lead Manager to the Offer as disclosed in the RHP/ Prospectus and the Bid cum Application Form of the Company. In case of issues undertaken

Term	Description
	through the fixed price process, all references to the Book Running Lead Manager should be construed to mean the Lead Manager or LM
Business Day	Monday to Friday (except public holidays)
CAN/ Confirmation of Allotment Note	The note or advice or intimation sent to each successful Bidder/ Applicant indicating the Equity Shares which may be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange
Cap Price	The higher end of the Price Band, above which the Offer Price and the Anchor Investor Offer Price may not be finalised and above which no Bids may be accepted
Client ID	Client Identification Number maintained with one of the Depositories in relation to demat account
Cut-off Price	Offer Price, finalised by the Company and the Selling Shareholders in consultation with the Book Running Lead Manager(s), which can be any price within the Price Band. Only RIIs, Retail Individual Shareholders and employees are entitled to Bid at the Cut-off Price. No other category of Bidders/ Applicants are entitled to Bid at the Cut-off Price
DP	Depository Participant
DP ID	Depository Participant’s Identification Number
Depositories	National Securities Depository Limited and Central Depository Services (India) Limited
Demographic Details	Details of the Bidders/ Applicants including the Bidder/ Applicant’s address, name of the Applicant’s father/ husband, investor status, occupation and bank account details
Designated Branches	Such branches of the SCSBs which may collect the Bid cum Application Forms used by the ASB A Bidders/ Applicants applying through the ASB A and a list of which is available on http:/ / www.sebi.gov.in/ cms/ sebi_data/ attachdocs/ 1316087201341.html
Designated Date	The date on which funds are transferred by the Escrow Collection Bank(s) from the Escrow Account or the amounts blocked by the SCSBs are transferred from the ASBA Accounts, as the case may be, to the Public Issue Account or the Refund Account, as appropriate, after the Prospectus is filed with the RoC, following which the board of directors may Allot Equity Shares to successful Bidders/ Applicants in the fresh Issue may give delivery instructions for the transfer of the Equity Shares constituting the Offer for Sale
Designated Stock Exchange	The designated stock exchange as disclosed in the RHP/ Prospectus of the Company
Discount	Discount to the Offer Price that may be provided to Bidders/ Applicants in accordance with the SEBI ICDR Regulations, 2009.
Draft Prospectus	The draft prospectus filed with SEBI in case of Fixed Price Issues and which may mention a price or a Price Band
Employees	Employees of an Company as defined under SEBI ICDR Regulations, 2009 and including, in case of a new company, persons in the permanent and full time employment of the promoting companies excluding the promoters and immediate relatives of the promoter. For further details Bidder/ Applicant may refer to the RHP/ Prospectus
Equity Shares	Equity shares of the Company
Escrow Account	Account opened with the Escrow Collection Bank(s) and in whose favour the Bidders/ Applicants (excluding the ASBA Bidders/ Applicants) may issue cheques or drafts in respect of the Bid Amount when submitting a Bid
Escrow Agreement	Agreement to be entered into among the Company, the Registrar to the Offer, the Book Running Lead Manager(s), the Syndicate Member(s), the Escrow Collection Bank(s) and the Refund Bank(s) for collection of the Bid Amounts and where applicable, remitting refunds of the amounts collected to the Bidders/ Applicants (excluding the ASBA Bidders/ Applicants) on the terms and conditions thereof
Escrow Collection Bank(s)	Refer to definition of Banker(s) to the Offer
FCNR Account	Foreign Currency Non-Resident Account

Term	Description
FII(s)	Foreign Institutional Investors as defined under the SEBI (Foreign Institutional Investors) Regulations, 1995 and registered with SEBI under applicable laws in India
Fixed Price Issue/ Fixed Price Process/ Fixed Price Method	The Fixed Price process as provided under SEBI ICDR Regulations, 2009, in terms of which the Issue is being made
Floor Price	The lower end of the Price Band, at or above which the Issue Price and the Anchor Investor Issue Price may be finalised and below which no Bids may be accepted, subject to any revision thereto
FPIs	Foreign Portfolio Investors as defined under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014
FPO	Further public offering
Foreign Venture Capital Investors or FVCIs	Foreign Venture Capital Investors as defined and registered with SEBI under the SEBI (Foreign Venture Capital Investors) Regulations, 2000
IPO	Initial public offering
Issuer/ Company	The company proposing the initial public offering/ further public offering as applicable
Maximum RII Allottees	The maximum number of RIIs who can be allotted the minimum Bid Lot. This is computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Bid Lot.
MICR	Magnetic Ink Character Recognition - nine-digit code as appearing on a cheque leaf
Mutual Fund	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996
Mutual Funds Portion	5% of the QIB Portion (excluding the Anchor Investor Portion) available for allocation to Mutual Funds only, being such number of equity shares as disclosed in the RHP/ Prospectus and Bid cum Application Form
NECS	National Electronic Clearing Service
NEFT	National Electronic Fund Transfer
NRE Account	Non-Resident External Account
NRI	NRIs from such jurisdictions outside India where it is not unlawful to make an offer or invitation under the Issue and in relation to whom the RHP/ Prospectus constitutes an invitation to subscribe to or purchase the Equity Shares
NRO Account	Non-Resident Ordinary Account
Net Offer	The Offer less reservation portion
Non-Institutional Investors or NIIs	All Bidders/ Applicants, including sub accounts of FIIs registered with SEBI which are foreign corporate or foreign individuals and FPIs which are Category III foreign portfolio investors, that are not QIBs or RIBs and who have Bid for Equity Shares for an amount of more than ₹200,000 (but not including NRIs other than Eligible NRIs)
Non-Institutional Category	The portion of the Offer being such number of Equity Shares available for allocation to NIIs on a proportionate basis and as disclosed in the RHP/ Prospectus and the Bid cum Application Form
Non-Resident	A person resident outside India, as defined under FEMA and includes Eligible NRIs, FIIs, FPIs and FVCIs
OCB/ Overseas Corporate Body	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under FEMA
Offer	Public Issue of Equity Shares of the Company including the Offer for Sale
Offer for Sale	Public offer of such number of Equity Shares as disclosed in the RHP/ Prospectus through an offer for sale by the Selling Shareholder
Offer Price	The final price, less discount (if applicable) at which the Equity Shares may be Allotted in terms of the Prospectus. The Issue Price may be decided by the

Term	Description
	Company and the Selling Shareholders in consultation with the Book Running Lead Manager(s)
Other Investors	Investors other than Retail Individual Investors in a Fixed Price Issue. These include individual applicants other than retail individual investors and other investors including corporate bodies or institutions irrespective of the number of specified securities applied for.
PAN	Permanent Account Number allotted under the Income Tax Act, 1961
Price Band	Price Band with a minimum price, being the Floor Price and the maximum price, being the Cap Price and includes revisions thereof. The Price Band and the minimum Bid lot size for the Issue may be decided by the Company and the Selling Shareholders in consultation with the Book Running Lead Manager(s) and advertised, at least two working days in case of an IPO and one working day in case of FPO, prior to the Bid/ Issue Opening Date, in English national daily, Hindi national daily and regional language at the place where the registered office of the Company is situated, newspaper each with wide circulation
Pricing Date	The date on which the Company and the Selling Shareholders in consultation with the Book Running Lead Manager(s), finalise the Issue Price
Prospectus	The prospectus to be filed with the RoC in accordance with section 60 of the Companies Act, 1956 after the Pricing Date, containing the Issue Price ,the size of the Issue and certain other information
Public Issue Account	An account opened with the Banker to the Issue to receive monies from the Escrow Account and from the ASB A Accounts on the Designated Date
Qualified Foreign Investors or QFIs	Non-Resident investors, other than SEBI registered FIIs or sub-accounts or SEBI registered FVCIs, who meet 'know your client' requirements prescribed by SEBI and are resident in a country which is (i) a member of Financial Action Task Force or a member of a group which is a member of Financial Action Task Force; and (ii) a signatory to the International Organisation of Securities Commission's Multilateral Memorandum of Understanding or a signatory of a bilateral memorandum of understanding with SEBI. Provided that such non-resident investor shall not be resident in country which is listed in the public statements issued by Financial Action Task Force from time to time on: (i) jurisdictions having a strategic anti-money laundering/ combating the financing of terrorism deficiencies to which counter measures apply; (ii) jurisdictions that have not made sufficient progress in addressing the deficiencies or have not committed to an action plan developed with the Financial Action Task Force to address the deficiencies
QIB Portion	The portion of the Issue being such number of Equity Shares to be Allotted to QIBs on a proportionate basis
Qualified Institutional Buyers or QIBs	As defined under SEBI ICDR Regulations, 2009
RTGS	Real Time Gross Settlement
Red Herring Prospectus/ RHP	The red herring prospectus issued in accordance with section 32 of the Companies Act, 2013, which does not have complete particulars of the price at which the Equity Shares are offered and the size of the Issue. The RHP may be filed with the RoC at least three days before the Bid/ Issue Opening Date and may become a Prospectus upon filing with the RoC after the Pricing Date. In case of issues undertaken through the fixed price process, all references to the RHP should be construed to mean the Prospectus
Refund Account(s)	The account opened with Refund Bank(s), from which refunds (excluding refunds to ASBA Bidders/ Applicants), if any, of the whole or part of the Bid Amount may be made
Refund Bank(s)	Refund bank(s) as disclosed in the RHP/ Prospectus and Bid cum Application Form of the Company
Refunds through electronic transfer of funds	Refunds through NECS, Direct Credit, NEFT, RTGS or ASBA, as applicable
Registered Broker	Stock Brokers registered with the Stock Exchanges having nationwide terminals, other than the members of the Syndicate

Term	Description
Registrar to the Issue/ RTI	The Registrar to the Issue as disclosed in the RHP/ Prospectus and Bid cum Application Form
Reserved Category/ Categories	Categories of persons eligible for making application/ bidding under reservation portion
Reservation Portion	The portion of the Issue reserved for category of eligible Bidders/ Applicants as provided under the SEBI ICDR Regulations, 2009
Retail Individual Investors / RIIs	Investors who applies or bids for a value of not more than ₹200,000.
Retail Individual Shareholders	Shareholders of a listed Company who applies or bids for a value of not more than ₹200,000.
Retail Category	The portion of the Issue being such number of Equity Shares available for allocation to RIIs which shall not be less than the minimum bid lot, subject to availability in RII category and the remaining shares to be allotted on proportionate basis.
Revision Form	The form used by the Bidders in an issue through Book Building process to modify the quantity of Equity Shares and/ or bid price indicates therein in any of their Bid cum Application Forms or any previous Revision Form(s)
RoC	The Registrar of Companies
SEBI	The Securities and Exchange Board of India constituted under the Securities and Exchange Board of India Act, 1992
SEBIICDR Regulations, 2009	The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
Self-Certified Syndicate Bank(s) or SCSB(s)	A bank registered with SEBI, which offers the facility of ASBA and a list of which is available on http:/ / www.sebi.gov.in/ cms/ sebi_data/ attachdocs/ 1316087201341.html
Specified Locations	Refer to definition of Broker Centres
Stock Exchanges/ SE	The stock exchanges as disclosed in the RHP/ Prospectus of the Company where the Equity Shares Allotted pursuant to the Issue are proposed to be listed
Syndicate	The Book Running Lead Manager(s) and the Syndicate member(s)
Syndicate Agreement	The agreement to be entered into among the Company, and the Syndicate in relation to collection of the Bids in this Issue (excluding Bids from ASBA Bidders/ Applicants)
Syndicate Member(s)/ SM	The Syndicate Member(s) as disclosed in the RHP/ Prospectus
Underwriters	The Book Running Lead Manager(s) and the Syndicate Member(s)
Underwriting Agreement	The agreement amongst the Company, and the Underwriters to be entered into on or after the Pricing Date
Working Day	All days other than a Sunday or a public holiday on which commercial banks are open for business, except with reference to announcement of Price Band and Bid/ Issue Period, where working day shall mean all days, excluding Saturdays, Sundays and public holidays, which are working days for commercial banks in India

RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India and FEMA. While the Industrial Policy, 1991 prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment. The government bodies responsible for granting foreign investment approvals are FIPB and the RBI.

