



ALKEM

ALKEM LABORATORIES LTD.

Regd. Office : " ALKEM HOUSE", Senapati Bapat Marg,
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CIN :- L00305MH1973PLC174201



March 29, 2017

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001 Scrip Code: 539523	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai 400051 Scrip Symbol: ALKEM
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Dear Sirs,

Sub: Intimation under Regulation 30 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We refer to our earlier communication dated March 23, 2016, *vide* which we had informed that some of the promoters of Alkem Laboratories Limited ("**Company**") comprising of Mr. Samprada Singh, his lineal descendants ("**Transferors**") and Samprada Singh HUF had entered into a family settlement on March 23, 2016 ("**Family Settlement**") with a view to ensure preservation of the shareholding and control of the Company within the family.

Pursuant to the exemption granted by the Securities and Exchange Board of India in terms of an exemption order dated March 10, 2017 under Regulation 11(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Exemption Order**"), an aggregate of 2,52,05,800 (two crore fifty two lakh five thousand eight hundred) equity shares, constituting 21.08% (twenty one point zero eight percent) of the shareholding in the Company are being transferred by the Transferors to the Trust.

In light of the aforesaid transfer, the promoter shareholders of the Company have agreed to amend and restate the earlier shareholders' agreement dated July 13, 2015 ("**Original SHA**") to include the Trust as one of the promoters of the Company.

Accordingly, the board of the Company has approved execution of the amended and restated shareholders' agreement ("**Amended SHA**") on March 29, 2017, to be entered into amongst the Company and the promoter shareholders (including the Trust). It is to be noted that the transfer of equity shares and the execution of the Amended SHA will not result in any effective change in management and control of the Company, other than to include the Trust as a party to the shareholders' agreement.



The important terms and conditions of the Amended SHA are stated below:

1.	Name(s) of Parties with whom the agreement is entered	<p>1. Shareholders' Group I: comprising: (i) Samprada Singh, (ii) Samprada Singh HUF, (iii) Balmiki Prasad Singh, (iv) Manju Singh, (v) Sarandhar Singh, (vi) Srinivas Singh, (vii) Satish Kumar Singh, (viii) Premlata Singh, (ix) Sarvesh Singh, (x) Annapurna Singh, (xi) Sandeep Singh, (xii) Inderjit Kaur Arora, (xiii) Samprada & Nanhamati Singh Family Trust.</p> <p>2. Shareholders' Group II: comprising (i) Basudeo N. Singh, (ii) Rekha Singh, (iii) Dhananjay Kumar Singh, (iv) Madhurima Singh, (v) Divya Singh, (vi) Aniruddha Singh, (vii) Mritunjay Kumar Singh, (viii) Seema Singh, (ix) Meghna Singh, (x) Shrey Shree Anant Singh, (xi) Archana Singh (together, the "Shareholders' Group II").</p> <p>3. Company.</p>
2.	Purpose of entering into the agreement	Amendment and restatement of the shareholders' agreement to include the Trust as a part of Shareholders' Group I in view of transfer of equity shares from the Transferors, being certain existing promoter shareholders, to the Trust.
3.	Shareholding, if any, in the entity with whom the agreement is executed	Not applicable
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure, etc.	Since the Transferors, being the promoters forming part of Shareholders' Group I are transferring a portion of their equity shares to the Trust, the Trust has been included as a party to the shareholders' agreement and is entitled to the existing rights and obligations applicable to the members of Shareholders' Group I under the shareholders' agreement.
5.	Whether the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship	The Transferors, being the promoters of the Company, as well as members of Shareholders' Group I, are parties to the existing shareholders' agreement. The Trust

		has been settled by Mr. Samprada Singh, one of the promoters of the Company, on behalf of his relatives and lineal descendants. Pursuant to the transfer of equity shares by the Transferors, the Trust has also become a part of Shareholders' Group I and the shareholders agreement has been amended to include the Trust as a party thereto.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms' length"	Not applicable
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued	No issuance of shares
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	<p>The shareholders' agreement has been amended pursuant to the Amended SHA and the Trust has been included as a party. The relevant details are as follows:</p> <p>(a) Name of the parties to the agreement: Please refer to serial number 1 of this table.</p> <p>(b) Nature of the agreement: Amended and Restated Shareholders' Agreement.</p> <p>(c) Date of execution of the agreement: March 29, 2017.</p> <p>(d) Details of amendment and impact thereof or reasons of termination and impact thereof: A portion of equity shares held by certain Transferors have been transferred to the Trust on March 25, 2017 and March 29, 2017, in accordance with the terms of the Exemption Order.</p>



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		<p>Accordingly, the Company and the promoter shareholders of the Company have agreed to amend and restate the Original SHA by entering into the Amended SHA to include the Trust as a part of Shareholders' Group I.</p> <p>The transfer of equity shares and the execution of the Amended SHA will not result in any effective change in management and control of the Company, other than to include the Trust as a party to the shareholders' agreement.</p>
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Kindly take the note of the same.

Sincerely,

For Alkem Laboratories Limited



Manish Narang
President Legal, Company Secretary & Compliance Officer