



**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.

April 25, 2018

Department of Corporate Services
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Mr. Hari K
Asst. Vice President - Operations
National Stock Exchange of India Ltd
Exchange Plaza, Bandra – Kurla Complex
Bandra (East), Mumbai – 400 051

Dear Sir,

Ref: BSE Scrip Code - 506690 : NSE Symbol – UNICHEMLAB

Sub: Auditors Certificate – Allotment Money for ESOP

Please find enclosed Auditors Certificate in respect of allotment money received for 1000 shares and allotted on January 8, 2018 to Employee/s of the Company pursuant to the ESOP 2008 Scheme for your record.

Thanking you,

Yours Faithfully,
For UNICHEM LABORATORIES LIMITED

n. n. Thakore

NEEMA THAKORE
Head – Legal & Company Secretary

Encl : As Above

Certificate No. 12/2018-2019

To,
The Board of Directors
Unichem Laboratories Limited
Jogeshwari (West),
Mumbai – 400102
India.

Independent Auditors Certificate for application money received in respect of Employee Stock Options Scheme, 2008 ('ESOS')

1. We have been requested by the management of **Unichem Laboratories Limited** ('the Company') having registered office at Unichem Bhavan, Prabhat Estate, Jogeshwari (West), Mumbai – 400102 to certify that the Company has received the application money from an employee of the Company towards 1,000 equity shares issued under ESOS during the quarter ended 31st March 2018. We are informed that this certificate is required to be submitted to Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE) in connection with the listing of the equity shares issued under ESOS.

Management's Responsibility

2. The Management of the Company is responsible for preparation and providing the details / information which are required to be certified as per para 1 above. The management is also responsible in regard to the overall compliances of the ESOS and regulatory compliances thereto.

Our Responsibility

3. We are the Statutory Auditors of the Company appointed with effect from financial year 2017-2018.
4. Pursuant to the requirements as given in para 1 above, it is our responsibility to give reasonable assurance by way of this certificate in respect of receipt of the application money from the employees of the Company towards 1,000 equity shares issued under ESOS during the quarter ended 31st March 2018.
5. For the purpose of this certificate, we have relied on audited books of account for the nine months ended 31st December 2017, unaudited books of account for the quarter and year ended 31st March 2018, conversion application form received from the applicant under ESOS, 2008 and minutes of the board meeting held on 8th January 2018..
6. We have carried out our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.



N. A. SHAH ASSOCIATES LLP
Chartered Accountants

Certificate No. 12/2018-2019 (continued)

Conclusion

8. Based on our examination and as per information and explanation given to us, we certify that the Company has received the application money from an employee of the Company towards 1,000 equity shares issued under ESOS during the quarter ended 31st March 2018. Details are given in the table below:

Name of employee	Mode of receipt of share application money	Total Exercised equity shares	Options (no. of equity shares)	Share application money received (@Rs.46 per share) (Amount in Rs.)
Rajesh Kumar Agrawal	Cheque *		1,000	46,000

* Share application money received through cheque which have been deposited and cleared in bank on 21st December 2017 as per bank statement.

Restriction on use

9. The certificate is provided solely for the purpose of submission to the stock exchanges (BSE and NSE) to comply with requirement as stated in para 1 above and should not be used for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **N. A. Shah Associates LLP**
Chartered Accountants
Firm Registration No. 116560W / W100149



Milan Mody
Partner
Membership No. 103286
Place: Mumbai
Date: 25th April, 2018

