



ALKEM

ALKEM LABORATORIES LTD.

Regd. Office : " ALKEM HOUSE", Senapati Bapat Marg,
Lower Parel, Mumbai - 400 013. Phone : 022-3982 9999, Fax : 022-2495 2955
Email : contact@alkem.com Website : www.alkemlabs.com
CIN :- L00305MH1973PLC174201



Serial No. BM/1/2017-2018

17th May, 2017

**To,
The Board of Directors
Alkem Laboratories Limited**

NOTICE OF THE NEXT BOARD MEETING

Dear Sir / Madam

NOTICE is hereby given that the next meeting of the Board of Directors of the Company will be held on Friday, 26th May, 2017 at 11.00 a.m. at Grand Cru Salon, 8th Floor, The St. Regis Mumbai, 462 Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, to transact the following business:

1. To grant leave of absence to Directors, if any.
2. To sign the minutes of the meeting of the Board of Directors held on 29th March, 2017.
3. To take note of minutes of the meetings of the following Committees of the Board of Directors:
 - (i) Audit Committee meeting held on 9th February, 2017;
 - (ii) Stakeholders Relationship Committee meeting held on 9th February, 2017;
 - (iii) Corporate Social Responsibility Committee meeting held on 9th February, 2017;
 - (iv) Stakeholders Relationship Committee meeting held on 15th May, 2017;
 - (v) Corporate Social Responsibility Committee meeting held on 15th May, 2017; and
 - (vi) Risk Management Committee meeting held on 15th May, 2017
4. To take note of the minutes of the meetings of the Board of Directors of the unlisted subsidiaries of the Company.
5. To take note of the statement of all significant transactions and arrangements, if any entered into by unlisted subsidiaries for the quarter ended 31st March, 2017.
6. To take note of the resolution passed by the Shareholders of the Company through Postal Ballot.
7. To consider and approve to send to the Board Members, notes on items of agenda in the nature of Unpublished Price Sensitive Information within a period of less than seven days.



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8. To take note of resignation of Mr. Mangaldas C. Shah, Independent Director from the Board of Directors of the Company.
9. To consider and approve the appointment of Dr. Dheeraj Sharma as Additional Director designated as Independent Director on the Board of Directors of the Company.
10. To consider and review business performance of the Company for the quarter and year ended 31st March, 2017.
11. To consider and approve the remuneration payable to M/s BSR & Co. LLP, Statutory Auditors of the Company for financial year 2016-2017.
12. To consider and approve:
 - (i) Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2017.
 - (ii) Standalone and Consolidated Audited Financial Results for the quarter and financial year ended 31st March, 2017 as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as SEBI (LODR) Regulations) and publication of the same in newspapers.
13. To take on record Audit Report on Standalone and Consolidated Audited Financial Statements for the financial year ended 31st March, 2017 and Audited Financial Results for the quarter and financial year ended 31st March, 2017.
14. To take on record certificate on financial results for the quarter and financial year ended 31st March, 2017 from Chief Executive Officer and Chief Financial Officer of the Company under Regulation 17(8) of SEBI (LODR) Regulations.
15. To consider and recommend final dividend for the Financial Year 2016-2017.
16. To fix the record date for the purpose of payment of final dividend.
17. To approve opening of separate Bank Account for the purpose of payment of final dividend to the shareholders of the Company
18. To consider and approve payment of commission to Non-executive Directors of the Company for the FY 2016-2017.
19. To consider and approve payment of commission to Mr. Basudeo N. Singh, Executive Chairman of the Company for the FY 2016-2017.



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20. To consider and approve investment of upto USD 15 Million in the equity share capital of S&B Pharma Inc., a wholly owned subsidiary of the Company in USA.
21. To consider and recommend ratification of appointment of M/s BSR & Co. LLP as Statutory Auditors of the Company for the financial year 2017-2018 to the shareholders in the ensuing Annual General Meeting.
22. To consider and review the Secretarial Audit Report for the financial year ended on 31st March, 2017.
23. To consider and approve the appointment of Mr. Suresh Shenoy as Cost Auditor of the Company for the financial year 2017-2018.
24. To consider and approve the appointment of M/s Kaushal Kumar & Co. and M/s Deloitte Haskins & Sells LLP, Chartered Accountants as Internal Auditors of the Company and to fix their remuneration for the financial year 2017- 2018 and to fix their remuneration.
25. To evaluate the performance of the Directors, Board as a whole and its Committees.
26. To review the risks associated to the Company and frame the risk management plan and measures to avert / minimise the risks.
27. To consider and approve the reconstitution of the following Committees of the Board of Directors of the Company:
 - (i) Stakeholders' Relationship Committee
 - (ii) Risk Management Committee
28. To consider and approve the date, time and draft Notice of 43rd Annual General Meeting of the Shareholders of the Company along with the Explanatory Statement annexed to it.
29. To consider and appoint scrutinizers for scrutinising the voting process under Rule 20 of Companies (Management and Administration) Rules, 2014 at the forthcoming Annual General Meeting of the Company and matters related thereto.
30. To consider and approve the draft of the Directors' Report including Corporate Governance Report, Management Discussion & Analysis and Business Responsibility Report for the financial year ended on 31st March, 2017.
31. To consider and approve the increase in the credit facility availed from DBS Bank Limited.



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32. To consider and approve the availing of the credit facility availed from Standard Chartered Bank.
33. To consider and approve change in authorised signatories of the Bank Accounts of the Company.
34. To consider and approve activation of EEFC account of the Company with DBS Bank Ltd., Fort.
35. To consider and approve availing Electronic Banking (EB) Services for Company's Bank Account maintained with DBS Bank Ltd.
36. To consider and approve availing Global Liquidity and Cash Management (GLCM) Services from HSBC.
37. To grant authority to officials of the Company to sign various agreements for and on behalf of the Company.
38. To consider and approve change in location of M/s. S.D.S Enterprises, Clearing & Forwarding Agent of the Company.
39. To review the Compliance Reports pertaining to all applicable laws to the Company as per Regulation 17(3) of SEBI (LODR) Regulations.
40. To review the details of foreign exchange exposures and steps taken by management to limit the risks of adverse exchange rate movement as per Regulation 17(7) of SEBI (LODR) Regulations.
41. To take on record declaration signed by Chief Executive Officer with respect to Code of Business Conduct and Ethics for Directors and Senior Management of the Company as per Regulation 26(3) and Schedule V(D) of SEBI (LODR) Regulations.
42. To take on record the documents filed with the Exchanges for the quarter / half year / year ended 31st March, 2017.
43. To take note of information required to be placed before the Board in terms of Regulation 17(7) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
44. To take note of general disclosure of interest received from the Directors of the Company under section 184(1) of Companies Act, 2013.
45. To receive and take note of Declaration given by Independent Directors under section 149(6) and by the Directors under section 164 of the Companies Act, 2013.



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46. To take note of the Register of contracts or arrangements, if any in which Directors are interested.
47. Any other matter with the permission of the Chair.

The Members of the Board are requested to please make it convenient to attend the meeting.

Yours faithfully

For Alkem Laboratories Limited

Samprada Singh
Chairman Emeritus
DIN: 00760279