



**UNICHEM
LABORATORIES LTD.**

Fax No : 91 (22) 2678 4391 / 5198
Tel. No. : 91 (22) 66888333
Website : <http://www.unichemlabs.com>
CIN : L99999MH1962PLC012451.

Registered & Corporate Office : Unichem Bhavan, Prabhat Estate, S. V. Road, Jogeshwari (West), Mumbai-400102, INDIA.

March 28, 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: 1. Extinguishment of equity shares in connection with the Buyback of 2,06,00,000 equity shares of INR 2/- each ("Equity Share") of Unichem Laboratories Limited ("Company")
2. Reconciliation of the share capital of the Company

In compliance with Regulation 12 and 19(4) of SEBI (Buyback of Securities) Regulations 1998, ("**Buyback Regulations**"), this is to inform you that the Company has extinguished 2,03,10,531 fully paid up equity shares of Re. 2/- each (in dematerialized form) and 2,89,469 fully paid up equity shares of Re. 1/- each (in physical form).

We also enclose a copy of the letter dated March 28, 2018 from National Securities Depository Limited confirming the extinguishment of demat shares and a certified true copy of the certificate dated March 28, 2018 relating to extinguishment of 2,06,00,000 equity shares in accordance with the provisions of Regulation 12(4) of the Buyback Regulations.

In view of the above, please note the following:

Reconciliation of Share Capital of the Company (Pre and Post Extinguishment)			
Sr. No	Particulars	No. of Equity Share of face value Re.2/- each	Amount (Rs.)
1.	Pre-extinguishment, Issued and Paid-Up Capital	9,09,37,000	18,18,74,000
2.	Less: Shares bought-back and credited to our account		
	a) Electronic Form	2,03,10,531	4,06,21,062
	b) Physical Form	2,89,469	5,78,938
3.	Post Extinguishment, Issued and Paid-Up Capital	7,03,37,000	14,06,74,000

Further, we would like to confirm that the above extinguishment has been done as per the provisions of Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

The number of Equity Shares bought back and the post-Buyback shareholding pattern were disclosed in the Post Buyback Public Announcement published and submitted for your records on March 28, 2018 (attached) and have been reproduced in the Annexure A for ease of reference.

Yours Sincerely,

For **Unichem Laboratories Limited**

Neema Thakore

Name: Neema Thakore
Designation: Head – Legal & Company Secretary



Encl.: As above



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Annexure A

The shareholding pattern of the Company, pre and post Buyback, is as under:

Particulars	Pre Buyback*		Post Buyback	
	Number of Shares	% to existing share capital	No. of Shares post Buyback	% holding post Buyback
Promoters	4,55,10,550	50.05	3,56,42,664	50.67%
Foreign Investors (OCBs/FIIs/NRIs/Non-residents/Non-domestic companies)	56,73,710	6.24	3,46,94,336	49.33%
Indian Financial Institutions/ Banks/Mutual Funds/Govt. Companies	63,44,542	6.98		
Public including other Bodies Corporate	3,34,08,198	36.73		
Total	90,937,000	100.00	7,03,37,000	100.00

* As on Record Date.



u. u. Mahru

National Securities Depository Limited



Ref: II/CA/COM/15849/2018

March 28, 2018

Ms. Neema N. Thakore
Head-Legal & Company Secretary
Unichem Laboratories Limited
Unichem Bhavan
Prabhat Estate, Off S.V. Road
Jogeshwari
Mumbai - 400 102

Sub : Buy-back (tender offer)

Madam,

As per the corporate action(s) executed by your R&T Agent/Registry Division viz; Link Intime India Private Limited, Mumbai , Equity Shares were credited/debited to the account(s) in the NSDL system, details of which are given below :

ISIN	ISIN Description	D/C	Records	Quantity	Execution Date
INE351A01035	UNICHEM LABORATORIES LIMITED EQ NEW F.V. RS.2/-	Debit	1	20,310,531.000	27/Mar/2018

You may contact your R&T Agent/ Registry Division for further details in this regard.

Yours faithfully,

Rakesh Mehta
Asst.Vice President

CERTIFIED TRUE COPY
For UNICHEM LABORATORIES LTD.

