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LAURUS Labs
Knowledge . Innovation . Excellence

LAURUS LABS LIMITED

Our Company was originally incorporated as Laurus Labs Private Limited on September 19, 2005 at Hyderabad, Andhra Pradesh, India as a private limited company under the Companies Act, 1956. Our Company was subsequently converted into a public limited company and its name was changed to Laurus Labs Limited and a fresh certificate of incorporation consequent upon change of name on conversion to a public limited company was issued by the Registrar of Companies, Andhra Pradesh and Telangana, located at Hyderabad ("RoC") on February 12, 2007. Subsequently the name of our Company was changed to Aptuit Laurus Limited and a fresh certificate of incorporation consequent upon change of name was issued by the RoC on July 19, 2007. Thereafter our Company was converted into a private limited company and its name was changed to Aptuit Laurus Private Limited and a fresh certificate of incorporation consequent upon change of name on conversion to a private limited company was issued by the RoC on July 24, 2007. Subsequently the name of our Company was changed to Laurus Labs Private Limited and a fresh certificate of incorporation consequent upon change of name was issued by the RoC on February 21, 2012. Our Company was converted into a public limited company and the name of our Company was changed to Laurus Labs Limited and a fresh certificate of incorporation consequent upon change of name on conversion to a public limited company was issued by the RoC on August 16, 2016. For details of change in the name and registered office of our Company, see "History and Certain Corporate Matters" on page 188 of the Red Herring Prospectus ("**RHP**").

Registered Office: Plot No.21, Jawaharlal Nehru Pharma City, Parawada, Visakhapatnam 531 021, Andhra Pradesh, India. **Corporate Office:** 2nd Floor, Serene Chambers, Road No. 7, Banjara Hills, Hyderabad 500 034, Telangana, India.
Contact Person: G. Venkateswar Reddy, Company Secretary and Compliance Officer; **Tel:** +91 40 3980 4333; **Fax:** +91 40 3980 4320; **E-mail:** secretarial@lauruslabs.com; **Website:** www.lauruslabs.com; **Corporate Identity Number:** U24239AP2005PLC047518

OUR PROMOTERS: DR. SATYANARAYANA CHAVA, NAGA RANI CHAVA, DR. RAJU SRIHARI KALIDINDI, RAVI KUMAR V V AND DR. LAKSHMANA RAO C V

INITIAL PUBLIC OFFERING OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹10 EACH ("EQUITY SHARES") OF LAURUS LABS LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹[•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[•] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹[•] MILLION ("OFFER") COMPRISING A FRESH ISSUE OF UP TO [•] EQUITY SHARES AGGREGATING UP TO ₹3,000 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF 24,107,440 EQUITY SHARES BY THE SELLING SHAREHOLDERS (AS DEFINED IN THE RHP), AGGREGATING TO ₹[•] MILLION ("OFFER FOR SALE"). THE OFFER INCLUDES A RESERVATION OF UP TO [•] EQUITY SHARES, AGGREGATING UP TO ₹125 MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED IN THE RHP) NOT EXCEEDING 5% OF OUR POST-OFFER PAID UP EQUITY SHARE CAPITAL (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [•]% AND [•]%, RESPECTIVELY OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

** Employee Discount of ₹40 to the Offer Price shall be offered to the Eligible Employees bidding in the Employee Reservation Portion.*

Price Band: ₹426 to ₹428 per Equity Share of Face Value of ₹10 each
The Floor Price is 42.6 times the Face Value and the Cap Price is 42.8 times the Face Value
Bids can be made for a minimum of 35 Equity Shares and in multiples of 35 Equity Shares thereafter

Risks to Investors:

i. The four merchant bankers associated with the Offer have handled 30 public issues in the past three years, out of which 11 issues closed below the issue price on listing date.
ii. The Price/Earnings ratio ("P/E") based on diluted EPS on restated consolidated basis for FY16 for the Issuer at the upper end of the Price band is as high as 31.75, as compared to the Industry average of 26.02.
iii. The Return on Net Worth ("RoNW") for FY 2016, based on restated consolidated financials, for the Issuer is 15.57%, as compared to Industry average of 30.37%.
iv. The Net Asset Value per Equity Share ("NAV") for FY 2016, based on restated consolidated financials, for the Issuer is ₹135.06, as compared to Industry average of ₹141.56.
v. Average cost of acquisition of Equity Shares for Promoters of the Company is in the range of ₹2.50 to ₹19.40 and the average cost of acquisition for the Selling Shareholders in the range of ₹60.75 to ₹181.62 whereas the Offer Price for the public is much higher at ₹ 428 (Upper end of the Price Band).

