



(This is only an advertisement for information purposes and not an offer document announcement)



# Neuland Laboratories Limited

Our Company was incorporated on January 7, 1984 as 'Neuland Laboratories Private Limited' under the provisions of the Companies Act, 1956. Subsequently, our Company got converted from a private company to a public company in 1993 and the name of our Company was changed to 'Neuland Laboratories Limited' vide a fresh certificate of incorporation dated October 12, 1993. The Corporate Identity Number of our Company is L85195TG1984PLC040393.

Registered Office: Sanalinfopark, A Block, Ground Floor, 8-2/120/113, Road No.2, Banjara Hills, Hyderabad - 500 034 Tel: +91 40 3021 1600, Fax: +91 40 3021 1602  
 Contact Person: Mr. SaradaBhamidipati, Company Secretary and Compliance officer. E-mail: ir@neulandlabs.com Website: www.neulandlabs.com  
 Promoters of our Company: Dr. Davuluri Rama Mohan Rao, Mr. Davuluri Sucheth Rao, Mr. Davuluri Sarash Rao and Mr. GVK Rama Rao.

## NOTICE TO THE ELIGIBLE EQUITY SHAREHOLDERS OF NEULAND LABORATORIES LIMITED ("COMPANY" OR "ISSUER")

ISSUE OPENS ON	LAST DATE FOR RECEIVING REQUESTS FOR SPLIT APPLICATION FORM	ISSUE CLOSES ON
September 29, 2014	October 09, 2014	October 16, 2014

ISSUE OF 12,25,276 EQUITY SHARES OF A FACE VALUE OF ₹10 EACH ("EQUITY SHARES") OF NEULAND LABORATORIES LIMITED FOR CASH AT A PRICE OF ₹204 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹194 PER EQUITY SHARE AGGREGATING TO ₹2,599,56,232 LACS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY ON A RIGHTS BASIS IN THE RATIO OF A FULLY PAID-UP EQUITY SHARES FOR EVERY 25 FULLY PAID-UP EQUITY SHARE HELD ON THE RECORD DATE I.E. AUGUST 14, 2014 ("RIGHTS ISSUE / THE ISSUE"). THE ISSUE PRICE FOR THE EQUITY SHARE IS 20.4 TIMES THE FACE VALUE OF THE EQUITY SHARE.

**ASBA\*** Simple, Safe, Smart way of Application - Make use of IBIH  
 \*Application supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. Investors can avail the same. For further details check section on ASBA below.

**All applicants who are QIBs and Non - Institutional Investors and who satisfy the ASBA Investor Eligibility Criteria can participate in the Issue only through the ASBA Process. Any Application by such categories of Investors including plain paper applications by them have to be made through the ASBA process. All Applicants who are QIBs and Non - Institutional Investors and who do not satisfy the ASBA Investor Eligibility Criteria can apply in the Issue only through the non - ASBA process.**

**APPLICATION SUPPORTED BY BLOCKED AMOUNT (ASBA):** The option of applying for Equity Shares through the ASBA process is available only to Eligible Equity Shareholders of our Company on the Record Date. In terms of the Securities and Exchange Board of India (SEBI) (Issue of Equity Shares) Regulations, 2009 (Circular dated December 30, 2009 ("December 2009 Circular")), to qualify as ASBA Investors, Eligible Equity Shareholders:

- (a) are required to hold Equity Shares in dematerialised form as on the Record Date and apply for (i) their Rights Entitlement or (ii) their Rights Entitlement and Equity Shares in addition to their Rights Entitlement in dematerialised form;
- (b) should not have renounced their Right Entitlement in full or in part;
- (c) should not be Renounced (paragraphs (a), (b) and (c) are collectively referred to as the "ASBA Investor Eligibility Criteria"); and should apply through blocking of funds in bank accounts maintained with SCSB.

Please note that all Applications by QIBs and Non-Institutional Investors who satisfy the ASBA Investor eligibility criteria are mandatorily required to be made through the ASBA process and Retail Individual Investors may optionally apply through the ASBA process.

ASBA Investors may make name and address of the bank where the Eligible Equity Shareholder is to open an account for the issue, by filling Part A of the respective CAFs sent by the Registrar, selecting the ASBA process option in Part A of the CAF and submit the same to the SCSB before the close of the banking hours on or before the Issue Closing Date or such extended date as may be specified by the Board of Directors in this regard. An ASBA Investor agrees to block the entire amount payable on Application with the submission of the CAF, by authorising the SCSB to block an amount, equivalent to the amount payable on Application, in a bank account maintained with the SCSB.