R. S. Mehta

Head - Legal & Company Secretary.



Digitally Signed By
Name: NITIN K AMBURE
Date: 28/03/2018 13:34:33
Reason: Authentication
Location: NSDL, Mumbai



UNICHEM LABORATORIES LIMITED

UNICHEM LABORATORIES LIMITED

CIN: L98999MH1967PLC012451, Registered Office: Unichem Bhavan, Off. S. V. Road, Prabhat Estate, Jogeshwan (West), Mumbai-400 102, Tel: +91 22 6688 8333 Fax: +91 22 2678 4391, E-mail: buyback@unichemlabs.com, Website: www.unichemlabs.com

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF ELIGIBLE SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF UNICHEM LABORATORIES LIMITED

This public announcement (the "Post Buyback Public Announcement") is being made in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 and subsequent amendments thereof (the "Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the public announcement dated February 10, 2018 published on February 12, 2018 (the "Public Announcement") and the letter of offer dated February 27, 2018 (the "Letter of Offer"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1 Unichem Laboratories Limited ("Company") had announced the Buyback of upto 2,06,00,000 (Two Crores Six Lakhs Only) fully paid-up equity shares of face value of Rs. 2/- (Rupees Two Only) each ("Equity Shares") from all the existing shareholders / beneficial owners of Equity Shares holding Equity Shares as on February 16, 2018 ("Record Date"), on a proportionate basis, through the "Tender Offer" route at a price of Rs. 430/- (Rupees Four Hundred and Thirty Only) per equity share payable in cash, for an aggregate amount not exceeding Rs. 885,80,00,000/- (Rupees Eight Hundred Eighty Five Crores Eighty Lakhs Only) (the "Buyback Offer Size", and such buyback of shares, the "Buyback"). The Buyback Offer Size is 24.26% and 24.86% of the aggregate of the fully paid-up equity share capital and free reserves as per the audited standalone and consolidated balance sheets of the Company, respectively, on December 31, 2017.

1.2 The Company adopted the Tender Offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/POLICYCELL/11/2015 dated April 13, 2015 as amended via SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, including any amendments thereof.

1.3 The tendering period for the Buyback Offer opened on March 7, 2018 and closed on March 20, 2018.

2. DETAILS OF BUYBACK

2.1 2,06,00,000 (Two Crores Six Lakhs) Equity Shares were bought back under the Buyback, at a price of Rs. 430/- (Rupees Four Hundred and Thirty Only) per Equity Share.

2.2 The total amount utilized in the Buyback is Rs. 885,80,00,000/- (Rupees Eight Hundred Eighty Five Crores Eighty Lakhs only) excluding transaction costs viz. brokerage, advisors' fees, printing and dispatch expenses, applicable taxes such as securities transaction tax, goods and service tax, stamp duty and other related and incidental expenses.

2.3 The registrar to the Buyback i.e. Link Intime India Private Limited ("Registrar"), considered 30,643 valid bids for 3,56,02,672 (Three Crores Fifty Six Lakhs Two Thousand Six Hundred and Seventy Two) Equity Shares in response to the Buyback resulting in the subscription of approximately 1.7283 times the maximum number of Equity Shares proposed to be bought back. The details of the valid applications considered by the Registrar are as follows:

Category	No. of Equity Shares Reserved in the Buyback	No. of Valid Bids	Total Equity Shares Validly Tended	% Response
Reserved category for Small Shareholders	30,90,000	28,433	87,77,262	284.05%
General Category for all other Equity Shareholders	1,75,10,000	2,210	2,68,25,410	153.20%
Total	2,06,00,000	30,643	3,56,02,672	172.83%

2.4 All valid applications were considered for the purpose of acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection will be dispatched by the Registrar to the eligible Equity Shareholders on or before April 2, 2018.

2.5 The settlement of all valid bids was completed by Clearing Corporation, on March 27, 2018. The Clearing Corporation has made direct funds payout to Eligible Shareholders whose shares have been accepted under the Buyback. If Eligible Shareholders' bank account details were not available or if the funds transfer instruction was rejected by Reserve Bank of India Bank, due to any reason, such funds were transferred to the concerned Seller Broker's settlement bank account for onward transfer to such Eligible Shareholders holding Equity Shares in dematerialized form.