BASIS FOR OFFER PRICE

The Offer Price will be determined by our Company in consultation with the BRLMs, on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process and on the basis of quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹10 each and the Offer Price is 42.6 times the face value at the Floor Price and 42.8 times the face value at the Cap Price of the Price Band.
Investors should also refer to "Our Business", "Risk Factors" and "Financial Statements" on pages 164, 18 and 226, of the RHP, respectively, to have an informed view before making an investment decision.

Qualitative Factors

We believe the following business strengths allow us to successfully compete in the industry: • Leadership in APIs in Select, High Growth Therapeutic Areas; • Strong R&D Capabilities and Process Chemistry Skills; • Industry Leading, Modern and Regulatory Compliant Manufacturing Capacities; • Long-standing Relationships with Multi-National Pharmaceutical Companies; • Experienced Promoters and Qualified Operational Personnel; and • Established Track Record of Delivering Growth.
For further details, see "Our Business - Our Strengths" on page 165 of the RHP.

Quantitative Factors

Some of the information presented below relating to our Company is based on the Restated Unconsolidated Financial Statements and the Restated Consolidated Financial Statements prepared in accordance with Indian GAAP and the Companies Act and restated in accordance with the SEBI ICDR Regulations. For details, see "Financial Statements" on page 226 of the RHP.

Note: The accounting ratios shown below are after taking into account the impact of the dilutive effect of the outstanding stock options pursuant to ESOP 2011 and ESOP 2016

Some of the quantitative factors which may form the basis for computing the Offer Price are as follows:

A. Basic and Diluted Earnings Per Share ("EPS"):

On an unconsolidated basis:

Fiscal Year ended	Basic		Diluted	
	EPS (in ₹)	Weight	EPS (in ₹)	Weight
March 31, 2014	15.89	1	11.98	1
March 31, 2015	11.90	2	8.29	2
March 31, 2016	22.60	3	14.59	3
Weighted Average	**17.92**		**12.06**	

All share data has been adjusted for the issue of fully paid bonus shares in the ratio of three bonus Equity Shares for every one Equity Share on July 27, 2016 by capitalisation of the securities premium account and free reserves as of Financial Year 2016, pursuant to the approval of the shareholders of the Company at the EGM held on July 20, 2016
For the six month period ended September 30, 2016, the Basic EPS was ₹10.48 and the Diluted EPS was ₹8.28 (not annualized)

Note:
1. *The EPS calculations have been done in accordance with Accounting Standard 20 – "Earnings per Share" prescribed by the Companies (Accounting Standards) Rules, 2006.*
2. *The ratios have been computed as below:*
   a. *Basic EPS (in ₹) = Net profit, after tax, as restated for the year, attributable to equity shareholders / Weighted average number of equity shares outstanding during the year.*
   b. *Diluted EPS (in ₹) = Net profit, after tax, as restated for the year, attributable to equity shareholders / Weighted average number of dilutive equity shares outstanding during the year*

On a consolidated basis:

Fiscal Year ended	Basic		Diluted	
	EPS (in ₹)	Weight	EPS (in ₹)	Weight
March 31, 2014	15.89	1	11.98	1
March 31, 2015	11.07	2	7.71	2
March 31, 2016	20.86	3	13.48	3
Weighted Average	**16.77**		**11.31**	

All share data has been adjusted for the issue of fully paid bonus shares in the ratio of three bonus Equity Shares for every one Equity Share on July 27, 2016 by capitalisation of the securities premium account and free reserves as of Financial Year 2016, pursuant to the approval of the shareholders of the Company at the EGM held on July 20, 2016
For the six month period ended September 30, 2016, the Basic EPS was ₹9.60 and the Diluted EPS was ₹7.59 (not annualized)