The Government has from time to time made policy pronouncements on FDI through press notes and press releases. The Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India ("DIPP"), issued Circular 1 of 2015 ("Circular 1 of 2015"), which with effect from May 12, 2015, consolidates and supersedes all previous press notes, press releases and clarifications on FDI issued by the DIPP that were in force and effect as on May 12, 2015. The Government proposes to update the consolidated circular on FDI Policy once every year and therefore, Circular 1 of 2015 will be valid until the DIPP issues an updated circular.

The transfer of shares between an Indian resident and a non-resident does not require the prior approval of the FIPB or the RBI, provided that (i) the activities of the investee company are under the automatic route under the foreign direct investment ("**FDI**") Policy and transfer does not attract the provisions of the Takeover Regulations; (ii) the non-resident shareholding is within the sectoral limits under the FDI policy; and (iii) the pricing is in accordance with the guidelines prescribed by the SEBI/ RBI.

Application to FIPB

Our Company will make an application to the FIPB after filing of the Draft Red Herring Prospectus for participation of the non-residents in the Offer pursuant to the Consolidated FDI Policy dated May 12, 2015 and the Master Circular on Foreign Investment in India dated July 1, 2015 notified by the RBI, as updated from time to time.

As per the existing policy of the Government of India, OCBs cannot participate in this Offer.

The Equity Shares have not been and will not be registered under the Securities Act of 1933 ("Securities Act") and may not be offered or sold within the United States (as defined in Regulation S under the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares are only being offered and sold outside the United States in offshore transactions in compliance with Regulation S under the Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The above information is given for the benefit of the Bidders. Our Company, the Selling Shareholders and the BRLMs are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares Bid for do not exceed the applicable limits under laws or regulations.

SECTION VIII: MAIN PROVISIONS OF THE ARTICLES OF ASSOCIATION

Set forth below is certain information relating to our share capital, voting rights, dividend, lien, forfeiture, restrictions on transfer and transmission of Equity Shares or debentures and/ or on their consolidation/ splitting and other important terms of Articles of Association of our Company. Please note that each provision herein below is numbered as per the corresponding article number in the Articles of Association and capitalized/ defined terms herein have the same meaning given to them in the Articles of Association.

Capitalized terms used in this section have the meaning that has been given to such terms in the Articles of Association of our Company. Pursuant to Schedule I of the Companies Act, 2013 and the SEBI Regulations, the main provisions of the Articles of Association of our Company are detailed below:

Authorised Share Capital

Article 4 provides that the authorised Share Capital of the Company shall be such amount and be divided into such shares as may from time to time, be provided in clause V of Memorandum with power to reclassify, subdivide, consolidate and increase and with power from time to time, to issue any shares of the original capital or any new capital and upon the sub-division of shares to apportion the right to participate in profits, in any manner as between the shares resulting from sub-division.

Variation of Rights

Article 4 provides that he Share Capital of the Company may be classified into shares with differential rights as to dividend, voting or otherwise in accordance with the applicable provisions of the Act, Rules, and Law, from time to time. If at any time the Share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provision of the Sections 106 and 107 of the Companies Act, 1956 or applicable provisions of the Act, as the case may be, and whether or not the Company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a Special Resolution passed at a separate meeting of the holders of the shares of that class. To every such separate meeting, the provisions of these articles relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

Increase, reduction and alteration in capital

Article 7 provides that the Company, subject to provisions of these Articles and Section 61 of the Act, in General Meeting may from time to time, alter the conditions of its Memorandum as follows, that is to say, it may: -

a. increase its Share Capital by such amount as it thinks expedient;
b. Consolidate and divide all or any of its Share Capital into shares of larger amount than its existing shares;
c. Sub-divide its existing shares into shares of smaller amount that is fixed by the Memorandum so, however, that in the subdivision the proportion between the amount paid and the amount, if any, unpaid on each reduced share shall be the same as it was in the case of the share from which the reduced share is derived.
d. Cancel any shares, which at the date of the passing of the resolution have not been taken or agreed to be taken by the person and diminish the amount of its Share Capital by the amount of the shares so cancelled.

Subject to the provisions of Sections 66 of the Act, Board may accept from any member the surrender on such terms and conditions as shall be agreed of all or any of his shares.

A cancellation of shares in pursuance of this Article shall not be deemed to be a reduction of Share Capital within the meaning of the Act.

Article 8 provides that the Company may, subject to the applicable provisions of the Act and the Companies Act, 1956, from time to time, reduce its Capital, any capital redemption reserve account and the securities premium account in any manner for the time being authorized by Law.

Article 9 provides that pursuant to a resolution of the Board, the Company may purchase its own Equity Shares or other Securities, as may be specified by the MCA, by way of a buy-back arrangement, in accordance with Sections 68, 69 and 70 of the Act, the Rules and subject to compliance with Law.

Payment of commission and brokerage

Article 5 provides that the Company may exercise the powers of paying commissions conferred by sub-Section (6) of Section 40, provided that the rate percent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that Section and rules made there under. The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-Section (6) of Section 40. The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

Call on Equity Shares

Article 13 provides that

1) Subject to the provisions of Section 49 of the Act, the Board may, from time to time, make such calls as it thinks fit upon the members in respect of all moneys unpaid on the shares (whether on account of the nominal value of the shares or by way of premium) held by them respectively and not by the conditions of allotment thereof made payable at fixed times, and the member shall pay the amount of every call so made on him to the person and at the time and place appointed by the Board of Directors.

2) A call shall be deemed to have been made at the time when the resolution of the Board authorising such call was passed. The Board making a call may by resolution determine that the call shall be deemed to be made on a date subsequent to the date of the resolution, and in the absence of such a provision, a call shall be deemed to have been made on the same date as that of the resolution of the Board making such calls.

3) Not less than 30 days' notice of any call shall be given specifying the time and place of payment provided that before the time for payment of such call, the Directors may, by notice in writing to the members, extend the time for payment thereof.

4) If by the terms of issue of any share or otherwise, any amount is made payable at any fixed times, or by instalments at fixed time, whether on account of the nominal value of the share or by way of premium, every such amount or instalments shall be payable as if it were a call duly made by the Board, on which due notice had been given, and all the provisions contained herein, or in the terms of such issue, in respect of calls shall relate and apply to such amount or instalments accordingly.

5) If the sum called in respect of a share is not paid on or before the day appointed for payment thereof, the holder for the time being of the share in respect of which the call shall have been made or the instalments shall fall due, shall pay interest for the same at the rate of 10 percent per annum, from the day appointed for the payment thereof to the time of the actual payment or at such lower rate as the Directors may determine. The Board shall also be at liberty to waive payment of that interest wholly or in part.

6) The provisions of these Articles as to payment of interest shall apply in the case of non-payment of any such sum which by the terms of issue of a share, become payable at a fixed time, whether on account of the amount of the share or by way of premium, as if the same had become payable by virtue of a call duly made and notified.

7) The Board, may, if it thinks fit, receive from any member willing to advance all of or any part of the moneys uncalled and unpaid upon any shares held by him and upon all or any part of the moneys so advance, the Board may (until the same would, but for such advance become presently payable) pay interest at such rate not exceeding, unless the Company in its General Meeting shall otherwise direct, 12% per annum, as may be agreed upon between the Board and the member paying the sum in advance but shall not in respect of such advances confer a right to the dividend or participate in profits. The Directors may at any time repay the amount so advanced.

8) The members shall not be entitled to any voting rights in respect of the moneys so paid by them until the same would, but for such payment, become presently payable.

9) Neither a judgment nor a decree in favour of the Company for calls or other moneys due in respect of any share nor any part payment or satisfaction thereunder, nor the receipt by the Company of a portion of any money which shall from, time to time, be due from any member in respect of any share, either by way of principal or interest nor any indulgency granted by the Company in respect of the payment of any such money

shall preclude the Company from thereafter proceeding to enforce a forfeiture of such shares as herein after provided.

10) The provisions of these Articles shall mutatis mutandis apply to the calls on debentures of the Company.