2.6 Equity Shares held in dematerialized form accepted under the Buyback were transferred to the Company's demat account on March 27, 2018. The unaccepted demat equity shares were returned to respective Seller Member/custodians by the clearing corporation of BSE Limited on March 27, 2018. The unaccepted physical share certificates will be dispatched to the registered address of the respective eligible Equity Shareholders on or before April 2, 2018.

2.7 The extinguishment of 2,06,00,000 (Two Crores Six Lakhs Only) Equity Shares accepted under the Buyback, comprising:

(i) 2,03,10,531 (Two Crores Three Lakhs Ten Thousand Five Hundred and Thirty One) Equity Shares in dematerialized form are currently under process and shall be completed by March 28, 2018.

(ii) 2,89,469 (Two Lakh Eighty Nine Thousand Four Hundred and Sixty Nine) Equity Shares in physical form are currently under process and shall be completed by March 28, 2018.

The Company, and its respective directors, accept full responsibility for the information contained in this Post Buyback Public Announcement and also accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company, pre and post Buyback, is as under:

Sr. No.	Particulars	Pre Buyback*		Post Buyback**	
		No. of Shares	Amount (In Rs. Lacs)	No. of Shares	Amount (In Rs. Lacs)
1.	Authorised Share Capital	17,50,00,000 Equity Shares of Rs. 2/- each	3,500.00	17,50,00,000 Equity Shares of Rs. 2/- each	3,500.00
	5,00,00,000 Unclassified Shares of Rs. 2/- each	1,000.00	1,000.00	5,00,00,000 Unclassified Shares of Rs. 2/- each	1,000.00
	50,00,000 Preference Shares of Rs. 10/- each	500.00	500.00	50,00,000 Preference Shares of Rs. 10/- each	500.00
2.	Issued, Subscribed and Paid-Up Share Capital	90,937,000 fully paid-up Equity Shares of Rs. 2/- each	1,818.74	7,03,37,000 fully paid-up Equity Shares of Rs. 2/- each	1,406.74

* As on Record Date.

** Subject to extinguishment of 2,06,00,000 (Two Crores Six Lakhs) Equity Shares

3.2 Details of shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back are as under:

Sr. No.	Name	Number of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity Shares bought Back (%)	Equity Shares accepted as a % of total Post Buyback Equity Shares (%)
1.	Prakash Amrut Mody	98,67,886	47.90%	14.03%
2.	ICICI Prudential Midcap Fund	7,10,835	3.45%	1.01%
3.	Government Pension Fund Global	6,81,050	3.31%	0.97%
4.	Arox Investment and Finance Pvt Ltd	6,00,326	2.91%	0.85%
5.	Family Investment Private Limited	5,40,496	2.62%	0.77%
6.	Airborne Investment and Finance Pvt Ltd	4,31,884	2.10%	0.61%
7.	General Insurance Corporation Of India	3,27,306	1.59%	0.47%
8.	DSP Blackrock Aif Pharma Fund	2,92,704	1.42%	0.42%
9.	Ajit Vishnu Shirodkar (In capacity as a Trustee)	2,31,875	1.13%	0.33%
	Total	1,36,84,362		

3.3 The shareholding pattern of the Company, pre and post Buyback, is as under:

Sr. No.	Particulars	Pre Buyback*		Post Buyback**	
		No. of Shares	% to existing share capital	No. of Shares post Buyback	% holding post Buyback
1.	Promoters	4,55,10,550	50.05	3,56,42,664	50.67%
2.	Foreign Investors (OCBs/FIIs/NRIs/Non-residents/ Non-domestic companies)	56,73,710	6.24		
3.	Indian Financial Institutions/ Banks/Mutual Funds/ Govt. Companies	63,44,542	6.98	3,46,94,336	49.33%
4.	Public including other Bodies Corporate	3,34,08,198	36.73		
	Total	90,937,000	100.00	7,03,37,000	100.00

* As on Record Date.

