

**OMKAR**  
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# OMKAR SPECIALITY CHEMICALS LIMITED

Regd. & Corporate Office : B-34, M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India

Tel. : +91 (0251) 2697340, 2690651, Fax : +91 (0251) 2697347, 2691572

Email : info@omkarchemicals.com Web. : www.omkarchemicals.com

CIN : L24110MH2005PLC151589

Ref.: OSCL/SE/2017-18/029

Date: May 31, 2017

To,

Corporate Services Department <b>BSE LIMITED</b> P.J. Towers, 1 <sup>st</sup> Floor, Dalal Street, Mumbai – 400001. BSE Code: 533317	Corporate Services Department <b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051. NSE Symbol: OMKARCHEM
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Dear Sir / Madam,

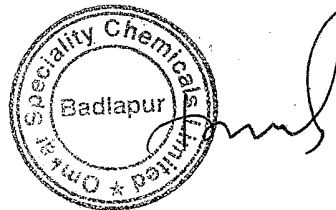
**Sub: Intimation of Record date – Regulation 30 of SEBI (LODR), Regulation 2015.**

**Re: Update on Composite Scheme of Arrangement between Omkar Speciality Chemicals Limited (Demerged Company) and Lasa Laboratory Private Limited and Urdhwa Chemicals Company Private Limited and Rishichem Research Limited and Desh Chemicals Private Limited and Lasa Supergenerics Limited (Resulting Company) and their respective Shareholders and Creditors.**

Further to our letter Ref. No.: OSCL/SE/2017-18/013, dated April 28, 2017, this is to inform you that the Company had submitted certified true copy of the order of the Hon'ble National Company Law Tribunal, Mumbai Bench sanctioning the Scheme of Arrangement with Registrar of Companies vide e-form INC-28 on May 02, 2017. Consequently, the scheme becomes effective from May 02, 2017.

In accordance with the scheme, Resulting Company shall issue and allot Shares to the shareholders of Demerged Company in a ratio of 1:1 i.e. One (1) Equity Share having face value of Rs. 10 each of the Resulting Company for every One (1) Equity Share having face value of Rs. 10 each of the Demerged Company, each Equity Share being fully paid-up, whose name appear in the Register of Members on the Record Date.

With reference to above and as advised by you, we wish to confirm the record date as **Tuesday, June 13, 2017** for the purpose of determining shareholders of Omkar Speciality Chemicals Limited to whom equity shares of Lasa Supergenerics Limited (Resulting Company) shall be allotted pursuant to the said Scheme.



W-92 (A), M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India. Tel. : +91 (0251) 2698840, Fax : +91 (0251) 2691662.

W-93(A), W-94(A), W-95(A), M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India • Tel. : 0251-2691662.

F-24, M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India. Tel. : +91 (0251) 2691852, Fax : +91 (0251) 2697673.

B-34, M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India Tel. : +91 (0251) 2697340, 2690651, Fax : +91 (0251) 2697347, 2691572.

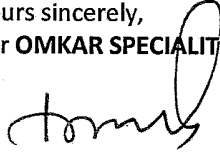
F-9 & F-10/1, M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India. Tel. : 0251-2696432.

Please find enclosed herewith the synopsis of the Scheme. The other related documents shall be sent to you shortly.

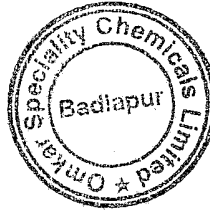
Please take the above on your record and acknowledge the receipt of the same.

Thanking you,

Yours sincerely,  
For **OMKAR SPECIALITY CHEMICALS LIMITED**



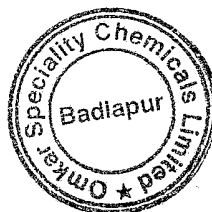
**PRAVIN S.HERLEKAR**  
**CHAIRMAN AND MANAGING DIRECTOR**  
DIN: 00525610



**SYNOPSIS OF SCHEME OF ARRANGEMENT BETWEEN OMKAR SPECIALITY CHEMICALS LIMITED (DEMERGED COMPANY) AND LASA LABORATORY PRIVATE LIMITED AND URDHWA CHEMICALS COMPANY PRIVATE LIMITED AND RISHICHEM RESEARCH LIMITED AND DESH CHEMICALS PRIVATE LIMITED AND LASA SUPERGENERICS LIMITED (RESULTING COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS.**

