## B. D. Jokhakar & Co.

Chartered Accountants

<u>Auditor's Report On Consolidated Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

#### To Board of Directors of Unichem Laboratories Limited

We have audited the consolidated year to date results of Unichem Laboratories Limited ("the Company") for the period 1<sup>st</sup> April, 2015 to 31<sup>st</sup> March, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated year to date financial results have been prepared on the basis of the audited consolidated financial statements for the year ended on 31st March, 2016, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the consolidated financial statements for the year ended 31st March, 2016 which have been prepared in accordance with the applicable accounting standards, prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of five subsidiaries included in the consolidated year to date results, whose consolidated financial statements reflect total assets (net) of Rs. 1,944.39 lacs as at March 31, 2016 and the total revenues (including other income) of Rs. 29,946.59 lacs for the period then ended. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the year to date results, in so far as it relates to the amounts included in respect of subsidiaries is based solely on the report of such other auditors. Our opinion is not qualified in respect of this matter.

In our opinion and to the best of our information and according to the explanations given to us, these consolidated year to date results:

- (i) include the year to date results of the following entities
  - (a) Niche Generics Limited, United Kingdom
  - (b) Unichem Pharmaceuticals (USA), Inc., USA
  - (c) Unichem Laboratories Limited, Ireland
  - (d) Unichem SA (Pty) Limited, South Africa
  - (e) Unichem Farmaceutica Do Brasil Ltda, Brazil;
- (ii) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(iii) give a true and fair view of the consolidated net profit and other financial information for the consolidated year to date results for the period from 1<sup>st</sup> April, 2015 to 31<sup>st</sup> March, 2016.

Place: Mumbai Date: May 20, 2016 MUNIBAL S

For B. D. Jokhakar & Co. Chartered Accountants

Firm Registration No.: 104345W

Raman H. Jokhakar

Partner Membership No. 103241

8 - Ambalal Doshi Marg, Fort, Mumbai-400 001. INDIA Tel.: +91 - 22 - 22654882 / 22651731

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# B. D. Jokhakar & Co.

Chartered Accountants

Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

#### To Board of Directors of Unichem Laboratories Limited

We have audited the quarterly financial results of Unichem Laboratories Limited("the Company") for the quarter ended 31<sup>st</sup> March, 2016 and the year to date results for the period 1<sup>st</sup> April, 2015 to 31<sup>st</sup> March, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly and year to date financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net profit and other financial information for the quarter ended 31<sup>st</sup> March, 2016 as well as the year to date results for the period from 1<sup>st</sup> April, 2015 to 31<sup>st</sup> March, 2016.

FRED ACCOUNT

For B. D. Jokhakar & Co.

Chartered Accountants

Firm Registration No.: 104345W

Raman H. Jokhakar

Partner

Membership No.: 103241

Place: Mumbai Date: May 20, 2016

Fax: +91 - 22 - 22657093 E-mail: bdj@bdjokhakar.com Website: www.bdjokhakar.com



Tel. No.: 91 (22) 66888333

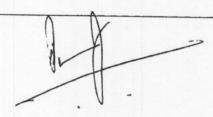
Website: http://www.unichemlabs.com CIN: L99999MH1962PLC012451.

