

February 12, 2018

✓ **The Secretary**  
**BSE Limited**  
P J Towers  
Dalal Street  
Mumbai 400 001

**The Secretary**  
**The National Stock Exchange of India Limited**  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400 051

Dear Sir/Madam,

**Sub: Buyback of 2,06,00,000 equity shares of INR 2/- each ("Share") of Unichem Laboratories Limited ("Company") at a price of INR 430/- per Share under tender offer route ("Buyback")**

We are pleased to inform you that Unichem Laboratories Limited has issued a public announcement for the Buyback of its equity shares through tender offer route ("**Public Announcement**"). The Public Announcement has been released to appear on February 12, 2018 in the following newspapers:

- Financial Express (English) (all editions)
- Jansatta (Hindi) (all editions)
- Navshakti (Marathi) (Mumbai edition)

Kotak Mahindra Capital Company Limited has been appointed as the Manager to the Offer.

In this regard, please find enclosed copies of the Public Announcement that has been released to appear in Financial Express (English) on February 12, 2018.

Yours sincerely,

For **Kotak Mahindra Capital Company Limited**



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Anup Poddar

Encl.: As stated above

**Kotak Mahindra Capital Company Limited**

CIN U67120MH1995PLC134050

Registered Office:

**27BKC**

C - 27, "G" Block

Bandra Kurla Complex

Bandra (East), Mumbai - 400 051, India.

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[www.investmentbank.kotak.com](http://www.investmentbank.kotak.com)



- 11 METHOD OF SETTLEMENT**
- 11.1 Upon finalization of the basis of acceptance as per Buyback Regulations:
- 11.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.
- 11.1.2 The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If the Eligible Shareholders' bank account details are not available or if the funds transfer instruction is rejected by RBI/Bank, due to any reason, then such funds will be transferred to the concerned Stock Brokers' settlement bank account for onward transfer to such Eligible Shareholders.
- 11.1.3 The Equity Shares bought back in demat form would be transferred directly to the demat account of the Company opened for the Buyback ("**Company Demat Account**") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Stock Exchanges.
- 11.1.4 The Eligible Shareholders will have to ensure that they keep the depository participant ("**DP**") account active and unlocked to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance of shares under the Buyback.
- 11.1.5 Excess demat Equity Shares or unaccepted demat Equity Shares, if any, tendered by the Eligible Shareholders would be returned to them by the Clearing Corporation. Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned back to the Eligible Shareholders directly by the Registrar. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares, in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Equity Shareholders holding Equity Shares in the physical form.
- 11.1.6 The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback. If the Eligible Shareholders bank account details are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or any other bank, due to any reasons, the amount payable to the Eligible Shareholders will be transferred to the Stock Broker for onward transfer to the Eligible Shareholder.
- 11.1.7 Eligible Shareholders who intend to participate in the Buyback should consult their respective Stock Broker for details of any cost, applicable taxes, charges and expenses (including brokerage) etc., that may be levied by the

Stock Broker upon the selling shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the Eligible Shareholders.

- 11.1.8 The Equity Shares lying to the credit of the company demat escrow account and the equity shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.
- 12 INVESTOR SERVICE CENTRE AND COMPLIANCE OFFICER**
- The Company has designated the following as the Compliance Officer for the Buyback:
- Name : Ms. Neema Thakore  
Designation : Head - Legal & Company Secretary  
Address : Unichem Bhavan, Off S. V. Road, Prabhat Estate, Jogeshwari (West), Mumbai- 400 102  
Tel : (022) 66888404; (022) 2678 4391  
Email id : buyback@unichemlabs.com

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10 am to 4 pm on all working days except public holidays, at the above mentioned address.

- 13 REGISTRAR TO THE BUYBACK**
- The Company has appointed the following as the Registrar to the Buyback:
- Link Intime**  
Link Intime India Private Limited  
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083  
Contact Person: Mr. Sumeet Deshpande  
Phone: +91 22 49186200  
Fax: +91 22 49186195  
Email: unichem.buyback2018@linkintime.co.in

In case of any query, the Shareholders may contact the Registrar, from Monday to Friday between 10 am to 4 pm on all working days except public holidays at the abovementioned address.

- 14 MANAGER TO THE BUYBACK**
- The Company has appointed the following as Manager to the Buyback:



**Kotak Mahindra Capital Company Limited**  
Address: 27 BKC, 1st Floor, Plot No. C-27, "G" Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051  
Phone : +91-22-4336-0128  
Fax: +91-22-6713-2447  
Contact Person: Mr. Ganesh Rane  
Email: project.unichembuyback@kotak.com

- 15 DIRECTORS' RESPONSIBILITY STATEMENT**
- In terms of Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accepts responsibility for all the information contained in this Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of **Unichem Laboratories Limited**

Sd/-  
**Dr. Prakash A. Mody**  
DIN: 00001285

Sd/-  
**Mr. Praful Sheth**  
DIN: 00184581

Sd/-  
**Ms. Neema Thakore**  
Head- Legal & Company Secretary  
FCS 3966

Date: February 10, 2018  
Place: Mumbai / Vadodara