



**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.

July 14, 2017

Dharmesh Ved
The Deputy General Manager
Corporate Relationship Department
BSE Ltd.
1st Floor, New Trading Ring
Rounda Buliding, P J Towers,
Dalal Street, Fort
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: Reconciliation of Share Capital Audit for the Quarter ended June 30, 2017

As required under Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996, we enclose herewith Certificate of Reconciliation of Share Capital Audit issued by M/s. N A Shah & Associates, Chartered Accountants for the quarter ended **June 30, 2017**.

Kindly take the same on your records.

Thanking you,

Yours Faithfully,
For UNICHEM LABORATORIES LIMITED

NEEMA THAKORE
Head - Legal & Company Secretary

Encl: As Above

Certificate No: 46 /2017-18

To,
The Board of Directors
Unichem Laboratories Limited
Unichem Bhavan,
Prabhat Estate, S.V.Road,
Jogeshwari (West),
Mumbai - 400102
India.

**Independent Practitioner's Certificate for Reconciliation of Share Capital for quarter ended
30th June 2017**

Certificate for Reconciliation of Share Capital

1. We have been requested by the management of **Unichem Laboratories Limited** (hereinafter 'the Company') to certify that the accompanying Annexure I attached herewith contains details as required by circular no. D&CC/FITTC/CIR-16/2002 issued by Securities and Exchange Board of India (SEBI) and Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 and in the format prescribed by the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

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. This responsibility includes providing access to records maintained by Registrars and Share Transfer Agent (Link Intime India Private Limited) relevant to our verification.

Practitioner's Responsibility

3. Pursuant to the requirements as given in para 1 above, it is our responsibility to give reasonable assurance whether the details as given in Annexure I attached herewith are accurate.
4. We have examined the records / documents maintained by M/s Unichem Laboratories Limited and its Registrars and Share Transfer Agent for issuing this certificate, in accordance with Circular D&CC/FITTC/CIR-16/2002 dated 31st December, 2002 issued by Securities and Exchange Board of India and Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996.
5. 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.



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Effective 14th July 2016, N. A. Shah Associates – ROF Registration No. BA71407 converted into
N. A. Shah Associates LLP – LLP Identification No. AAG-7909

B 41-45, Paragon Centre, Pandurang Budhkar Marg, Worli, Mumbai 400 013.
Tel.: 91-22-40733000 ● Fax : 91-22-40733090 ● E-mail : info@nashah.com

N. A. SHAH ASSOCIATES LLP
Chartered Accountants

6. 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.

Conclusion

7. Based on our examination and as per information and explanation given to us, as above, we certify that the details presented in Annexure I for the quarter ended 30th June 2017 are as required by circular no D&CC/FITTC/CIR-16/2002 dated 31st December, 2002 issued by SEBI and Regulation 55A of SEBI (Depositories and Participants) Regulations, 1996 and in the format as prescribed by the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

Restriction on use

8. 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

M N Mody

Milan Mody
Partner

Membership No. 103286



Place: Mumbai

Date: 13 JUL 2017

Reconciliation of Share Capital Audit Report

Annexure 1 to certificate no. 46 / 2017-2018

1 For Quarter Ended

2 ISIN

3 Face Value

4 Name of the Company

5 Registered Office

6 Correspondence Address

7 Telephone & Fax Nos.

8 Email address

9 Name of the Stock Exchanges where the company's securities are listed:

| | Number of shares | % of total issued capital |
|-----------------------------------|------------------|---------------------------|
| 10 Issued Capital | 90,919,200 | 100.00 |
| 11 Listed Capital (exchange wise) | | |
| BSE (A) | 90,919,200 | 100.00 |
| NSE (B) | 90,919,200 | 100.00 |
| (as per company records) | | |

| | | |
|--|------------|--------|
| 12 Held in dematerialised form in CDSL | | |
| (a) Held in Demat | 7,293,641 | 8.02 |
| 13 Held in dematerialised form in NSDL | | |
| (a) Held in Demat | 80,534,354 | 88.58 |
| 14 Physical | 3,091,205 | 3.40 |
| 15 Total No. of shares (12+13+14) | 90,919,200 | 100.00 |

16 Reasons for difference if any, between :

(10 &15)

(10 &11) & (11 &15)

17 Certifying the details of changes in share capital during the quarter under consideration as per table below:

| Particulars | No. of shares | Applied / Not Applied for listing | Listed on Stock Exchanges (Specify Names) | Whether Intimated to CDSL | Whether Intimated to NSDL | In-prin. appr. pending for SE (Specify Names) |
|------------------------|---------------|-----------------------------------|---|---------------------------|---------------------------|---|
| ESOP (Face Value Rs.2) | 42,675 | Yes | (a) BSE (b) NSE | Yes | Yes | No |

(Refer Note 3 below)

18 Register of Members is updated (Yes/No)
if not updated upto which date

19 Reference of previous quarter with regards to excess dematerialized shares, if any

20 Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, Reason why?

21 Mention the total no. of requests, if any, confirmed after 21 days from date of receipt by Issuer and the total no. of requests pending beyond 21 days with the reasons for delay:

| Total no. of demat requests | No. of requests | No. of shares | Reasons for delay |
|-----------------------------|-----------------|----------------|-------------------|
| Confirmed after 21 days | 0 | Not applicable | Not applicable |

(Refer Note 1 and 2 below)



22 Name, Telephone & Fax no. of the compliance officer of the company

| | |
|----------------------------------|---|
| Mrs. Neema Thakore | Tel: 66888404, Fax: 26784391 |
| Head - Legal & Company Secretary | Email id: neema.thakore@unichemlabs.com |

23 Name, Address, Tel. & Fax No., Regn no. of the auditor (certifying the particulars)

N.A.Shah Associates LLP
B 41 - 45 Paragon Centre
Pandurang Budhkar Marg
Worli, Mumbai - 400 013
Tel. No.- 40733000
Fax - 40733090
ICAI Firm Registrarion No. - 116560W/W100149
Milan Mody
(Signing Partner)
Membership No: 103286

24 Appointment of common agency for share registry work (if yes name & address)

Link Intime India Private Limited
C 101, 247 Park,
L B S Marg, Vikhroli West,
Mumbai 400 083
Tel No: +91 22 49186000
Fax: +91 22 49186060

25 Any other detail that the auditor may like to provide (eg.BIFR company, delisting from SE, company changed its name etc) - Nil

Note:

- 1) For computing the number of days for processing of Demat request, the number of days for receipt of request from the DP to RTA has been excluded.
- 2) Rejected Demat applications have been excluded for the purpose of verifying the number of days for processing.
- 3) 42,675 Shares (ESOP) were sent by the Company to NSDL / CDSL for demat purpose through corporate action file and therefore do not form part of the shares dematted by the Share Transfer Agent.