For more details on the ASBA process, please refer to the details given in CAF, the Abridged Letter of Offer and also please refer to the section titled "Terms of the Issue - Applications by ASBA Investors" beginning on page 207 of the Letter of Offer.

**DISPATCH OF ABRIDGED LETTER OF OFFER ("ALOF") AND COMPOSITE APPLICATION FORM ("CAF"):** The dispatch of the ALOF dated September 22, 2014 along with CAF for the Issue has been completed by Registrar to the issue, viz. Karvy Computershare Private Limited through Registered Post on September 24, 2014 to the Eligible Equity Shareholders of the Company whose names appeared in the Register of Members as on the Record Date of the Company on the Record Date, i.e. August 14, 2014.

The CAF together with cheque/demand draft should be sent to the Escrow Collecting Bank or dispatched to the Registrar to the Issue, and not to the Company and the Lead Manager. Resident applicants residing at places other than cities where the branches of the Bankers to the Issue have been authorised by our Company for collecting Applications, will have to make payment by crossed account payee cheques payable at Hyderabad or demand drafts/ pay order/ crossed account payee cheques payable at Hyderabad and postal charges payable at Hyderabad and send their CAFs to the Registrar to the Issue by registered post/ speed post/ courier. All cheques/drafts accompanying the CAF should be drawn in favour of and marked 'Neuland Laboratories Limited- Rights Issue-NR' payable at Hyderabad. In case of resident investor and non resident investor applying on non repatriation basis and 'Neuland Laboratories Limited- Rights Issue-NR' in case of non-resident investors applying on repatriation basis. If any portion of the CAF is/ are detached or separated, such application will be liable to be rejected.

**AVAILABILITY OF DUPLICATE CAF:** In case the original CAF is not received, or is misplaced by an applicant, the Registrar to the Issue will issue a duplicate CAF on the request of the applicant who should furnish the registered folio number/ DP and Client ID number and his/ her full name and address to the Registrar to the Issue. Please note that the request for duplicate CAF should reach the Registrar to the Issue at least seven days prior to the Issue Closing Date. Please note that those who are making the Application in the duplicate form should not utilize the original CAF for any purpose including renunciation, and if it is received subsequently, the applicant violates any of these requirements, he/ she shall face the risk of rejection of both the Applications at the option of our Company. Neither the Registrar to the Issue nor the Lead Manager or our Company, shall be responsible for postal delays or loss of duplicate CAFs in transit, if any.

**APPLICATION ON PLAIN PAPER:** Applications on plain paper, duly signed by the applicants including joint holders, in the same order as per specimen recorded with our Company, must reach the office of the Registrar to the Issue before the Issue Closing Date. The applications should contain the following particulars:

- Name of Company, being 'Neuland Laboratories Limited'; • Name and address of the Eligible Equity Shareholder including joint holders; • Registered Folio Number / DP and Client ID No.;
- Share certificate numbers and distinctive numbers of Equity Shares (if Equity Shares are held in physical form);
- Number of Equity Shares held as on Record Date; • Number of Equity Shares entitled as per Rights Entitlement; • Number of Equity Shares applied for as per Rights Entitlement; • Number of additional Equity Shares applied for, if any; • Total amount paid at the rate of ₹204 per Equity Share; • Particulars of cheque/ demand draft/ pay order; • Savings/ current account number and name and address of the bank where the Eligible Equity Shareholder will be depositing the refund order (in case of Equity Shares held by such Eligible Equity Shareholders in physical form). In case of Equity Shares allotted in dematerialised form, the bank account details will be obtained from the information available with the Depositories; • Details of PAN, except in case of Applications on behalf of the Central or State Government and the officials appointed by the courts and by investors residing in Sikkim, irrespective of the total value of the Equity Shares being applied for pursuant to the issue; • Signature of the Eligible Equity Shareholders to appear in the same sequence and order as they appear in the records of our Company; • If the payment is made by a draft purchased from NRE/FCNR/NRO account, as the case may be, an account debit certificate from the bank issuing the draft, confirming that the draft has been issued by debiting the NRE/FCNR/NRO account
- For ASBA Investors, the Application on plain paper should contain details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB.