Note:
1. *The EPS calculations have been done in accordance with Accounting Standard 20 – "Earnings per Share" prescribed by the Companies (Accounting Standards) Rules, 2006.*
2. *The ratios have been computed as below:*
   a. *Basic EPS (in ₹) = Net profit, after tax, as restated for the year, attributable to equity shareholders / Weighted average number of equity shares outstanding during the year.*
   b. *Diluted EPS (in ₹) = Net profit, after tax, as restated for the year, attributable to equity shareholders / Weighted average number of dilutive equity shares outstanding during the year*

B. Price/Earning ("P/E") ratio in relation to Price Band of ₹426 to ₹428 per Equity Share:

Particulars	P/E at the Floor Price (no. of times)	P/E at the Cap Price (no. of times)
Based on basic EPS for FY 2016 on an unconsolidated basis	18.85	18.94
Based on basic EPS for FY 2016 on a consolidated basis	20.42	20.52
Based on diluted EPS for FY 2016 on an unconsolidated basis	29.20	29.34
Based on diluted EPS for FY 2016 on a consolidated basis	31.60	31.75

Industry Peer Group P/E ratio

Divis Laboratories Ltd. and Aurobindo Pharma Limited are the listed public industry peers of our Company with a positive P/E ratio.

	Industry P/E*
Highest	29.16
Lowest	22.89
Industry Composite	26.02

** Source: For Industry P/E, P/E figures for the peers are computed based on closing market price as on November 11, 2016 at NSE, (available at www.nseindia.com) divided by Basic EPS (on consolidated basis) based on the annual reports of such companies for the Fiscal Year 2016*

C. Average Return on Net Worth ("RoNW")

On an unconsolidated basis

Fiscal Year ended	RoNW %	Weight
March 31, 2014	27.12%	1
March 31, 2015	10.11%	2
March 31, 2016	16.55%	3
Weighted Average	**16.17%**	

For the six month period ended September 30, 2016, the RoNW was 8.62% (not annualized)
Note: RoNW = Net profit after tax, as restated for the year, attributable to equity shareholders / Net worth (excluding revaluation reserve), as restated, at the end of the year

On a consolidated basis

Fiscal Year ended	RoNW %	Weight
March 31, 2014	27.12%	1
March 31, 2015	9.47%	2
March 31, 2016	15.57%	3
Weighted Average	**15.46%**	

For the six month period ended September 30, 2016, the RoNW was 8.08% (not annualized)
Note: RoNW = Net profit after tax, as restated for the year, attributable to equity shareholders / Net worth (excluding revaluation reserve), as restated, at the end of the year

D. Minimum Return on Increased Net Worth after Offer needed to maintain Pre-Offer EPS for the year ended March 31, 2016

On an unconsolidated basis:
1) To maintain pre-offer Basic EPS:
   At the Floor Price – 20.49%
   At the Cap Price – 20.48%
2) To maintain pre-offer Diluted EPS:
   At the Floor Price – 13.22%
   At the Cap Price – 13.22%

On a consolidated basis:
1) Based on Basic EPS:
   At the Floor Price – 19.16%
   At the Cap Price – 19.16%
2) Based on Diluted EPS:
   At the Floor Price – 12.38%
   At the Cap Price – 12.38%

E. Net Asset Value ("NAV") per Equity Share of face value of ₹10 each

NAV per Equity Share	₹ NAV Unconsolidated	₹ NAV Consolidated
As on March 31, 2016	137.53	135.06
After the Offer		
- At the Floor Price	118.26	116.14
- At the Cap Price	118.30	116.18

The NAV has been adjusted for the issue of fully paid bonus shares in the ratio of three bonus Equity Shares for every one Equity Share on July 27, 2016 by capitalisation of the securities premium account and free reserves as of Financial Year 2016, pursuant to the approval of the shareholders of the Company at the EGM held on July 20, 2016
As on September 30, 2016, the Net Asset Value per Equity Share on a standalone basis was ₹96.35 and on a consolidated basis was ₹94.07 respectively (not annualized).
Note: NAV = Net Asset Value, as restated, at the end of the year / Number of equity shares outstanding at the end of the year

F. Comparison with Listed Industry Peers

Our Company is a manufacturer of generic active pharmaceutical ingredients and speciality ingredients for use in nutraceuticals, dietary supplements and cosmeceutical products. We believe that the following listed companies in India are focused on these segments.