** Subject to extinguishment of 2,06,00,000 (Two Crores Six Lakhs) Equity Shares

4. MANAGER TO THE BUYBACK



Kotak Mahindra Capital Company Limited
27 BKC, 1st Floor, Plot No. C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051
Tel: +91 22 4336 0128, Fax: +91 22 6713 2447, Contact Person: Mr. Ganesh Rane
Email: project.unichembuyback@kotak.com, SEBI Registration Number: INM000008704

5. DIRECTOR'S RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of all members of the Board of Directors of Unichem Laboratories Limited

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

Sd/-
Mr. Prafull Sheth
DIN: 00184581

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

Date: March 27, 2018



CERTIFIED TRUE COPY
For UNICHEM LABORATORIES LTD.

Ms. N. Thakore
Head - Legal & Company Secretary.



LABORATORIES LTD.

Tel No. : 022-66388307
 Website: <http://www.unichemlabs.com>
 CIN: L99999MH1992PLC012451

Registered & Corporate Office : Unichem Bhavan, Prabhat Estate, S. V. Road, Jogeshwari (West), Mumbai-401102, INDIA.

CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BACK BY UNICHEM LABORATORIES LIMITED ("the Company")

The certificate is being issued in compliance with the requirements of Regulation 12 of Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, as amended.

Pursuant to the Public Announcement dated February 10, 2018 and published on February 12, 2018 and the Letter of Offer dated February 27, 2018, the tendering period for the Buyback of equity shares of face value of Rs.2/- each fully paid-up ("the Equity Shares") from its shareholders was between March 7, 2018 to March 20, 2018. The following are the details of the Equity Shares bought back by the Company, during the said tendering period and extinguished/destroyed.

A. Particulars of extinguishment of Equity Shares bought back in Dematerialized Form:

Name of the Depository	DP Name and DP ID	Company's A/C Number	Date of Extinguishment	No. of Equity Shares extinguished
National Securities Depository Limited (NSDL)	Ventura Securities Ltd. IN303116	12556473	27 th March 2018	20,310,531
Total (A)				20,310,531

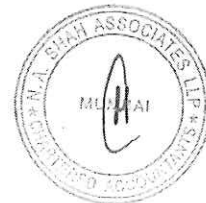
Note – Confirmation from NSDL for extinguishment of demat shares confirming the extinguishment of shares is enclosed for your reference.

B. Particulars of extinguishment of Equity Shares bought back in Physical Form:

Sr No.	Registered Folio No.	Certificate No.	Share Distinctive No. (From)	Share Distinctive No. (To)	Date of Extinguishment	No. of Equity Shares Extinguished
1	As Per List Attached				28 th March 2018	289,469
Total (B)						289,469

The total Equity Shares extinguished/ destroyed in dematerialized and physical form are as under:

Total number of Equity Shares extinguished/destroyed (A+B)	20,600,000
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UNICHEM-A TRUSTED NAME IN PHARMACEUTICALS




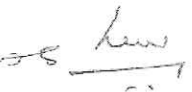






LABORATORIES LTD.

Website: www.unichemlabs.com
CIN: U99599MH1992PLC012851

Registered & Corporate Office : Unichem Bldg, Prabhat Estate, S. V. Road, Jogeshwan (West), Mumbai-400102, INDIA

It is certified that the above Equity Shares of the Company were extinguished in compliance with, and according to the provisions of Regulation 12 of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended.

 <p>For Unichem Laboratories Limited</p>  <p>Name: Dr. Prakash A. Mody Designation: Managing Director DIN: 00001285</p>	 <p>For Unichem Laboratories Limited</p>  <p>Name: Mr. Prafull Sheth Designation: Independent Director DIN: 00184581</p>
<p>Auditors certificate no. 487 dated 28th March 2018</p>	
<p>For N. A. Shah Associates LLP Chartered Accountants Firm's Registration No: 116566WAW100149</p>   <p>Name: Milan Mody Designation: Partner Membership No: 103286</p>	<p>For Link Intime India Private Limited Registrar to the Company / Buyback</p>   <p>Name: Jitendra Ranade Designation: Sr. Associate Vice President</p>