• Additionally, by subscribing to any Equity Shares offered in the Issue, you are deemed to have represented, warranted, acknowledged and agreed to us, the Lead Manager, as follows:  
 "I/We understand the offering to which this application relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlement for sale in the United States, or as a solicitation thereon of an offer to buy any of the said Equity Shares or Rights Entitlement in the United States. Accordingly, this application should not be forwarded to or transmitted in or to the United States at any time. I/We understand that neither us, nor the Registrar, the Lead Manager or any other person acting on behalf of us will accept subscriptions from any person, or the agent of any person, who appears to be, or who, in the Registrar's, the Lead Manager's or any other person's opinion, has reasonable cause to believe is, a resident of the United States or "U.S. Person" (as defined in Regulation S) or is ineligible to participate in the Issue under the securities laws of their jurisdiction."

I/We (i) am/are, and the person, if any, for whose account I/We am/are acquiring s/uch Rights Entitlement and/or the Equity Shares is/are, outside the United States, (ii) am/are not a "U.S. Person" (as defined in Regulation S), and (iii) is/are acquiring the Rights Entitlement and/or the Equity Shares in an offshore transaction meeting the requirements of Regulation S.

"We acknowledge that we, the Lead Manager, their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."

Please note that those who are making the Application otherwise than on original CAF shall not be entitled to renounce their rights and should not utilize the original CAF for any purpose including renunciation even if it is received subsequently. If an applicant violates any of these requirements, he/she shall face the risk of rejection of both the Applications. Our Company will refund such Application Money to such applicant without any interest thereon.

**A Resident Non - ASBA Investor and a Non Resident Non - ASBA Investor** applying on non-repatriation basis, who has neither received the original CAF nor is in a position to obtain the duplicate CAF may make an Application to subscribe to the Issue on plain paper, along with a crossed account payee cheque payable at Hyderabad or demand draft/pay order (after deducting banking and postal charges) payable at Hyderabad and marked "Neuland Laboratories Limited- Rights Issue" and send the same by registered post directly to the Registrar to the Issue, so as to reach the Registrar to the Issue on or before the Issue Closing Date. The envelope should be superscribed "Neuland Laboratories Limited- Rights Issue-NR".

**Non Resident Non - ASBA Investors** applying on repatriation basis who have neither received the original CAF nor are in a position to obtain the duplicate CAF may make an Application to subscribe to the Issue on plain paper, along with a crossed Account Payee Cheque payable at Hyderabad or a demand draft/ pay order (after deducting banking and postal charges) payable at Hyderabad and marked "Neuland Laboratories Limited- Rights Issue-NR" in favour of the Escrow Collecting Bank and send the same by registered post directly to the Registrar to the Issue, so as to reach the Registrar to the Issue on or before the Issue Closing Date. The envelope should be superscribed "Neuland Laboratories Limited- Rights Issue-NR".

**Resident and Non Resident ASBA Investors** who have neither received the original CAF nor is in a position to obtain the duplicate CAF may make an Application to subscribe to the Issue on plain paper and such ASBA Investors should send the same by registered post/ speed post directly to the relevant SCSB. Applications on plain paper will not be accepted from any address outside India. The envelope should be superscribed "Neuland Laboratories Limited- Rights Issue" in case of Resident ASBA Investors or Non Resident ASBA Investors applying on non repatriation basis and "Neuland Laboratories Limited- Rights Issue-NR" Non - ASBA Investors applying on repatriation basis and should be postmarked in India.

**Applicants are requested to strictly adhere to these instructions. Failure to do so could result in the Application being liable to be rejected without our Company, the Lead Manager and the Registrar to the Issue incurring any liabilities to such applicants for such rejections.**

**LAST DATE OF APPLICATION:** The last date for submission of the duly filled in CAF or the plain paper Application is October 16, 2014. Our Board or any committee thereof will have the right to extend the said date for such period as it may determine from time to time but not exceeding 30 (thirty) days from the Issue Opening Date.

If the CAF, or the plain paper Application together with the amount payable is not received by the Escrow Collecting Bank/ Registrar to the Issue, on or before the close of banking hours on the aforesaid last date or such date as may be extended by our Board or any committee of our Board, the offer contained in the Letter of Offer shall be deemed to have been declined and our Board or any committee of our Board shall be at liberty to dispose of the Equity Shares hereby offered, as provided under the section titled "Terms of the Issue - Basis of Allotment" on page 224.