Name of the company	Revenue from operations (₹in million)	Face Value per Equity Share (₹)	P/E	EPS (Basic) (₹)	Return on Net Worth (%)	Net Asset Value/ Share (₹)
Divis Laboratories Ltd	37,764	2	29.16	41.88	28.57%	161.51
Aurobindo Pharma Limited	138,961	1	22.89	33.74	32.17%	121.61

Source: Company filings, Bloomberg, NSE

Notes:
1. Basic EPS (on consolidated basis) is based on the annual reports of such companies for the Fiscal Year 2016
2. Net-worth = Shareholders funds + minority interest
3. Return on Net-worth = Net income after Minority interest adjusted for Exceptional items / Average Net-worth
4. NAV / Share = Net worth at the end of Fiscal March 31, 2016 divided by the total number of Equity Shares outstanding as at March 31, 2016

G. The Offer Price will be [•] times of the face value of the Equity Shares.

The Offer Price of ₹[•] has been determined by our Company, in consultation with the BRLMs, on the basis of market demand from investors for Equity Shares through the Book Building Process and is justified in view of the above qualitative and quantitative parameters.
Investors should read the above mentioned information along with "Risk Factors", "Our Business", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Financial Statements" on pages 18, 164, 469 and 226, of the RHP, respectively, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in "Risk Factors" beginning on page 38 of the RHP or any other factors that may arise in the future and you may lose all or part of your investments.

For further details, please see the section entitled "Basis for Offer Price" on page 103 of the RHP.

BID/OFFER PROGRAMME:

BID/OFFER OPENS ON DECEMBER 6, 2016(1) | BID/OFFER CLOSES ON DECEMBER 8, 2016

(1) Our Company may, in consultation with the BRLMs, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date.

ASBA* | **Simple, Safe, Smart way of Application - Make use of it !!!**

***Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.**

Mandatory in public issues from January 01, 2016. No cheque will be accepted.

In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the BSE and the NSE, by issuing a press release, and also by indicating the change on the website of the BRLMs and at the terminals of the Syndicate Members.
In terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("**SCRR**"), and in accordance with Regulation 26(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "**SEBI ICDR Regulations**") the Offer is being made through the Book Building Process wherein 50% of the Net Offer shall be allocated on a proportionate basis to Qualified Institutional Buyers ("**QIBs**"), provided that our Company may allocate upto 60% of the QIB Portion to Anchor Investors on a discretionary basis, out of which one-third shall be reserved for domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Offer Price, in accordance with the SEBI ICDR Regulations. 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Further, [•] Equity Shares will be available for allocation on a proportionate basis to Eligible Employees, subject to valid Bids being received from them at or above the Offer Price after the Employee Discount, if any. All potential investors, other than Anchor Investors, are required to mandatorily utilise the Application Supported by Blocked Amount ("**ASBA**") process providing details of their respective bank account which will be blocked by the Self Certified Syndicate Banks ("**SCSBs**") to participate in the Offer. Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process.