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

	atement of Audited Financial Re-							₹ La	
			Standalone		Standalone Audited Consolid			lated Audited	
	Particulars	Three months ended 31st Mar'16 (Audited)	Three months ended 31st Dec'15 (Unaudited)	Three months ended 31st Mar'15 (Audited)	Accounting Year ended 31st Mar'16 (Augiteg)	Accounting year ended 31st Mar'15 (Audited)	Accounting Year ended 31st Mar'16 (Audited)	Accounting Year ended 31st Mar'15 (Audited)	
	INCOME FROM OPERATIONS							(redited)	
1	Net Sales/Income from operations (Net of excise duty)	29,213.29	30.393.17	25,055.61	120,434.73	107.000.05	404 040 07		
1	b) Other Operating Income	938.47	232.95	543.40	1,806.41	107,689.95	131,649.97	118,770.83	
	TOTAL INCOME FROM OPERATIONS			201000000000000000000000000000000000000	1,000.41	1,408.51	1,806.41	1,408.51	
2	(NET) EXPENSES	30,151.76	30,626.12	25,599.01	122,241.14	109,098.46	133,456.38	120,179.34	
1	a) Cost of Materials Consumed	8,331.55	7,633.18	6,713.86	32,319.94	30,618.22	36,008,16	34,278.92	
	b) Purchases of stock-in-trade	3,401.15	3,185.17	1,997.86	13,752.69	12,934.66	11,655.18	11,317.65	
(	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(951.80)	18.42	946.04	(871.23)	(769.16)	(1,865.56)	(1,364.17	
•	d) Employee benefits expense	5,628.90	5,894.01	4,630.17	22,580.28	19,138.87	27,211.82	23,654.72	
•	e) Depreciation and amortisation expense	880.95	872.20	798.00	3,499,12	3,768.30	3,900,11	4,127.24	
f	Other expenses	10,621.09	10,485.61	9,829.23	40,218.91	37,017.60	44,055.96	42,157.64	
	TOTAL EXPENSES	27,911.84	28,088.59	24,915.16	111,499.71	102,708.49	120,965.67		
	Profit/(Loss) from operations before					102,700.45	120,360.67	114,172.00	
	other income . finance costs and Other income	2,239.92 582.95	2,537.53	683.85	10,741.43	6,389.97	12,490.71	6,007.34	
	Profit/(Loss) from ordinary activities	582.95	459.15	551.43	2,265.50	1,996.77	1,918.59	2,038.28	
	before finance costs and exceptional	2,822.87	2,996.68	1,235.28	13,006.93	8,386.74	14,409,30	8.045.62	
	Finance costs	78.27	44.23	42.22	228.09	236.97	288.56	304.29	
	Profit/(Loss) from ordinary activities								
	before tax & exceptional items (5-6)	2,744.60	2,952.45	1,193.06	12,778.84	8,149,77	14,120.74	7,741.33	
	Tax Expenses	(70.03)	620.00	211.05	2,443.97	1,710.05	3,002.38		
	Profit/(Loss) from ordinary activities	10000000			2,440.07	1,710.03	3,002.36	213.22	
	after tax but before exceptional (7-8)	2,814.63	2,332.45	982.01	40.004.00				
0	Exceptional Item ( Refer Note 5 below )	2,014.00	353.00	902.01	10,334.87	6,439.72	11,118.36	7,528.11	
1	Tax on exceptional Items				353.00		353.00		
2	Share in Profit / ( Loss ) of Associates		(75.00)	-	(75.00)		(75.00)		
	Net profit from ordinary activities			-	-		(36.95)	10.90	
3	after tax, exceptional items & share of	2,814.63	2,054.45	982.01	10,056.87	6,439.72	10,803.41	7 530 04	
	Paid up Equity Share Capital ( Face				10,000.07	0,433.72	10,603.41	7,539.01	
1	Value Rs. 2 per share)	1,816.87	1,816.48	1,815,38	1,816,87	1,815.38	4 040 07	1,815.38	
5	Reserves excluding Revaluation Reserve			1,013.30	1,010.07		1,816.87	1,010.00	
	as per balance sheet of previous		-		100,896.36	92,926.18	93,666.69	84,936.64	
3	Earning Per Share ( Face Value of Rs. 2/ each) Before Exceptional items								
	a) Basic - Rs.	3.10	2.57	1.08	11.38	7.10	12.20	8.31	
	b) Diluted - Rs.	3.09	2.56	1.08	11.36		100-100-2		
	Earning Per Share (Face Value of Rs. 2/ each) After Exceptional items	0.00	2.00	1.08	11.36	7.08	12.18	8.29	
	a) Basic - Rs.	3.10	2.26	1.08	11.07	7.10	11.90	8.31	
	b) Diluted - Rs.	3.09	2.26	1.08	11.05	7.08	11.87	8.29	

1 The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors in its meeting held on 20th May , 2016.

The Company has only one segment i.e. 'Pharmaceuticals'.