Forfeiture, Surrender and Lien

Article 15 provides that

a) If a member fails to pay any call or instalment of a call on the day appointed for the payment not paid thereof, the Board may during such time as any part of such call or instalment remains unpaid serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest, which may have accrued. The Board may accept in the name and for the benefit of the Company and upon such terms and conditions as may be agreed upon, the surrender of any share liable to forfeiture and so far as the law permits of any other share.

b) On the trial or hearing of any action or suit brought by the Company against any shareholder or his representative to recover any debt or money claimed to be due to the Company in respect of his share, it shall be sufficient to prove that the name of the defendant is or was, when the claim arose, on the Register of shareholders of the Company as a holder, or one of the holders of the number of shares in respect of which such claim is made, and that the amount claimed is not entered as paid in the books of the Company and it shall not be necessary to prove the appointment of the Directors who made any call nor that a quorum of Directors was present at the Board at which any call was made nor that the meeting at which any call was made was duly convened or constituted nor any other matter whatsoever; but the proof of the matters aforesaid shall be conclusive evidence of the debt.

c) The notice shall name a further day (not earlier than the expiration of fourteen days from the date of service of the notice), on or before which the payment required by the notice is to be made, and shall state that, in the event of non-payment on or before the day appointed, the shares in respect of which the call was made will be liable to be forfeited.

d) If the requirements of any such notice as, aforementioned are not complied with, any share in respect of which the notice has been given may at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect. Such forfeiture shall include all dividends declared in respect of the forfeited shares and not actually paid before the forfeiture.

e) When any share shall have been so forfeited, notice of the resolution shall be given to the member in whose name it stood immediately prior to the forfeiture and an entry of the forfeiture shall not be in any manner invalidated by any omission or neglect to give such notice or to make such entry as aforesaid.

f) A forfeited or surrendered share may be sold or otherwise disposed off on such terms and in such manner as the Board may think fit, and at any time before such a sale or disposal, the forfeiture may be cancelled on such terms as the Board may think fit.

g) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares but shall, notwithstanding such forfeiture, remain liable to pay and shall forthwith pay the Company all moneys, which at the date of forfeiture is payable by him to the Company in respect of the share, whether such claim be barred by limitation on the date of the forfeiture or not, but his liability shall cease if and when the Company received payment in full of all such moneys due in respect of the shares.

h) The forfeiture of a share shall involve in the extinction of all interest in and also of all claims and demands against the Company in respect of the shares and all other rights incidental to the share, except only such of these rights as by these Articles are expressly saved.

i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share; (ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of; (iii) The transferee shall thereupon be registered as the holder of the share; and (iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

j) The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which by terms of issue of a share, becomes payable at a fixed time, whether, on account of the amount of the share or by way of premium or otherwise as if the same had been payable by virtue of a call duly made and notified.

k) Upon any sale after forfeiture or for enforcing a lien in purported exercise of the powers herein before given, the Directors may cause the purchaser's name to be entered in the register in respect of the shares sold and may issue fresh certificate in the name of such a purchaser. The purchaser shall not be bound to see to the regularity of the proceedings, nor to the application of the purchase money and after his name has been entered in the register in respect of such shares, the validity of the sale shall not be impeached by any person and the remedy of any person aggrieved by the sale shall be in damages only and against the Company exclusively.

Article 14 provides that fully paid shares will be free from all liens while in the case of partly paid shares, the Company's lien, if any, will be restricted to moneys called or payable at a fixed time in respect of such shares.

First and paramount lien

(a) The Company shall have a first and paramount lien—

i. on every share (not being a fully paid-up share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and
ii. on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the Company:

Provided that the Board of Directors may at any time declare any share to be wholly or in part exempt from the provisions of this Article.

(b) The Company's lien, if any, on a Share shall extend to all Dividends payable and bonuses declared from time to time in respect of such shares.

(c) Unless otherwise agreed, the registration of transfer of shares/debentures shall operate as a waiver of the Company's lien if any, on such shares/debentures.

Powers of the Company to sell the shares under lien

(a) The Company may sell, in such manner as the Board of Directors thinks fit, any shares on which the Company has a lien:

Provided that no sale shall be made—

i. unless a sum in respect of which the lien exists is presently payable; or
ii. until the expiration of 14 days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the Share or the person entitled thereto by reason of his death or insolvency.

(b) To give effect to any such sale, the Board of Directors may authorise some person to transfer the shares sold to the purchaser thereof.

i. The purchaser shall be registered as the holder of the shares comprised in any such transfer.
ii. The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

(c) The proceeds of the sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

(d) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Transfer and Transmission of Shares

Section 17 provides that

(a) The Company shall maintain a "Register of Transfers" and shall record therein fairly and distinctly particulars of every transfer or transmission of any Share, Debenture or other Security held in a material form.

(b) In accordance with Section 56 of the Act, the Rules and such other conditions as may be prescribed under Law, every instrument of transfer of shares held in physical form shall be in writing. In case of transfer of shares where the Company has not issued any certificates and where the shares are held in dematerialized form, the provisions of the Depositories Act shall apply.

(c) An application for the registration of a transfer of the shares in the Company may be made either by the transferor or the transferee within the time frame prescribed under the Act.

(d) Where the application is made by the transferor and relates to partly paid shares, the transfer shall not be registered unless the Company gives notice of the application to the transferee in a prescribed manner and the transferee communicates no objection to the transfer within 2 (two) weeks from the receipt of the notice.

(e) Every such instrument of transfer shall be executed by both, the transferor and the transferee and attested and the transferor shall be deemed to remain the holder of such share until the name of the transferee shall have been entered in the Register of Shareholders in respect thereof.

(f) The Board shall have power on giving not less than 7 (seven) days previous notice by advertisement in a newspaper circulating in the city, town or village in which the Office of the Company is situated to close the transfer books, the Register of Shareholders and/or Register of Debenture-holders at such time or times and for such period or periods, not exceeding 30 (thirty) days at a time and not exceeding in the aggregate 45 (forty-five) days in each year, as it may deem expedient.

(g) Subject to the provisions of Sections 58 and 59 of the Act, these Articles and other applicable provisions of the Act or any other Law for the time being in force, the Board may, refuse to register the transfer of, or the transmission by operation of law of the right to, any securities or interest of a Shareholder in the Company. The Company shall, within 30 (thirty) days from the date on which the instrument of transfer, or the intimation of such transmission, as the case may be, was delivered to the Company, send a notice of refusal to the transferee and transferor or to the person giving notice of such transmission, as the case may be, giving reasons for such refusal.

Provided that, registration of a transfer shall not be refused on the ground of the transferor being either alone or jointly with any other Person or Persons indebted to the Company on any account whatsoever except where the Company has a lien on shares. Further, any contract or arrangement between two or more persons in respect of the transfer shall be enforceable as a contract.

(h) Subject to the applicable provisions of the Act and these Articles, the Directors shall have the absolute and uncontrolled discretion to refuse to register a Person entitled by transmission to any shares or his nominee as if he were the transferee named in any ordinary transfer presented for registration, and shall not be bound to give any reason for such refusal and in particular may also decline in respect of shares upon which the Company has a lien.

(i) On giving not less than seven days' previous notice in accordance with Section 91 of the Act and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board of Directors may from time to time determine, provided that such registration shall not be suspended for more than 30 days at any one time or for more than forty five (45) days in the aggregate in any year.

(j) Subject to the provisions of these Articles, any transfer of shares in whatever lot should not be refused, though there would be no objection to the Company refusing to split a share certificate into several scripts of any small denominations or, to consider a proposal for transfer of shares comprised in a share certificate to several Shareholders, involving such splitting, if on the face of it such splitting/transfer appears to be unreasonable or without a genuine need. The Company should not, therefore, refuse transfer of shares in violation of the Stock Exchange listing requirements on the ground that the number of shares to be transferred is less than any specified number.

(k) (i) On the death of a Shareholder, the survivor or survivors where the Shareholder was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares. (ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

(l) The Executors or Administrators or holder of the succession certificate or the legal representatives of a deceased Shareholder, (not being one of two or more joint-holders), shall be the only Shareholders recognized by the Company as having any title to the shares registered in the name of such Shareholder, and the Company shall not be bound to recognize such Executors or Administrators or holders of succession certificate or the legal representatives unless such Executors or Administrators or legal representatives shall have first obtained probate or letters of administration or succession certificate, as the case may be, from a duly constituted court in India, provided that the Board may in its absolute discretion dispense with production of probate or letters of administration or succession certificate, upon such terms as to indemnity or otherwise as the Board may in its absolute discretion deem fit and may register the name of any Person who claims to be absolutely entitled to the shares standing in the name of a deceased Shareholder, as a Shareholder.

(m) The Board shall not knowingly issue or register a transfer of any share to a minor or insolvent or Person of unsound mind, except fully paid shares through a legal guardian.

(n) Subject to the provisions of Articles, any person becoming entitled to a share in consequence of the death or insolvency of a Shareholder may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either: (a) to be registered himself as holder of the share; or (b) to make such transfer of the share as the deceased or insolvent member could have made. The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

(o) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects. If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share. All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the Shareholder had not occurred and the notice or transfer were a transfer signed by that Shareholder.

(p) A Person becoming entitled to a share by reason of the death or insolvency of a Shareholder shall be entitled to the same Dividends and other advantages to which he would be entitled if he were the registered holder of the shares, except that he shall not, before being registered as a Shareholder in respect of the shares, be entitled to exercise any right conferred by membership in relation to meetings of the Company.

Provided that the Directors shall, at any time, give notice requiring any such Person to elect either to be registered himself or to transfer the shares, and if such notice is not complied with within 90 (ninety) days, the Directors may thereafter withhold payment of all Dividends, bonuses or other monies payable in respect of the shares until the requirements of the notice have been complied with.

(q) Every instrument of transfer shall be presented to the Company duly stamped for registration accompanied by the certificate of the Shares to which it relates, and such other evidence as the Board may require to show the title of the transferor, his right to transfer the shares. Every registered instrument of transfer shall remain in the custody of the Company until destroyed by order of the Board.

i. Where any instrument of transfer of shares has been received by the Company for registration and the transfer of such shares has not been registered by the Company for any reason whatsoever, the Company shall transfer the Dividends in relation to such shares to a special account unless the

Company is authorized by the registered holder of such shares, in writing, to pay such Dividends to the transferee and will keep in abeyance any offer of right shares and/or bonus shares in relation to such shares.

ii. In case of transfer and transmission of shares or other marketable securities where the Company has not issued any certificates and where such shares or Securities are being held in any electronic and fungible form in a Depository, the provisions of the Depositories Act shall apply.

(r) Before the registration of a transfer, the certificate or certificates of the share or shares to be transferred must be delivered to the Company along with a properly stamped and executed instrument of transfer in accordance with the provisions of Section 56 of the Act.

(s) No fee shall be payable to the Company, in respect of the registration of transfer or transmission of shares, or for registration of any power of attorney, probate, letters of administration and succession certificate, certificate of death or marriage or other similar documents, sub division and/or consolidation of shares and debentures and sub-divisions of letters of allotment, renounceable letters of right and split, consolidation, renewal and genuine transfer receipts into denomination corresponding to the market unit of trading.

(t) The Company shall incur no liability or responsibility whatsoever in consequence of its registering or giving effect to any transfer of shares made or purporting to be made by any apparent legal owner thereof, (as shown or appearing in the Register of Shareholders), to the prejudice of a Person or Persons having or claiming any equitable right, title or interest to or in the said shares, notwithstanding that the Company may have had any notice of such equitable right, title or interest or notice prohibiting registration of such transfer, and may have entered such notice or referred thereto, in any book of the Company and the Company shall not be bound or required to regard or attend or give effect to any notice which may be given to it of any equitable right, title or interest or be under any liability whatsoever for refusing or neglecting so to do, though it may have been entered or referred to in some book of the Company but the Company shall nevertheless be at liberty to regard and attend to any such notice, and give effect thereto if the Board shall so think fit.