Date: 28th March 2018

UNICHEM-A TRUSTED NAME IN PHARMACEUTICALS

Annexure

Sr No.	Registered Folio No.	Certificate No.	Share Distinctive No. (From)	Share Distinctive No. (To)	No. of Equity Shares Extinguished
1	0000310	17812	1238241	1240034	1794
2	0006744	17730	3043171	3044334	1164
3	0004315	17740	3136501	3136858	158
4	0005541	17820	3213141	3213383	243
5	0005774	17712	3231171	3231589	399
6	0008390	17716	3292741	3293537	797
7	0007292	17726	3414331	3414667	327
8	0007496	17702	3432541	3432954	414
9	0007661	17706	3458541	3459233	693
10	0007725	17706	3484401	3485093	693
11	0007737	17710	3490901	3491593	693
12	0007768	17618	3494621	3495313	693
13	0081205	17786	3633271	3633669	399
14	0081248	17772	3634271	3634868	598
15	0081931	17738	3638981	3640774	1794
16	0082449	17770	3644001	3644172	172
17	0088242	17822	3699366	3700551	1196
18	0097217	17816	3825141	3825146	6
19	0097225	17814	3825161	3825166	6
20	0097594	17806	3825181	3825417	237
21	0104272	17806	3959621	3962308	2688
22	0105279	17722	4054081	4057270	3190
23	0114367	17742	4126206	4126267	82
24	0130036	17724	4161911	4161902	82
25	0147028	17768	4296256	4296654	399
26	0151181	17750	4305996	4306015	20
27	0151190	17752	4306056	4306075	20
28	0164585	17766	4318846	4320041	1196
29	0177776	17788	4338186	4338295	110
30	0178195	17784	4338626	4340356	1731
31	0178993	17804	4343851	4344144	494



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Sr No.	Registered Folio No.	Certificate No.	Share Distinctive No. (From)	Share Distinctive No. (To)	No. of Equity Shares Extinguished
32	0182575	17748	4368751	4370580	1830
33	0183681	17746	4381741	4381808	68
34	0184497	17802	4382526	4384120	1595
35	0184861	17782	4386606	4387402	797
36	0184934	17764	4388606	4389402	797
37	0185132	17738	4390606	4392200	1595
38	0193909	17780	4448546	4449242	797
39	0193968	17762	4450546	4450682	137
40	0205770	17714	4514066	4514237	172
41	0211664	17810	4532586	4534180	1595
42	0215716	17732	4561086	4561484	399
43	0222693	17734	4586646	4587737	1092
44	0223140	17744	4589886	4591081	1196
45	0300336	17778	4770946	4771742	797
46	0300340	17800	4772946	4773344	399
47	0300341	17798	4773946	4774344	399
48	0300342	17796	4774946	4775344	399
49	0300343	17794	4775946	4776344	399
50	0300344	17792	4776946	4777344	399
51	0300345	17780	4777946	4778344	399
52	0300346	17758	4778946	4779344	399
53	0300347	17756	4779946	4780344	399
54	0300348	17776	4780946	4781344	399
55	0300349	17754	4781946	4785135	3190
56	0300350	17774	4789946	4798320	8375
57	0301065	17728	5080295	5080737	443
58	0301159	17704	5158795	5159338	544
59	0301168	17718	5164440	5166131	1595
60	0301351	17824	4194521	4194692	172
61	0301380	17730	1387766	1392094	4329
62	0301388	17720	128481	360355	231875



Handwritten signature and initials

N. A. SHAH ASSOCIATES LLP

Chartered Accountants

Certificate no. 487 / 2017-18

To,
The Board of Directors,
Unichem Laboratories Limited

We refer to the attached certificate of 'Extinguishment of Equity Shares Bought Back by Unichem Laboratories Limited' (the Certificate) prepared in compliance with the requirements of Regulation 12 of Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and have to confirm that the physical share certificates and shares held in demat details of which have been included in the Certificate dated 28th March 2018 have been extinguished / destroyed in the presence of our representative on 28th March 2018 at the registered office of Unichem Laboratories Limited and those in demat form are extinguished / destroyed on 27th March 2018 through the depository namely National Securities Depository Limited as per their confirmation for extinguishment of demat shares.

For N. A. Shah Associates LLP

Chartered Accountants

Firm's Registration No: 116560W / W100149

M. N. Mody



Milan Mody

Partner

Membership No: 103286

Place: Mumbai

Date: 28th March 2018