<sup>2</sup> The Board of Directors has recommended that the Interim Dividend of Rs. 2/- per equity share paid on 28th March, 2016 be considered as final dividend for the year ended 31st March, 2016.

<sup>3</sup> Segment Reporting: Primary Segment



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Net Sales and Operating Income	Three months ended 31st Mar'16 (Audited)	Three months ended 31st Dec'15 (Unaudited)	Three months ended 31st Mar'15 (Audited)	Accounting Year ended 31st Mar'16 (Audited)	Accounting year ended 31st Mar'15 (Audited)	Accounting Year ended 31st Mar'16 (Audited)	Accounting Year ended 31st Mar'15 (Audited)
Within India	17,508.71	19,316.76	15,111.21	76,563.35	67,528.64	76,563.35	67,528.6
Outside India	12,643.05	11,309.36	10,487.80	45,677.79	41,569.82	56,893.03	52,650.7
Total	30,151.76	30,626.12	25,599.01	122,241.14	109,098,46	133,456.38	120,179,3

4 Other Income includes exchange gain / (loss) as under:

Exchange Difference	Three months ended 31st Mar'16 (Audited)	Three months ended 31st Dec'15 (Unaudited)	Three months ended 31st Mar'15 (Audited)	Accounting Year ended 31st Mar'16 (Audited)	Accounting year ended 31st Mar'15 (Audited)
Exchange gain included in other income	183.74	127.89		811.99	278.59
Exchange loss included in other expenses			126.20		210.00

Enactment of The Payment of Bonus (Amendment) Act, 2015 having come into force effective 1st day of April 2014 the Company has made additional i) Pertaining to the period from 1st April 2015 to 31st March 2016 is included in Employee benefits expenses.

ii) Pertaining for the period from 1st April 2014 to 31st March 2015 is disclosed as an Exceptional item.

Audited Statement of Assets and Liabilities as on 31st , March 2016

	Standalone	e Audited	Consolidated Audited		
Particulars	As at 31,03,2016	As at 31,03.2015	As at 31,03,2016	As at 31.03.2015	
I. EQUITY AND LIABILITIES (1) Shareholders' Funds (a) Share Capital (b) Reserve & Surplus	1,816.87 100,896.36	1,815.38 92,926.18	1,816.87 93,666.69	1,815.3 84,936.6	
	102,713.23	94,741.56	95,483,56	86,752.0	
(2) Non Current Liabilities (a) Long term borrowings (b) Deferred tax liabilities (Net) (c) Other Long term liabilities (d ) Long term provisions	51.44 3,131.54 1,930.77 1,257.55	22.08 3,932.54 2,084.55 887.56	2,303.67 3,131.54 1,930.77 1,257.55	2,034.6 3,932.5 2,084.5 887.5	
	6,371.30	6,926.73	8,623.53	8.939.2	
(3) Current Liabilities (a) Short term borrowings (b) Trade payables (c) Other current liabilities (d) Short -term provisions	790.15 18,963.35 4,742.95 576.03 25,072.48	14,262.90 3,631.53 2,605.27 20,499.70	1,292.50 17,368.03 5,082.97 576.03 24,319.53	162.5 13,822.5 4,586.0 2,605.2 21,176.4(	
TOTAL EQUITY AND LIABILITIES	134,157,01	122,167,99	128,426.62	116,867,6	
II. ASSETS (I) Non-current assets (a) Fixed assets (i) Tangible assets (ii) Intangible assets (iii) Capital work-in-progress	38,119.98 - 23,265.12 61,385.10	39,586.60 	40,074.76 237.88 23,713.47 64,026.11	41,294.46 304.54 12,264.29 53,863.29	
(b) Non-current Investment (c.) Deferred Tax Assets (d.) Long term loans and advances	10,243.10 - 3,041.85	11,760.90	545.26 1,015.94 3,045.72	583.21 1,518.23 4,460.94	
(2) Current assets (a) Current Investments (b) Inventories (c) Trade receivables (d) Cash & Bank Balances (e) Short term Loans and advances (f) Other current assets	800.00 20,065.54 26,538.73 1,094.10 9,720.68 1,267.91 59,486.96	3,503.92 18,648.31 20,619.35 1,971.05 8,604.46 1,148.16 54,495.25	800.00 23,057.06 22,074.71 2,012.61 10,581.30 1,267.91 59,793.59	3,503.92 20,767.97 19,157.72 2,696.21 9,168.03 1,148.16	
TOTAL ASSETS	134,157,01	122,167.99	128,426.62	116,867,68	