(u) The provision of these Articles shall subject to the applicable provisions of the Act, the Rules and any requirements of Law. Such provisions shall mutatis mutandis apply to the transfer or transmission by operation of Law to other Securities of the Company.

(v) Shareholders' Group I and Transfer(s) by Shareholders' Group II

1. *Transfer(s) by Shareholders' Group I*

If any Person(s) forming part of the Shareholders' Group I ("**SG I Transferor(s)**") wishes to sell or otherwise transfer any or all of its Equity Shares ("**Sale Shares**") it shall first offer the same to other members of the Shareholders' Group I by notice in writing ("**SG I Transfer Notice**") to the SG I Authorised Representative of the number of Sale Shares proposed to be sold or transferred by the SG I Transferor(s) and the terms and conditions of the Transfer, including price ('**Offer Price'**).

Within 60 days of receipt of the SG I Transfer Notice, one or more member(s) of the Shareholders' Group I may agree to or refuse to buy the Sale Shares at the Offer Price and shall communicate the same to the SG I Transferor(s) through the SG I Authorised Representative. If any member(s) of the Shareholders' Group I communicates their agreement to buy the Sale Shares during the above mentioned period ("**SG I Transferees**") through the SG I Authorised Representative from the SG I Transferors at the Offer Price, the sale and purchase of the Sale Shares should be completed within 60 days after the date on which the intention to purchase the Sale Shares was communicated to the SG I Authorised Representative. At such closure, the SG I Transferor(s) shall deliver Encumbrance free title to the Sale Shares and the SG I Transferee(s) shall pay the Offer Price in cash. In the event that (a) the SG I Transferees fails to pay the Offer Price before the scheduled date of closure as aforesaid, and/or (b) has not received the approval of any Governmental Authority required for such sale (if applicable), the SG I Transferee(s) shall be deemed to have refused to buy the Sale Shares.

For the avoidance of doubt, it is clarified that if only one member from the Shareholders' Group I agrees to purchase the Sale Shares in accordance with this clause 1.2, such member will be obligated to purchase all of the Sale Shares that are proposed to be transferred by the SG I Transferor. If more than one member of the Shareholders' Group I agrees to purchase the Sale Shares then each such member of the

Shareholders' Group I will be obligated to proportionately purchase the Sale Shares as determined by considering the member's proportionate interest in the Company compared to the proportionate interest of other members who have communicated their intent to purchase the Sale Shares in accordance with this Clause 1.2. For example, if member A of the Shareholders' Group I holds 5% of the issued and paid-up capital of the Company (on a fully diluted basis) and member B of the Shareholders' Group I holds 10% of the issued and paid-up capital of the Company (on a fully diluted basis), member A will be obligated to purchase 5/15ths of the Sale Shares and member B will be obligated to purchase 10/15ths of the Sale Shares.

Failure by the member(s) of the Shareholders' Group I to communicate its decision through the SG I Authorised Representative to buy the Sale Shares within the above mentioned 60 days period shall be deemed to be a refusal to buy the Sale Shares. If the member(s) of Shareholders' Group I fails to so communicate or otherwise communicates refusal to buy the Sale Shares, the SG I Transferor(s) upon expiry of the above mentioned period, shall offer to sell and transfer the Sale Shares to member(s) of Shareholders' Group II at a price not less than the Offer Price by notice in writing ("**SG II Transfer Notice"**) to SG II Authorised Representative of the number of Sale Shares proposed to be sold or transferred by the SG I Transferor(s) and the terms and conditions of the Transfer, including the Offer Price.

Within 60 days of receipt of the SG II Transfer Notice, any member(s) of the Shareholders' Group II may agree to or refuse to buy the Sale Shares at the Offer Price and shall communicate the same to the SG I Transferor(s) through the SG II Authorised Representative. Failure by the Shareholders' Group II to communicate its decision through the SG II Authorised Representative to buy the Sale Shares within the said 60 days period shall be deemed to be a refusal to buy the Sale Shares. If the Shareholders' Group II fails to so communicate or otherwise communicates refusal to buy the Sale Shares, the SG I Transferor(s) shall be free and fully entitled to sell and transfer the Sale Shares to a third party, subject to clause 1.5, at a price not less than the Offer Price. Such sale and transfer of the Sale Shares to a third party shall be completed within 60 days thereafter. The purchase shall be subject to applicable approvals of Government of India, Reserve Bank of India, if applicable. The sale of the Sale Shares should be completed by the SG I Transferor(S) within 60 days from the date on which the SG II Authorised Representative communicates or is deemed to have communicated, as the case may be, refusal to purchase the Sale Shares or 10 days of the necessary approvals being obtained, whichever is later. In the event of a failure to so consummate the transaction, the sale shall again be subject to the provisions of this Article17 (v).

Within 60 days of receipt of the SG II Transfer Notice, if any member(s) of the Shareholder Group II communicates its agreement to buy the Sale Shares ("**SG II Transferee(s)**") through the SG II Authorised Representative from the SG I Transferor(s) at the Offer Price, the purchase of the Sale Shares should be completed by the SG I Transferor(s) within 60 days thereafter. The purchase shall be subject to applicable approvals of any Governmental Authority including the Government of India and Reserve Bank of India, required for such sale. At such closure, the SG I Transferor(s) shall deliver such Encumbrance free title to the Sale Shares being sold and the SG II Transferee(s) shall pay the Offer Price in cash. In the event the (a) SG II Transferee(s) fail(s) to pay the Offer Price before the scheduled date of closure as aforesaid; and/or (b) has not received the approval of any Governmental Authority required for such sale, the SG II Transferee(s) shall be deemed to have refused to buy the Sale Shares and the SG I Transferor(s) shall be free and fully entitled to sell and transfer the Sale Shares to a third party at not less than the Offer Price, subject to Article 17 (w) within 60 days of such deemed refusal. In the event of a failure to so consummate the transaction, the sale shall again be subject to the provisions of this Article 17 (v).

For the avoidance of doubt, it is clarified that if only one member from the Shareholders' Group II agrees to purchase the Sale Shares in accordance with this Clause 1.4, such member will be obligated to purchase all of the Sale Shares that are proposed to be transferred by the SG I Transferor. If more than one member of the Shareholders' Group II agrees to purchase the Sale Shares then each such member of the Shareholders' Group II will be obligated to proportionately purchase the Sale Shares as determined by considering the member's proportionate interest in the Company compared to the proportionate interest of other members who have communicated their intent to purchase the Sale Shares in accordance with this Clause 1.4. For example, if member A of Shareholders' Group II holds 5% of the issued and paid-up capital of the Company (on a fully diluted basis) and member B of Shareholders' Group II holds 10% of the issued and paid-up capital of the Company (on a fully diluted basis), member A will be obligated to purchase 5/15ths of the Sale Shares and member B will be obligated to purchase 10/15ths of the Sale Shares.

The SG I Transferor(s) shall not be entitled to sell or transfer the Sale Shares to a third party who is a Competitor or its Affiliate unless the SG I Transferor(s) procures the consent in writing of all other members of the Shareholders' Group I through the SG I Authorised Representative and all members of the Shareholders' Group II through the SG II Authorised Representative.

2. *Transfers(s) by Shareholder Group II*

If any Person(s) forming part of the Shareholders' Group II ("**SG II Transferor(s)**") wishes to sell or otherwise transfer any or all of its Equity Shares ("**Sale Shares**") it shall first offer the same to other members of the Shareholders' Group II by notice in writing ("**SG II Transfer Notice**") to the SG II Authorised Representative of the number of Sale Shares proposed to be sold or transferred by the SG II Transferor(s) and the terms and conditions of the transfer, including price ('**Offer Price'**).

Within 60 days of receipt of the SG II Transfer Notice, one or more member(s) of the Shareholder Group II may agree to or refuse to buy the Sale Shares at the Offer Price and shall communicate the same to the SG II Transferor(s) through the SG II Authorised Representative. If any member(s) of the Shareholders' Group II communicates their agreement to buy the Sale Shares during the above mentioned period ("**SG II Transferees**") through the SG II Authorised Representative from the SG II Transferors at the Offer Price, the sale and purchase of the Sale Shares should be completed within 60 days after the date on which the intention to purchase the Sale Shares was communicated to the SG II Authorised Representative. At such closure, the SG II Transferor(s) shall deliver such Encumbrance free title to the Sale Shares and the SG II Transferee(s) shall pay the Offer Price in cash. In the event that (a) the SG II Transferees fails to pay the Offer Price before the scheduled date of closure as aforesaid, and/or (b) has not received the approval of any Governmental Authority required for such sale (if applicable), the SG II Transferee(s) shall be deemed to have refused to buy the Sale Shares.

For the avoidance of doubt, it is clarified that if only one member from the Shareholders' Group II agrees to purchase the Sale Shares in accordance with this Clause 2.2, such member will be obligated to purchase all of the Sale Shares that are proposed to be transferred by the SG II Transferor. If more than one member of the Shareholders' Group II agrees to purchase the Sale Shares then each such member of the Shareholders' Group II will be obligated to proportionately purchase the Sale Shares as determined by considering the member's proportionate interest in the Company compared to the proportionate interest of other members who have communicated their intent to purchase the Sale Shares in accordance with this Clause 2.2. For example, if member A of the Shareholders' Group II holds 5% of the issued and paid-up capital of the Company (on a fully diluted basis) and member B of the Shareholders' Group II holds 10% of the issued and paid-up capital of the Company (on a fully diluted basis), member A will be obligated to purchase 5/15ths of the Sale Shares and member B will be obligated to purchase 10/15ths of the Sale Shares.

Failure by the member(s) of the Shareholder Group II to communicate its decision through the SG II Authorised Representative to buy the Sale Shares within the above mentioned 60 days period shall be deemed to be a refusal to buy the Sale Shares. If the member(s) of Shareholder Group II fails to so communicate or otherwise communicates refusal to buy the Sale Shares, the SG II Transferor(s) upon expiry of the above mentioned period, shall offer to sell and transfer the Sale Shares to member(s) of Shareholders' Group I at a price not less than the Offer Price by notice in writing ("**SG I Transfer Notice"**) to SG I Authorised Representative of the number of Sale Shares proposed to be sold or transferred by the SG II Transferor(s) and the terms and conditions of the transfer, including the Offer Price.