Please note that in accordance with the FEMA Regulations, participation by Non-Resident investors in the Offer is restricted to (i) FPIs (investing under the PIS route in accordance with Schedule 2A of the FEMA Regulations); (ii) FIIs (investing under the PIS route in accordance with Schedule 2 of the FEMA Regulations); and (iii) Eligible NRIs (investing on a non-repatriation basis in accordance with Schedule 4 of the FEMA Regulations), up to an aggregate foreign shareholding of 49% of the post-Offer paid up share capital of the Company. For further details see "Offer Procedure" and "Restriction on Foreign Ownership of Indian Securities" on page 530 and 575, respectively, of the RHP.
Bidders/Applicants should ensure that DP ID, PAN and the Client ID are correctly filled in the Bid Cum Application Form. The DP ID, PAN and Client ID provided in the Bid Cum Application Form should match with the DPID, PAN and Client ID available in the Depository database, otherwise, the Bid CumApplication Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid Cum Application Form is active. Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid Cum Application Form, the Bidder/Applicantmay be deemed to have authorized the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available in the records of the Depository Participant. These Demographic Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Offer. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants' sole risk.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects and other objects of our Company, see the section entitled "History and Certain Corporate Matters" on page 188 of the RHP and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see the section entitled "Material Contracts and Documents for Inspection" on page 677 of the RHP.
LIABILITY OF MEMBERS OF OUR COMPANY: Limited by shares.
AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹1,110,000,000 divided into 111,000,000 Equity Shares of ₹10 each. The issued, subscribed and paid-up share capital of our Company before the Offer is ₹987,469,040 divided into 98,746,904 Equity Shares of ₹10 each. For details of the Capital Structure, see "Capital Structure" on the page 71 of the RHP.
Names of the signatories to the Memorandum of Association of our Company and the number of Equity Shares subscribed by them: Given below are the names of the signatories of the Memorandum of Association of our Company and the number of Equity Shares subscribed by them at the time of signing of the Memorandum of Association of our Company – Dr. Satyanarayana Chava - 9,500 Equity Shares and Chunduri Ramakrishna - 5,500 Equity Shares.
LISTING: The Equity Shares offered through the RHP are proposed to be listed on the BSE and the NSE. Our Company has received an 'in-principle' approval from the BSE and the NSE for the listing of the Equity Shares pursuant to letters dated August 31, 2016 and September 12, 2016, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be BSE. A copy of the RHP and the Prospectus shall be delivered for registration to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents which will be available for inspection from the date of this Red Herring Prospectus, upto the Bid/ Offer Closing Date, see "Material Contracts and Documents for Inspection" on page 677 of the RHP.
DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"): SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. Investors are advised to refer to page 505 of the RHP for the full text of the Disclaimer Clause of SEBI.
DISCLAIMER CLAUSE OF THE BSE (The Designated Stock Exchange) : "It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP." The investors are advised to refer to page 510 of the RHP for the full text of the Disclaimer clause of the BSE.
DISCLAIMER CLAUSE OF THE NSE : "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document." The investors are advised to refer to page 510 of the RHP for the full text of the Disclaimer clause of the NSE.
GENERAL RISKS: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 18 of the RHP.

BOOK RUNNING LEAD MANAGERS

Kotak Mahindra Capital Company Limited
1st Floor, 27 BKC, Plot No. 27, "G" Block,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051 Maharashtra, India
Tel: +91 22 4336 0000; Fax: +91 22 6713 2447
E-mail: lauruslabs.ipo@kotak.com
Investor grievance email: kmccredressal@kotak.com
Website: www.investmentbank.kotak.com
Contact Person: Ganesh Rane
SEBI Registration No.: INM000008704

Citigroup Global Markets India Private Limited
1202, 12th Floor, First International Financial Center, G-Block,
Bandra Kurla Complex, Bandra (East), Mumbai 400 051
Maharashtra, India. Tel: +91 22 6175 9999
Fax: +91 22 6175 9961; E-mail: lauruslabs.ipo@citi.com
Investor grievance e-mail: investors.cgmib@citi.com
Website: http://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm
Contact Person: Rahul Roy
SEBI Registration No.: INM000010718

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Contact Person: Ashish Parasrampuria
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Investor.relations@sbicaps.com
Website: www.sbicaps.com
Contact Person: Kavita Tanwani/ Sambit Rath
SEBI Registration No.: INM000003531

REGISTRAR TO THE OFFER

Karvy Computershare Private Limited
Selenium Tower B, Plot No. 31-32, Gachibowli
Financial District, Nanakramguda
Hyderabad 500 032
Tel: +91 40 6716 2222; Fax: +91 40 2343 1551
E-mail: einward.ris@karvy.com
Investor grievance email: lauruslabs.ipo@karvy.com
Website: www.karisma.karvy.com
Contact Person: M Muralikrishna
SEBI Registration No.: INR000000221

COMPANY SECRETARY & COMPLIANCE OFFICER

G Venkateswar Reddy, Laurus Labs Limited
2nd Floor, Serene Chambers Road No.7,
Banjara Hills, Hyderabad 500 034 Telangana, India
Tel: +91 40 3980 4333; Fax: +91 40 3980 4320
E-mail: secretarial@lauruslabs.com
Website: www.lauruslabs.com

Investors can contact the Company Secretary and Compliance Officer, the BRLMs or the Registrar to the Offer in case of any pre-Offer or post-Offer related problems, such as non receipt of letters of Allotment, non credit of Allotted Equity Shares in the respective beneficiary account, non receipt of refund orders and non receipt of funds by electronic mode.