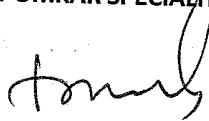
Sr.No	Point	Particulars
1	Brief Particulars of Scheme of Arrangement	<p>The proposed Scheme of Amalgamation and Arrangement shall operate in the following two parts:</p> <p>a. Merger of Lasa Laboratory Private Limited, Urdhwa Chemicals Company Private Limited, Rishichem Research Limited and Desh Chemicals Private Limited with Omkar Speciality Chemicals Limited; and</p> <p>b. Demerger of Veterinary API Undertaking of Omkar Speciality Chemicals Limited to Lasa Supergenerics Limited.</p>
2	Rationale for the Scheme	<p><b><u>Rationale for merger of Lasa Laboratory Private Limited, Urdhwa Chemicals Company Private Limited, Rishichem Research Limited and Desh Chemicals Private Limited with Omkar Speciality Chemicals Limited</u></b></p> <p>i) Simplification of corporate structure by reducing the number of legal entities and reorganizing the legal entities in the group structure;</p> <p>ii) Significant reduction in the multiplicity of legal and regulatory compliances required at present to be carried out by Lasa Laboratory Private Limited, Urdhwa Chemicals Company Private Limited, Rishichem Research Limited and Desh Chemicals Private Limited;</p> <p>iii) Elimination of duplication in administrative costs and multiple record-keeping, thus resulting in cost savings; and</p> <p>iv) Concentrated effort and focus by the senior management to grow the business by eliminating duplicative communication and burdensome coordination efforts across multiple entities.</p> <p><b><u>Rationale for demerger of Veterinary API undertaking of Omkar Speciality Chemicals Limited into Lasa Supergenerics Limited:</u></b></p> <p>OSCL basically has two businesses with divergent business profile, growth potential, risk-rewards, regulatory and capital requirements and are largely independent of each other. With a primary intention of achieving operational efficiencies, it has been decided by the management of OSCL to demerge the Veterinary API undertaking into Lasa Supergenerics Limited</p>

*Handwritten signature*

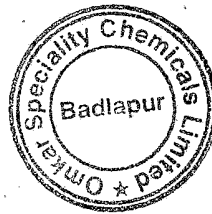


3	Allotment of Shares	Upon the demerger of the Veterinary API Undertaking into Lasa Supergenerics Limited ('Resulting Company'), Resulting Company will issue equity shares to the shareholders of Omkar Speciality Chemicals Limited ('Demerged Company') in ratio of 1:1 as approved by the Board of Directors and mentioned in the scheme. As a consequence, the Resulting Company shall cease to be a wholly owned subsidiary of Omkar Speciality Chemicals Limited as its post demerger shareholding in the Resulting Company shall reduce to approximately 10% (Ten Percent).
4.	Listing of Equity Shares	Pursuant to the Scheme of arrangement equity shares of Lasa Supergenerics Limited shall be listed on BSE Limited and NSE Limited
5	Appointed date of Scheme	The Appointed Date of the Scheme is April 1, 2015
6	Effective Date of the Scheme	"Effective Date" means the date on which the certified or authenticated copy of the orders of the High Court / NCLT sanctioning the Scheme are filed with the Registrar of Companies by all the Companies. All the Companies have filed Certified Copy of the NCLT Order with the Registrar of Companies on May 02, 2017 Hence, the Effective Date of the Scheme is May 02, 2017

For **OMKAR SPECIALITY CHEMICALS LIMITED**



**PRAVIN S.HERLEKAR**  
**CHAIRMAN AND MANAGING DIRECTOR**  
DIN: 00525610



Ref: NSE/LIST/11613

May 31, 2017

The Company Secretary & Compliance Officer  
Omkar Speciality Chemicals Limited  
B-34, MIDC,  
Badlapur (E),  
Badlapur - 421503

**Kind Attn.: Mr. Sunny Pagare**

Dear Sir,

**Sub.: Composite Scheme of Arrangement between Omkar Speciality Chemicals Limited and Lasa Laboratory Private Limited and Urdhwa Chemicals Company Private Limited and Rishichem Research Limited and Desh Chemicals Private Limited and Lasa Supergenerics Limited and their respective shareholders and creditors**

This is with reference to your letter dated May 15, 2017 whereby you have submitted the documents on May 16, 2017 pertaining to Composite Scheme of Arrangement between Omkar Speciality Chemicals Limited and Lasa Laboratory Private Limited and Urdhwa Chemicals Company Private Limited and Rishichem Research Limited and Desh Chemicals Private Limited and Lasa Supergenerics Limited and their respective shareholders and creditors approved by the National Company Law Tribunal filed in compliance with Part II(A)(2) of Annexure I of SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015.

SEBI has vide letter dated May 31, 2017, has informed that:  
*"Documents submitted in this regard have been noted."*

Further the Company is advised to ensure compliance with the said Circulars.

Yours faithfully,  
For National Stock Exchange of India Limited

**Divya Poojari**  
**Manager**

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