Within 60 days of receipt of the SG II Transfer Notice, any member(s) of the Shareholder Group I may agree to or refuse to buy the Sale Shares at the Offer Price and shall communicate the same to the SG II Transferor(s) through the SG I Authorised Representative. Failure by the Shareholder Group I to communicate its decision through the SG I Authorised Representative to buy the Sale Shares within the said 60 days period shall be deemed to be a refusal to buy the Sale Shares. If the Shareholder Group I fails to so communicate or otherwise communicates refusal to buy the Sale Shares, the SG II Transferor(s) shall be free and fully entitled to sell and transfer the Sale Shares to a third party, subject to Clause 2.5 at a price not less than the Offer Price. Such sale and transfer of the Sale Shares to a third party shall be completed within 60 days thereafter. The purchase shall be subject to applicable approvals of Government of India, Reserve Bank of India, if applicable. The sale of the Sale Shares should be completed by the SG II Transferor(s) within 60 days from the date on which the SG I Authorised Representative communicates or is deemed to have communicated, as the case may be refusal to purchase the Sale Shares or 10 days of the necessary approvals being obtained, whichever is later. In the event of a failure to so consummate the sale, the sale shall again be subject to the provisions of this Clause 2.

Within 60 days of receipt of the SG I Transfer Notice, if any member of the Shareholder Group I communicates its agreement to buy the Sale Shares ("**SG I Transferee(s)**") through the SG I Authorised Representative from the SG II Transferor(s) at the Offer Price, the purchase of the Sale Shares should be completed by the SG II Transferor(s) within 60 days thereafter. The purchase shall be subject to applicable approvals of any Governmental Authority including the Government of India and Reserve Bank of India required for such sale. At such closure, the SG II Transferor(s) shall deliver such Encumbrance free title to the Sale Shares being sold and the SG I Transferee(s) shall pay the Offer Price in cash. In the event the (a) SG I Transferee(s) fail(s) to pay the Offer Price before the scheduled date of closure as aforesaid; and/or (b) has not received the approval of any Governmental Authority required for such sale, the SG I Transferee(s) shall be deemed to have refused to buy the Sale Shares and the SG II Transferor(s) shall be free and fully entitled to sell and transfer the Sale Shares to a third party subject to Clause 2.5 at not less than the Offer Price within 60 days of such deemed refusal, In the event of a failure to so consummate the sale, the sale shall again be subject to the provisions of this Article 17(v).

For the avoidance of doubt, it is clarified that if only one member from the Shareholders' Group I agrees to purchase the Sale Shares in accordance with this Clause 2.4, such member will be obligated to purchase all of the Sale Shares that are proposed to be transferred by the SG II Transferor. If more than one member of the Shareholders' Group I agrees to purchase the Sale Shares then each such member of the Shareholders' Group I will be obligated to proportionately purchase the Sale Shares as determined by considering the member's proportionate interest in the Company compared to the proportionate interest₹ of other members who have communicated their intent to purchase the Sale Shares in accordance with this Clause 2.4. For example, if member A of the Shareholders' Group I holds 5% of the issued and paid-up capital of the Company (on a fully diluted basis) and member B of the Shareholders' Group I holds 10% of the issued and paid-up capital of the Company (on a fully diluted basis), member A will be obligated to purchase 5/15th of the Sale Shares and member B will be obligated to purchase 10/15th of the Sale Shares.

The SG II Transferor(s) shall not be entitled to sell or transfer the Sale Shares to a third party who is a Competitor or its Affiliate unless the SG II Transferor(s) procures the consent in writing of all other members of the Shareholders' Group II through the SG I Authorised Representative and members of the Shareholders' Group I through the SG I Authorised Representative.

(w) Transfer(s) by Any member of Shareholders' Group I or Shareholders' Group II may mortgage, pledge, charge or otherwise encumber any or all Equity Shares held by such member in the Company to any scheduled commercial bank or an institutional lender provided that the bank or the institutional lender agrees with each other member of Shareholders' Group I and Shareholders' Group II and the Company that the exercise by it of any right or remedy that it is entitled to in connection therewith shall be subject to the bank or the institutional lender not transferring any interest in any Equity Shares except in accordance with the provisions of the Articles of Association;

(x) Any Transfer, in breach of the provisions of this Article 17 (v) by any member(s) of the Shareholders Group I or Shareholders Group II, shall be null and void, and shall not be binding on the Company, and any such Transferee shall not have any rights to the Equity Securities or any other rights under this AOA or under the Charter Documents, in relation to such Equity Securities or rights.

(y) For the avoidance of doubt, it is clarified that the process for sale and transfer of equity shares held by any member of Shareholders' Group I or Shareholders' Group II as set forth above in this sub-article will not apply to any sale and transfer of equity shares by such member through the OFS in the IPO.

Borrowing Powers

Article 23 provides that

(a) Subject to the provisions of the Act and these Articles, the Board may from time to time at their discretion raise or borrow or secure the payment of any such sum of money for the purpose of the Company, in such manner and upon such terms and conditions in all respects as they think fit, and in particular, by promissory notes or by receiving deposits and advances with or without security or by the issue of bonds, debentures, perpetual or otherwise, including debentures convertible into shares of this or any other Company or perpetual annuities and to secure any such money so borrowed, raised or received, mortgage, pledge or charge the whole or any part of the property, assets or revenue of the Company present or future, including its uncalled capital by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may be expedient and to purchase, redeem or pay off any such securities; provided however, that the moneys to be borrowed, together with the money already borrowed by the Company apart from temporary loans obtained from the Company's bankers in the ordinary course of business shall not, without the sanction of the Company by a Special Resolution at a General Meeting, exceed the aggregate of the paid up capital of the Company and its free reserves. Provided that every Special Resolution passed by the Company in General Meeting in relation to the exercise of the power to borrow shall specify the total amount up to which moneys may be borrowed by the Board of Directors.

(b) The Directors may by resolution at a meeting of the Board delegate the above power to borrow money otherwise than on debentures to a committee of Directors or managing Director or to any other person permitted by applicable law, if any, within the limits prescribed.

(c) To the extent permitted under the applicable law and subject to compliance with the requirements thereof, the Directors shall be empowered to grant loans to such entities at such terms as they may deem to be appropriate and the same shall be in the interests of the Company.

(d) Any bonds, Debentures, debenture-stock or other Securities may if permissible in Law be issued at a discount, premium or otherwise by the Company and shall with the consent of the Board be issued upon such terms and conditions and in such manner and for such consideration as the Board shall consider to be for the benefit of the Company, and on the condition that they or any part of them may be convertible into Equity Shares of any denomination, and with any privileges and conditions as to the redemption, surrender, allotment of shares, appointment of Directors or otherwise. Provided that Debentures with rights to allotment of or conversion into Equity Shares shall not be issued except with, the sanction of the Company in General Meeting accorded by a Special Resolution.

Conversion of shares into stock

Article 24 provides that

a) The Company may, by Ordinary Resolution, convert all or any fully paid share(s) of any denomination into stock and vice versa.

b) The holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations, under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit; provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

c) The holders of the stock shall, according to the amount of the stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the Company and other matters, as if they held the shares from which the stock arose, but no such privilege or advantage (except participation in the dividends and profits of the Company and its assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

Such of the regulations contained in these presents, other than those relating to share warrants as are applicable to paid-up shares shall apply to stock and the words shares and shareholder in these presents shall include stock and stockholder respectively.

Convening Meeting

Article 25 provides that in accordance with the provisions of the Act, the Company shall in each year hold a

General Meeting specified as its Annual General Meeting and shall specify the meeting as such in the notices convening such meetings. Further, not more than 15 (fifteen) Months gap shall exist between the date of one Annual General Meeting and the date of the next. All General Meetings other than Annual General Meetings shall be an Extraordinary General Meetings.

Nothing contained in the foregoing provisions shall be taken as affecting the right conferred upon the Registrar under the provisions of Section 96(1) of the Act to extend the time within which any Annual General Meeting may be held.

Article 26 provides that every Annual General Meeting shall be called during business hours, that is, between 9 A.M. and 6 P.M. on a day that is not a national holiday, and shall be held at the Office of the Company or at some other place within the city, town or village in which the Office of the Company is situate, as the Board may determine.

Every Shareholder of the Company shall be entitled to attend the Annual General Meeting either in person or by proxy and pursuant to Section 146 of the Act, the Auditor of the Company is mandated, unless otherwise exempted by the Company, to attend either by himself or his authorised representative, who shall also be a qualified auditor, any General Meeting of the Company and shall have the right to be heard at such General Meeting which he attends on any part of the business which concerns him as Auditor. At every Annual General Meeting of the Company there shall be laid on the table, the Directors' Report and Audited Statement of Accounts, Auditors' Report, (if not already incorporated in the Audited Statement of Accounts), the proxy Register with proxies and the Register of Directors' shareholdings which latter Register shall remain open and accessible during the continuance of the Meeting. The Board shall cause to be prepared the Annual Return and forward the same to the concerned Registrar of Companies, in accordance with Sections 92 and 137 of the Act. The Directors are also entitled to attend the Annual General Meeting.

Article 27 provides that

(a) Number of days' notice of General Meeting to be given: Pursuant to Section 101 of the Act, a General Meeting of the Company may be called by giving not less than 21 (twenty one) days clear notice in writing or in electronic mode, excluding the day on which notice is served or deemed to be served (i.e., on expiry of 48 (forty eight) hours after the letter containing the same is posted). However, a General Meeting may be called after giving shorter notice if consent is given in writing or by electronic mode by not less than 95 (ninety five) percent of the Shareholders entitled to vote at that meeting.

The notice of every meeting shall be given to:

(i) every Shareholder, legal representative of any deceased Shareholder or the assignee of an insolvent member of the Company,

(ii) Auditor or Auditors of the Company, and

(iii) all the Directors.

(b) Notice of meeting to specify place, etc., and to contain statement of business: Notice of every meeting of the Company shall specify the place, date, day and hour of the meeting, and shall contain a statement of the business to be transacted thereat shall be given in the manner prescribed under Section 102 of the Act.

(c) Contents and manner of service of notice and Persons on whom it is to be served: Every notice may be served by the Company on any Shareholder thereof either personally or by sending it by post to their/its registered address in India and if there be no registered address in India, to the address supplied by the Shareholder to the Company for giving the notice to the Shareholder.

(d) Special business: Subject to the applicable provisions of the Act, where any items of business to be transacted at the meeting are deemed to be special, there shall be annexed to the notice of the meeting a statement setting out all material facts concerning each item of business including any particular nature of the concern or interest if any therein of every Director or manager (as defined under the provisions of the Act), if any or key managerial personnel (as defined under the provisions of the Act) or the relatives of any of the aforesaid and where any item of special business relates to or affects any other company, the extent of shareholding interest in that other company of every Director or manager (as defined under the provisions of the Act), if any or key managerial personnel (as defined under the provisions of the Act) or the relatives of any of the aforesaid of the first mentioned company shall also be set out in the statement if the extent of such interest is not less than 2 per cent of the paid up share capital of that other company. All business transacted at any meeting of the Company shall be deemed to be special and all business transacted at the Annual General Meeting of the Company with the exception of the business specified in Section 102 of the Act shall be deemed to be special.