7 Previous period / year figures have been regrouped / reclassified wherever necessary.

By Order of the Board For Unichem Laboratories Paite

Place: Mumbai Date: 20 May , 2016

Dr. Prakash A. Mody Chairman & Managing Dire



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Website: http://www.unichemlabs.com CIN: L99999MH1962PLC012451.

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#### Form A

### Covering letter of the Standalone Annual Audit Report to be filed with the Stock Exchanges

Name of the Company	Unichem Laboratories Limited
Annual financial statements for the year ended 31.3.2016	March 31, 2016
Type of Audit observation	Emphasis of Matter in the Independent Auditor's Report on the Standalone Financial Statements.
	"We draw attention to Note 34 to the standalone financial statements relating to increase in the provision for diminution of long-term investments in Unichem Farmaceutica Do Brazil Ltda, from Rs. 434.5 lacs in the previous year to Rs. 2,277.63 lacs for the year under report, based on internal assessment and other factors more elaborately stated in the said Note.  Our opinion is not modified in respect of this matter."
Frequency of observation	Appeared for the first time.

For Unichem Caporatories Limited

Dr. Prakash A. Mody

Chairman & Managing Director

B. D. Jokhakar & Co Chartered accountants

Raman Jokhakar

Partner

Firm Registration No:104345W

Membership no: 103241

Date: May 20, 2016

For Unichem Laboratories Limited

Rakesh Parikh

Chief Finance and compliance officer

For Unichem Laboratories Limited

Prafull Anybhai

Chairman of Audit committee



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.

#### Form A

Covering letter of the Consolidated Annual Audit Report to be filed with the Stock Exchanges

Name of the Company	Unichem Laboratories Limited				
Annual financial statements for the year	March 31, 2016				
Type of Audit observation	Emphasis of Matter in the Independent_Auditor's Report on the Consolidated Financial Statements				
	"We draw attention to Note 29 to the Consolidated Financial Statements related to the outcome of fine imposed by European Commission jointly and severally against the Holding Company with its subsidiary, amounting to Euro 13.97 Million.				
	Our opinion is not modified in respect of this matter."				
Frequency of observation	The same note appeared in the Limited Review Report on the Statement of Unaudited Financial Results for the Quarter ended June 30, 2014 and Independent Auditor's Report on the Audited Consolidated Financial_Statements for the year ended March 31, 2015. It was reported in Form A in terms of the reporting requirements.				

For Unichem Laboratories Limited

Dr. Prakash A. Mody Chairman & Managing Director

B. D. Jokhakar & Co Chartered accountants

Raman Jokhakar

Partner

Firm Registration No:104345W

Membership no: 103241 Date : May 20, 2016 For Unichem Laboratories Limited

Rakesh Parikh

Chief Finance and compliance officer

For Unichem Laboratories Limited

Prafull Anubhai

Chairman of Audit committee