**LISTING:** The existing Equity Shares of our Company are listed on the BSE Ltd. ("BSE") and the National Stock Exchange of India Limited ("NSE"). Our Company has received In-principle approvals from BSE and NSE for listing of the Equity Shares arising from this Rights Issue vide their letters dated April 21, 2014, and April 11, 2014, respectively. For the purpose of this Rights Issue, the Designated Stock Exchange shall be the BSE.

**DISCLAIMER CLAUSE OF SEBI:** SEBI only gives its observations on the Draft Letter of Offer and this does not constitute approval of either the Issue or the Draft Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of "Disclaimer Clause of SEBI" on page no. 194 of the Letter of Offer.

**DISCLAIMER CLAUSE OF BSE:** It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" Limited on page no. 196 of the Letter of Offer.

**DISCLAIMER CLAUSE OF NSE:** It is to be distinctly understood that the permission given by NSE should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by NSE; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of NSE" on page no. 199 of the Letter of Offer.

**NO OFFER IN THE UNITED STATES:** The rights and securities of our Company, including the Equity Shares have not been and will not be registered under the United States Securities Act, 1933, as amended (the "Securities Act"), or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof (the "United States" or "U.S.") to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act ("Regulation S")), except in a transaction exempt from the registration requirements of the Securities Act. The rights referred to in the Letter of Offer are being offered in India, but not in the United States. The offering to which this Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any securities or rights for sale in the United States or as a solicitation thereon of an offer to buy any of the said securities or rights. Accordingly, the Letter of Offer/ Abridged Letter of Offer and the enclosed CAF should not be forwarded to or transmitted in or into the United States at any time. None of our Company, the Lead Manager or any person acting on their behalf will accept subscriptions from any person or his agent, if to whom an offer is made, would require registration of this Letter of Offer with the United States Securities and Exchange Commission.

**AVAILABILITY OF THE LETTER OF OFFER:** A copy of the Letter of Offer can be downloaded from the website of the Lead Manager, i.e. www.sbicaps.com; websites of BSE and the NSE, i.e. www.bseindia.com and www.nseindia.com and the SEBI website on www.sebi.gov.in. The Abridged Letter of Offer and CAF have been dispatched to non-resident Eligible Equity Shareholders at their Indian address as provided to the Company.

**BANKERS TO THE ISSUE AND REFUND BANK:** HDFC Bank Limited. Please refer to the reverse of the CAF for the details of the Banker to the Issue and their collection centres.

All capitalised terms not specifically defined in this notice shall have the same meanings assigned to such term in the Letter of Offer.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
<p><b>SBI CAPITAL MARKETS LIMITED</b>                      202, Maker Tower E, Cuffe Parade, Mumbai - 400 005                      Tel: +91 22 2217 8300 Fax: +91 22 2218 8332                      E-mail: neuland.rights@sbicaps.com                      Investor Grievance Email: investor.relations@sbicaps.com                      Website: www.sbicaps.com                      Contact Person: Mr. Nithin Kanuganti/Ms. Kavita Tanwani                      SEBI Registration No.: NM000003531                      CIN: U99999MH1086PLC040298</p>	<p><b>KARVY COMPUTERSHARE PRIVATE LIMITED</b>                      Plot No. 17-24, Vittal Rao Nagar, Madhapur, Hyderabad-500081                      Tel: +91 40 4465 5000                      Toll Free No.: 1-800-3454001 Fax: +91 40 23431651                      Investor Grievance Email: neuland.rights@karvy.com                      Website: http://karvism.karvy.com                      Contact Person: Mr. M. Murali Krishna                      SEBI Registration No.: INR000002221                      CIN: U71414TG2003PTC041636</p>
<p>Disclaimer: "Neuland Laboratories Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue equity shares on a rights basis and has filed a Letter of Offer with the Securities and Exchange Board of India. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in and Lead Manager at www.sbicaps.com. Investors should note that investment in securities involves a high degree of risk and are requested to refer to the Letter of Offer, including the section titled "Risk factors", beginning on page no. 10 of the Letter of Offer."</p> <p style="text-align: center;">For Neuland Laboratories Limited</p> <p style="text-align: center;">Sd/-                      Sarada Bhamidipati                      Company Secretary and Compliance Officer</p>	
<p>Date : September 24, 2014                      Place : Hyderabad</p>	