(e) Resolution requiring Special Notice: With regard to resolutions in respect of which special notice is required to be given by the Act, a special notice shall be given as required by Section 115 of the Act.

(f) Notice of Adjourned Meeting when necessary: When a meeting is adjourned for 30 (thirty) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting in accordance with the applicable provisions of the Act.

(g) Notice when not necessary: Save as aforesaid, and as provided in Section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

(h) The notice of the General Meeting shall comply with the provisions of Companies (Management and Administration) Rules, 2014.

Voting

Article 32 provides that

(a) At any General Meeting, a resolution put to the vote of the General Meeting shall, unless a poll is demanded or voting is carried out electronically, be decided by a show of hands. Before or on the declaration of the result of the voting on any resolution by a show of hands, a poll may be carried out in accordance with the applicable provisions of the Act or the voting is carried out electronically. Unless a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the Minute Book of the Company shall be conclusive evidence of the fact, of passing of such resolution or otherwise.

(b) In the case of equal votes, the Chairman shall both on a show of hands and at a poll, (if any), have a casting vote in addition to the vote or votes to which he may be entitled as a Shareholder.

(c) If a poll is demanded as aforesaid, the same shall subject to anything stated in these Articles be taken at such time, (not later than forty-eight hours from the time when the demand was made), and place within the City, Town or Village in which the Office of the Company is situate by ballot or by postal ballot, as the Chairman shall direct and either at once or after an interval or adjournment, or otherwise and the result of the poll shall be deemed to be the decision of the meeting at which the poll was demanded. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. The demand for a poll may be withdrawn at any time by the Person or Persons who made the demand.

(d) Where a poll is to be taken, the Chairman of the meeting shall appoint two scrutinizers to scrutinize the votes given on the poll and to report thereon to him. One of the scrutinizers so appointed shall always be a Shareholder, (not being an officer or employee of the Company), present at the meeting provided such a Shareholder is available and willing to be appointed. The Chairman shall have power at any time before the result of the poll is declared, to remove a scrutinizer from office and fill vacancies in the office of scrutinizer arising from such removal or from any other cause.

(e) Any poll duly demanded on the election of a Chairman of a meeting or any question of adjournment, shall be taken at the meeting forthwith. A poll demanded on any other question shall be taken at such time not later than 48 hours from the time of demand, as the Chairman of the meeting directs.

(f) The demand for a poll except on the question of the election of the Chairman and of an adjournment shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll has been demanded.

(g) No report of the proceedings of any General Meeting of the Company shall be circulated or advertised at the expense of the Company unless it includes the matters required by these Articles or Section 118 of the Act to be contained in the Minutes of the proceedings of such meeting.

(h) The Shareholders will do nothing to prevent the taking of any action by the Company or act contrary to or with the intent to evade or defeat the terms as contained in these Articles.

Further Article 34 provides for the mechanism for votig at an EGM or an AGM. It provides that:

(a) Subject to any rights or restrictions for the time being attached to any class or classes of shares,—

1. on a show of hands, every member present in person shall have one vote; and
2. on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity Share Capital of the Company.

(b) A member may exercise his vote at a meeting by electronic means in accordance with Section 108 and shall vote only once.

(c) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

(d) A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

(e) Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

(f) No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the Company have been paid or in regard to which the Company has exercised any right of lien.

(g) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive and every vote not disallowed at such meeting shall be valid for all purposes.

Article 35 provides for the proxy voting rights. It provides that

(a) The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarized copy of that power a authority, shall be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

(b) An instrument appointing a proxy shall be in the form as prescribed in the rules made under Section 105.

(c) A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given, Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the Company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Article 36 provides that

The Company shall also provide e-voting facility to the Shareholders of the Company in terms of the provisions of the Companies (Management and Administration) Rules, 2014 or any other Law, if applicable to the Company.

Company will follow the following procedure namely:

a. the notices of the meeting shall be sent to all the members, auditors of the company, or directors either

   i. by registered post or speed post ; or
   ii. through electronic means like registered e-mail id;
   iii. through courier service;

b. the notice shall also be placed on the website of the company, if any and of the agency forthwith after it is sent to the members.

c. the notice of the meeting shall clearly mention that the business may be transacted through electronic voting system and the company is providing facility for voting by electronic means.

d. the notice of the meeting shall also state that the facility of voting, either through electronic voting system of ballot or polling paper shall also be made available at the meeting and that the members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

e. the notice of the meeting shall also state that the members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitles to cast their vote again.

f. the notice shall clearly indicate the process and manner for voting by electronic means and indicate the time schedule including the time period during which the votes may be cast by remote e-voting and shall also provide the login ID and specify the process and manner for generating or receiving password and casting of vote in a secure manner.

g. the company shall cause a public notice by way of an advertisement to be published, immediately on completion of dispatch of notices for the meeting but at least twenty one days before the date of the general meeting, at least once in a vernacular newspaper in the principal vernacular language of the district in which the registered office of the company is situated, and having a wide circulation in that district, and at least once in English language in an English newspaper having a wide circulation in that district, about having sent the notice of the meeting and specifying therein, inter alia, the following matters, namely:-

   i. statement that the business may be transacted through voting by electronic means;

   ii. the date and time of commencement of remote e-voting;

   iii. the date and time of end of remote e-voting;

   iv. a cut-off date;

   v. the manner in which persons who have acquired shares and become members of the company after the dispatch of notice may obtain login ID and password;

   vi. the statement that:

      a. remote e-voting shall not be allowed beyond the said date and time, i.e.,

      b. the manner in which the company shall provide for voting by members present at the meeting;

      c. a member may participate in the general meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting; and

d. a person whose name is recorded in the register of members or the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting.

vii. website address of the Company and of the agency where notice of the meeting is displayed; and

viii. name, designation, address, e-mail id and phone number of the persons responsible to address the grievances connected with facility for voting by electronic means.

h. the facility for remote e-voting shall remain open for not less than three days and shall close at 5:00 p.m. on the date preceding the date of the general meeting.

i. during the period when facility for remote e-voting is provided, the Shareholders of the Company, holding shares in either the physical form or the dematerialised form, as on the cut-off date, may opt for remote e-voting.

Provided that once the vote on a resolution is cast by a Shareholder, he shall not be allowed to change it subsequently or cast the vote again.

j. at the end of the remote e-voting period, the facility shall forthwith be blocked.

Provided that the Company opts to provide the same electronic voting system as used during remote e-voting during the general meeting, the said facility shall be in operation till all the resolutions are considered and voted upon in the meeting and may be used for voting only by the Shareholders attending the meeting and who have not exercised their right to vote through remote e-voting.

k. the Board shall appoint one scrutinizer, who may be chartered Accountant in practice, Cost Accountant in practice, or Company Secretary in practice or an advocate, but not in employment of the company and is a person of repute who, in the opinion of the Board can scrutinize the remote e-voting process in a fair and transparent manner. The scrutinizer is required to be willing, to be appointed and should also be available for the purpose of ascertaining the requisite majority.

l. the Chairman shall at the general meeting, at the end of discussions on the resolutions on which voting is to be held, allow voting, as provided in this article 36, with the assistance of the scrutinizer, by use of ballot or polling paper or by using an electronic voting system for all those members who are present at the general meeting but have not cast their votes by availing the remote e-voting facility.

m. the scrutinizer shall, immediately after the conclusion of remote e-voting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, forthwith to the Chairman or a person authorised by the Chairman in writing who shall countersign the same.

n. the scrutinizers shall maintain a register either manually or electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the Shareholders, numbers of shares held by them, nominal value of such shares and whether the shares have differential voting rights.

o. the register and all other papers relating to voting by electronic means shall remain in the safe custody of the scrutinizers until the Chairman considers, approves and signs the minutes and thereafter, the scrutinizer shall hand over the register and other related papers to the Company.

p. the result declared along with the report of the scrutiniser shall be placed on the website of the Company and on the website of the agency immediately after the result is declared by the Chairman.

q. subject to receipt of sufficient votes, the resolution shall be deemed to be passed on the date of the relevant general meeting of members.

Director

Article 37 provides that

(a) Until otherwise determined by Special Resolution of the number of Directors of the Company shall not be less than three or more than fifteen.

(b) The Company in General Meeting may from time to time increase or reduce the number of Directors within the limits fixed by sub-article (a) above.

(c) The following persons are the First Directors of the Company.

i. Mr. Samprada Singh
ii. Mr. Basudeo N. Singh
iii. Mr. Deo Nandan Singh

(d) The Company shall also comply with the provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the provisions of the Listing Agreement.

(e) The Shareholders' Group I shall be entitled to appoint three Directors on the Board from members of Shareholders' Group I or such other person as nominated by the Shareholders' Group I from time to time subject to sub-article (h) below, in accordance with Applicable Law including removal or change of any such Directors ("**Shareholders' Group I Directors**").

(f) The Shareholders' Group II shall be entitled to appoint three Directors on Board of the Company from members of Shareholders' Group II or such other person as nominated by the Shareholders' Group II from time to time subject to sub-article (h) below, in accordance with Applicable Law including removal or change of any such Directors ("**Shareholders' Group II Directors**").

(g) The Shareholders' Group I and the Shareholders' Group II have the right to remove and/ or replace and/or nominate the Shareholders' Group I Director(s) and the Shareholders' Group II Director(s) respectively, in accordance with Applicable Law.

(h) Notwithstanding the foregoing and subject to sub-article (i) of these Articles, in the event that:

(i) shareholding of Shareholders' Group I or Shareholders Group II, as the case may be, in the Company falls below 15% (fifteen per cent) but is not less than 10% (ten percent) on a fully diluted basis, Shareholders' Group I or Shareholders' Group II, as the case may be, will be entitled to appoint two Directors on the Board. Shareholders' Group I or Shareholders' Group II as the case may be, shall ensure that the other Directors nominated by Shareholders' Group I and Shareholders' Group II as the case may be, will immediately resign from the Board and carries out all other actions as may be required under Applicable Laws for such resignation; or

(ii) shareholding of Shareholders' Group I or Shareholders Group II, as the case may be, in the Company falls below 10% (ten per cent) on a fully diluted basis, Shareholders' Group I or Shareholders' Group II as the case may be, shall ensure that all Director(s) nominated by Shareholders' Group I and Shareholders' Group II as the case may be, will immediately resign from the Board and carries out all other actions as may be required under Applicable Laws for such resignation.

(i) Notwithstanding the foregoing, the rights of the Shareholders' Group I or Shareholders' Group II to appoint the directors as above, shall

(i) automatically terminate with respect to Shareholders' Group I or Shareholders' Group II, as the case may be, in the event that either of the Shareholders' Group I or Shareholders' Group II ceases to hold at least 10% (ten percent) of the Share Capital on a fully diluted basis and consequently all rights and obligations of Shareholders' Group I or Shareholders' Group II, as the case may be, under these Articles of Association shall be infructuous. For the avoidance of doubt, it is hereby clarified that the termination of the rights of one shareholders' group shall not mean that the rights of the other shareholder's group is automatically terminated, including rights to appoint or nominate directors as specified in this Article 37 and Article 52.

(ii) The rights of the Shareholder's Group I and Shareholder's Group II shall automatically terminate when the Shareholders' Group I and Shareholders' Group II cumulatively cease to hold at least 25% (twenty five percent) of the Share Capital on a fully diluted basis and consequently all the rights and obligations of the Parties, under this Article 37 and Article 52 shall become infructuous.

(j) Further, notwithstanding anything to the contrary stated in this Article 37, in the event the strength of the Board is proposed to be increased, the Shareholders' Group I and the Shareholders' Group II shall each be entitled to additionally appoint one Director from members of Shareholders' Group I or members of Shareholders' Group II respectively or such other person as may be nominated respectively by the Shareholders' Group I and Shareholders' Group II and the appointment of such Director will be subject to sub-article (h) above and Applicable Law.

Article 38 provides that subject to the provisions of Article 37, the Board may appoint any person other than a person who fails to get appointed as a director in a general meeting, as an additional director, who shall hold office only up to the earlier of the date of the next Annual General Meeting or at the last date on which the Annual General Meeting should have been held but shall be eligible for appointment by the Company as a Director at that meeting subject to the applicable provisions of the Act.

Article 39 provides that in the event of absence of any of the Shareholders' Group I Directors or any of the Shareholders' Group II Directors, for a period of not less than three Months from India, the Shareholders' Group I or the Shareholders' Group II who nominated the respective Shareholders' Group I Director(s) or Shareholders' Group II Director(s), as the case may be, shall be entitled to nominate or designate such another Person to act as an alternate director for such directors during his absence, and the Board shall cause the appointment of such Person on to the Board of Directors of the Company, subject to compliance with Applicable Law. The Board may, appoint a person, not being a person holding any alternate directorship for any other director in the Company, to act as an alternate director for a director during his absence for a period of not less than three Months from India.

Article 40 provides that the Company shall have such number of Independent Directors on the Board of the Company, as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 or any other Law, as may be applicable. Further, such appointment of such Independent Directors shall be in terms of the aforesaid provisions of Law and subject to the requirements prescribed under Clause 49 of the Listing Agreement.

Article 41 provides that whenever the Board enter into a contract with any lenders for borrowing any money or for providing any guarantee or security or for technical collaboration or assistance or enter into any other arrangement, the Board shall have, subject to the provisions of Section 152 of the Act and Article 35 the power to agree that such lenders shall have the right to appoint or nominate by a notice in writing addressed to the Company one or more Directors on the Board for such period and upon such conditions as may be mentioned in the common loan agreement/ facility agreement. The nominee Director representing lenders shall not be required to hold qualification shares and not be liable to retire by rotation. The Directors may also agree that any such Director, or Directors may be removed from time to time by the lenders entitled to appoint or nominate them and such lenders may appoint another or other or others in his or their place and also fill in any vacancy which may occur as a result of any such Director, or Directors ceasing to hold that office for any reason whatever. The nominee Director shall hold office only so long as any monies remain owed by the Company to such lenders.

The nominee Director shall be entitled to all the rights and privileges of other Directors including the sitting fees and expenses as payable to other Directors but, if any other fees, commission, monies or remuneration in any form are payable to the Directors, the fees, commission, monies and remuneration in relation to such nominee Director shall accrue to the lenders and the same shall accordingly be paid by the Company directly to the lenders.

Provided that if any such nominee Director is an officer of any of the lenders, the sittings fees in relation to such nominee Director shall also accrue to the lenders concerned and the same shall accordingly be paid by the Company directly to that lenders.

Any expenditure that may be incurred by the lenders or the nominee Director in connection with the appointment or Directorship shall be borne by the Company.

The nominee Director so appointed shall be a member of the project management sub-committee, audit sub-committee and other sub-committees of the Board, if so desired by the lenders.

The nominee Director shall be entitled to receive all notices, agenda, etc. and to attend all general meetings and Board meetings and meetings of any committee(s) of the Board of which he is a member and to receive all notices, agenda and minutes, etc. of the said meeting.

If at any time, the nominee Director is not able to attend a meeting of Board or any of its committees, of which he is a member, the lenders may depute an observer to attend the meeting. The expenses incurred by the lenders in this connection shall be borne by the Company.

Article 43 provides that the Company shall have such number of Woman Director on the Board of the Company, as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 or any other Law, as may be applicable.

Article 49 provides that the at the Annual General Meeting of the Company to be held in every year, one third of such of the Directors as are liable to retire by rotation for time being, or, if their number is not three or a multiple of three then the number nearest to one third shall retire from office and they will be eligible for re-election. Provided nevertheless that the Chairman Emeritus and the Chairman, appointed or the Directors appointed as a Debenture Director under Articles hereto shall not retire by rotation under this Article nor shall they be included in calculating the total number of Directors of whom one third shall retire from office under this Article.

Proceedings of the Board of Directors

Article 60 provides that

a. Board Meetings shall be held at least once in every 3 (three) Month period and there shall be at least 4 (four) Board Meetings in any calendar year and there should not be a gap of more than 120 (one hundred twenty) days between two consecutive Board Meetings. Meetings shall be held in Mumbai, or such a place as may be decided by the Board.

b. The participation of Directors in a meeting of the Board may be either in person or through video conferencing or other audio visual means, as may be prescribed, which are capable of recording and recognising the participation of the Directors and of recording and storing the proceedings of such meetings along with date and time. However, such matters as provided under the Companies (Meetings of Board and its Powers) Rules, 2014 shall not be dealt with in a meeting through video conferencing or other audio visual means. Any meeting of the Board held through video conferencing or other audio visual means shall only be held in accordance with the Companies (Meetings of Board and its Powers) Rules, 2014.

c. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

d. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office; and (ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

e. The Company Secretary shall, as and when directed by the Chairman convene a meeting of the Board by giving a notice in writing to every Director in accordance with the provisions of the Act and the Companies (Meetings of Board and its Powers) Rules, 2014.

f. The Board may meet either at the Office of the Company, or at any other location in India or outside India as the Chairman may determine.

g. Not less than 7 (seven) days' notice of every meeting of the Board shall be given in writing to every Director for the time being at his address registered with the Company and such notice shall be sent by hand delivery or by post or by electronic means. A meeting of the Board may be convened in accordance with these Articles by a shorter notice in case of any emergency as directed by the Chairman or the Managing Director or the Executive Director, as the case may be, subject to the presence of 1 (one) Independent Director in the said meeting. If an Independent Director is not present in the said meeting, then decisions taken at the said meeting shall be circulated to all the Directors and shall be final only upon ratification by one independent Director. Such notice or shorter notice may be sent by post or by fax or e-mail depending upon the circumstances.

h. At any Board Meeting, each Director may exercise 1 (one) vote. In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote. The adoption of any resolution of the Board shall require the affirmative vote of a majority of the Directors present at a duly constituted Board Meeting.

Article 61 provides for the quorum required for the board meetings

a. Subject to Applicable Laws, the quorum of the Board shall be at least 4 (four) directors which shall comprise of one Shareholders' Group I Director, one Shareholders' Group II Director and two Independent Directors, being present personally or by way of video conference or teleconference at the commencement and throughout the duration of the meeting. If one Shareholders' Group I Director or one Shareholders' Group II Director or atleast two of the independent Directors is not present at any meeting of the Board ("Initial Board Meeting"), the meeting shall be adjourned to the same time and place in the next week and if that day is not a Business Day to the immediately succeeding Business Day.

b. Not less than 3 (three) Business Days' notice shall be given for any adjourned meeting ("Adjourned Board Meeting"). If one Shareholders' Group I Director or one Shareholders' Group II Director or atleast two of the Independent Directors are not present at such Adjourned Board Meeting, the Directors present shall constitute valid quorum, provided that at least 4 (four) directors are present.

c. The agenda for the Initial Board Meeting shall be the agenda for the Adjourned Board Meeting, and matters which are not specifically defined and stated in the agenda for the Initial Board Meeting shall in no event be taken up for discussion or approved at the Adjourned Board Meeting. For the avoidance of doubt, it is hereby clarified that none of the matters as set forth in below in sub-article (d) shall be taken up for discussion or approved at any such Adjourned Board Meeting without compliance with conditions specified therein.

d. Notwithstanding anything to the contrary contained in this Articles, all matters listed in Schedule III shall necessarily be referred to the Board for its approval and no actions or decisions thereof shall be taken by the Board, Shareholders, officers or employees without the affirmative vote of the majority of the Shareholders' Group I Directors and the majority of the Shareholders' Group II Directors at such Board Meeting.

   For the avoidance of doubt, it is clarified that if an item which falls under such matters has been approved by majority of the Shareholders' Group I Directors and majority of the Shareholders' Group II Directors in the Board Meeting, as mentioned above, then such specific item shall not require any further consent or affirmative vote of the Shareholders' Group I Directors or the Shareholders' Group II Directors.

   However the following matters listed shall not be discussed or tabled at any Board Meeting unless such reserved matter was specifically listed as part of the agenda circulated in advance of that Board Meeting namely,

   1. Amendments or any proposal to amend the Memorandum or Articles of Association of the Company including change in maximum number of Directors of the Company.
   2. Commencement of any new line of business which is unrelated to the business of the Company.
   3. Winding-up or liquidation of the Company.
   4. Merger or amalgamation, demerger or change of control of the Company, whether in one or a series of transactions.
   5. Disposal of assets of the Company such that the value of the assets proposed to be disposed on a cumulative basis in any one financial year is more than 25% of the value of the total assets of the Company, as at the last audited, stand-alone balance sheet of the Company.
   6. Incur any indebtedness or borrowing on a cumulative basis in any one financial year in excess of 25% of the net-worth of the Company, as at the last audited, stand-alone financial statements of the Company.
   7. Make any investment or capital expenditure on a cumulative basis in any one financial year in excess of 25% of the net-worth of the Company, as at the last audited, stand-alone financial statements of the Company.

8. Any change to the registered name of the Company.
9. Any agreement, arrangement, transaction to sell, transfer, assign or otherwise dispose any intellectual property owned by the Company or any of its subsidiaries which is material to its business.
10. Entering into any joint venture agreements, other than those required in the Ordinary Course of Business of the Company.
11. Material changes to the accounting methods and policies of the Company.
12. Shifting the registered office of the Company.

Dividends

Article 69 provides that

a. The Company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

b. Subject to the provisions of section 123, the Board may from time to time pay to the Shareholders such interim dividends as appear to it to be justified by the profits of the Company.

c. (i) The Board may, before recommending any dividend, set aside out of the profits of the Company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the Company may be properly applied, including provision for meeting contingencies or for equalising dividends; and pending such application, may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Board may, from time to time, thinks fit. (ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

d. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the Company, dividends may be declared and paid according to the amounts of the shares. (ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share (iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

e. The Board may deduct from any dividend payable to any Shareholder all sums of money, if any, presently payable by him to the Company on account of calls or otherwise in relation to the shares of the Company.

f. (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of Shareholders, or to such person and to such address as the holder or joint holders may in writing direct. (ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

g. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

h. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

i. No dividend shall bear interest against the Company.

Capitalisation of Profits:

Article 76 provides that

a. The Company may in a General Meeting, upon recommendation of the Board, resolve:

(i) That it is desirable to capitalise any part of the amounts for the time being standing to the credit of the Company‘s reserve accounts or to the credit of the profit and loss accounts or ; and

(ii) That such sum be accordingly set free for distribution in the manner specified in clause (b) amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportion.

b. The sum aforesaid shall not be paid in cash but shall be applied, subject to the provisions contained in clause (c) either in or towards:

(i) Paying up any amount for the time being unpaid on shares held by such members respectively; or

(ii) Paying up in full unissued shares of the Company to be alloted and distributed, credited as fully paid up, to and amongst such members in the proportion aforesaid; or

(iii) Partly in the way specified in sub-clause (i) and partly in that specified in sub-clause (ii).

c. A share premium account and a capital redemption fund may be applied in the paying up of unissued shares to be issued to members of the Company as fully paid bonus shares.

Powers of Directors for declaration of Bonus

1) Whenever such a resolution as aforesaid shall have been passed by the Board shall:

a) make all appropriations and applications of the undistributed profits to be capitalised thereby and issue of fully paid shares or debentures, if any ; and

b) generally do all acts and things required to give effect thereto.

2) The Board shall have full power :

a) to make such provision, by the issue of fractional certificates or by payments in cash or otherwise as it thinks fit in the case of shares becoming distributable in fraction ; and

b) to authorise any person to enter on behalf of all the members entitled thereto into an agreement with the Company providing for the allotment to them respectively credited as fully paid up of any further shares or debentures of which they may be entitled upon such capitalisation or as the case may require, for the payment of by the Company on their behalf, by the application thereto of their respective proportion of the profits resolved to be capitalised or the amounts or any part of the amounts remaining unpaid on the shares.

3) Any agreement made under such authority shall be effective and binding on all such members.

Winding up

Article 77 provides that if the Company shall be wound up, the Liquidator may, with the sanction of a Special Resolution of the Company and any other sanction required by the Act, divide amongst the Shareholders, in specie or kind the whole or any part of the assets of the Company, whether they shall consist of property of the same kind or not.

Indemnity

Article 78 provides that

1) Subject to the provisions of Section 197 of the Act every Director, Manager, Secretary and other officer or employee of the Company shall be indemnified by the Company against, and it shall be the duty of the Directors out of the assets of the Company to pay all costs, losses, and expenses (including travelling expenses) which any such Director, officer or employee may incur or becomes liable to by reason of any

contract entered into or act or deed done by him or any other way in the discharge of his duties, as such Director, officer or employee.

2) Subject as aforesaid, every Director, Manager, Secretary, or other officer/employee of the Company shall be indemnified against any liability, incurred by them or him in defending any proceeding whether civil or criminal in which judgment is given in their or his favour or in which he is acquitted or discharged or in connection with any application under Section 463 of the Act in which relief is given to him by the Court and without prejudice to the generality of the foregoing, it is hereby expressly declared that the Company shall pay and bear all fees and other expenses incurred or incurable by or in respect of any Director for filing any return, paper or document with the Registrar of Companies, or complying with any of the provisions of the Act in respect of or by reason of his office as a Director or other officer of the Company.

Secrecy

Article 82 provides that every Director, Managing Directors, Manager, Secretary, Auditor, trustee, members of committee, Officer, servant, agent, accountant or other persons employed in the Business of the Company shall, if so required by the Director before entering upon his duties, or any time during his term of office, sign a declaration pledging himself to observe secrecy relating to all transactions of the Company and the state of accounts and in matters relating thereto and shall by such declaration pledge himself not to reveal any of such matters which may come to his knowledge in the discharge of his official duties except which are required so to do by the Directors or the Auditors or by a resolution of the Company in a General Meeting or by a court of law and except so far as may be necessary in order to comply with any of the provision of these Articles or Law. Nothing herein contained shall affect the powers of the Central Government or any officer appointed by the Government to require or to hold an investigation into the Company’s affairs.

SECTION IX: OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following contracts (not being contracts entered into in the ordinary course of business carried on by our Company or contracts entered into more than two years before the date of this Draft Red Herring Prospectus) which are or may be deemed material have been entered or to be entered into by our Company. These contracts, copies of which will be attached to the copy of the Red Herring Prospectus, will be delivered to the RoC for registration and also the documents for inspection referred to hereunder, may be inspected at the Registered Office of our Company from 10.00 am to 4.00 pm on Working Days (Monday to Friday) from the date of the Red Herring Prospectus until the Bid/ Offer Closing Date.

Material Contracts to the Offer

1. Offer Agreement entered into between our Company, the Selling Shareholders and the GCBRLMs dated August 6, 2015.

2. Agreement entered into between our Company, the Selling Shareholders and the Registrar to the Offer dated July 13, 2015.

3. Escrow Agreement dated [●] between our Company, the Selling Shareholders, the GCBRLMs, the Banker(s) to the Offer and the Registrar to the Offer.

4. Syndicate Agreement dated [●] between our Company, the Selling Shareholders, the GCBRLMs, and the Syndicate Member(s).

5. Share Escrow Agreement dated [●] between the Selling Shareholders, our Company and the Escrow Agent.

6. Underwriting Agreement dated [●] between our Company, the Selling Shareholders, the GCBRLMs, and the Syndicate Member(s).

Material Documents

1. Certified copies of the updated Memorandum and Articles of Association of our Company as amended from time to time.

2. Our certificate of incorporation dated August 8, 1973.

3. Fresh certificate of incorporation consequent upon change of name dated August 21, 2001.

4. Certificate dated September 30, 2007 issued by the Company Law Board, Kolkata for change in Registered Office from State of Bihar to State of Maharashtra.

5. Board resolution authorising the Offer dated June 29, 2015.

6. Letters from Selling Shareholders approving the Offer for Sale and consenting to include up to 12,853,442 Equity Shares held by them, as part of the Offer for Sale.

7. The examination reports of the Statutory Auditors, on our Company's Restated Standalone Financial Information and Restated Consolidated Financial Information dated June 29, 2015, included in this Draft Red Herring Prospectus.

8. Statement of Tax Benefits dated July 27, 2015 and report dated July 27, 2015 from, B S R & Co, LLP, Chartered Accountants.

9. Annual Reports of our Company for fiscal years 2010-11, 2011-12, 2012-13, 2013-14 and 2014-15.

10. Consent of the Directors, the GCBRLMs, the Syndicate member(s), Domestic Legal Counsel to our Company, Domestic Legal Counsel to the GCBRLMs, International Legal Counsel to the GCBRLMs, Registrar to the Offer, experts named in this Draft Red Herring Prospectus, Escrow Collection Bank(s),

Bankers to the Offer, Bankers/ Lenders to our Company, Company Secretary and Compliance Officer as referred to in their specific capacities.

11. Due Diligence Certificate dated August 6, 2015 addressed to SEBI from the GCBRLMs.

12. In principle listing approvals dated [●] and [●] issued by BSE and NSE respectively.

13. Tripartite Agreement between NSDL, our Company and the Registrar to the Offer dated June 8, 2015.

14. Tripartite Agreement between CDSL, our Company and the Registrar to the Offer dated May 30, 2015.

15. Scheme of amalgamation of Indo Propkem Limited with our Company and Startronic Pharmachem Private Limited with our Company.

16. Shareholders Agreement dated July 13, 2015 entered into between the Promoters and the Company.

Any of the contracts or documents mentioned in this Draft Red Herring Prospectus may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the shareholders subject to compliance of the provisions contained in the Companies Act, 2013 and other relevant statutes.

SECTION X: DECLARATION BY THE SELLING SHAREHOLDERS

We certify that all statements in this Draft Red Herring Prospectus about us or in relation to us in connection with the Offer and the Equity Shares offered by us in the Offer, are true and correct. We assume no responsibility for any other statements, including statements made by the Company, in this Draft Red Herring Prospectus.

Nawal Kishore Singh	**Rekha Singh**
Anju Singh	**Prabhat Narain Singh**
Krishna Singh	**Tushar Kumar**
Jayanti Sinha	**Rajeev Ranjan**
Rajesh Kumar	**Anita Singh**
Prerana Kumar	**Lalan Kumar Singh**
Ashok Kumar	**Alok Kumar**
Madan Kumar Singh	**Kishore Kumar Singh**
Deepak Kumar Singh	**Raj Kumar Singh**

Place: Mumbai
Date: August 6, 2015

SECTION XI: DECLARATION

We, the Directors, hereby certify and declare that, all relevant provisions of the Companies Act, 2013 and the guidelines issued by the Government of India or the regulations / guidelines issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, the SEBI Act or rules made thereunder or regulations / guidelines issued, as the case may be. We further certify that all the disclosures and statements made in this Draft Red Herring Prospectus are true and correct.

Signed by the Directors, CEO and CFO of our Company

Samprada Singh
Chairman Emeritus and Non-Executive Director

Basudeo N. Singh
Chairman and Executive Director

Dhananjay Kumar Singh
Joint Managing Director

Sandeep Singh
Joint Managing Director

Balmiki Prasad Singh
Executive Director

Mritunjay Singh
Executive Director

Mangaldas Chhaganlal Shah
Independent Director

Arun Kumar Purwar
Independent Director

Ranjal Laxmana Shenoy
Independent Director

Akhouri Maheshwar Prasad
Independent Director

Sudha Ravi
Independent Director

Sangeeta Kapiljit Singh
Independent Director

Prabhat Agrawal
Chief Executive Officer

Rajesh Dubey
Chief Financial Officer

Place: Mumbai
Date: August 6, 2015