AVAILABILITY OF RHP: Investors are advised to refer to the RHP and the Risk Factors contained therein before applying in the Offer. Full copy of the RHP is available on the website of the SEBI at www.sebi.gov.in, the websites of the BRLMs at www.investmentbank.kotak.com, http://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm, www.jefferies.com, www.sbicaps.com and the Stock Exchanges at www.bseindia.com and www.nseindia.com, respectively.
AVAILABILITY OF BID CUM APPLICATION FORM: Bid Cum Application form can be obtained from the Registered Office of Company, **Laurus Labs Limited**, Tel: +91 891 3061222; Fax: +91 891 3061270; BRLMs: **Kotak Mahindra Capital Company Limited,** Tel: +91 22 4336 0000, Fax: +91 22 6713 2447; **Citigroup Global Markets India Private Limited**, Tel: +91 22 6175 9999, Fax: +91 22 6175 9961; **Jefferies India Private Limited**, Tel: +91 22 4356 6000; Fax: +91 22 6765 5595; **SBI Capital Markets Limited**, Tel: +9122 2217 8300, Fax: +9122 2218 8332, Syndicate Members: **Kotak Securities Limited,** Tel: +91 22 6218 5470, Fax: +91 22 6661 7041; **SBICAP Securities Limited,** Tel: +91 22 4227 3300/ +91 93246 34624; Fax: +91 22 4227 3390, at selected locations of Sub-Syndicate Members (as given below), Registered Brokers, RTAs and CDPs participating in the Offer. Bid Cum Application Forms will also be available on the websites of BSE, NSE, and at the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI.
SUB-SYNDICATE MEMBERS: Almondz Global Securities Ltd., Amit Jasani Financial Services Pvt. Ltd., Amrapali Capital & Finance Services Ltd., Anand Rathi Share & Stock Brokers Ltd., Ashika Stock Broking Ltd., Asit C Mehta, Axis Capital Ltd., Axis Securities Ltd., Centrum Broking Ltd., Dalal & Broacha Stock Broking Pvt. Ltd., Edelweiss Broking Ltd., Eureka Stock & Share Broking Services Ltd., ICICI Securities Ltd., IDBI Capital Markets & Securities Ltd., India Infoline Ltd., Inventure Growth & Securities Ltd., JM Financial Services Ltd., Jobanputra Fiscal Services Pvt. Ltd., Karvy Stock Broking Ltd., Kaushik N Shah, Keynote Capitals Ltd., KJMC Capital Market Services Ltd., Kotak Securities Ltd., LKP Securities Ltd., Mehta Equities Ltd., Monarch Networth Capital Ltd., Motilal Oswal Securities Ltd., MPSE Securities Ltd., Nirmal Bang Securities Pvt. Ltd., Prabhudas Lilladher Pvt. Ltd., Pravin Ratilal Share and Stock Brokers Ltd., PRL Stock & Share Brokers Pvt. Ltd., Reliance Securities Ltd., Religare Securities Ltd., RR Equity Brokers Pvt. Ltd., Sharekhan Ltd., SMC Global Securities Ltd., Tradebulls Sec Pvt. Ltd., YES Securities Ltd.
APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors have to apply through the ASBA process. ASBA has to be availed by all the investors except Anchor Investors. Non-retail investors have to compulsorily apply through ASBA. For details on the ASBA process, please refer to the details given in the ASBA Form and Abridged Prospectus and also please refer to "Offer Procedure" on page 530 of the RHP. ASBA Forms can also be downloaded from the websites of BSE and NSE. ASBA Forms can be obtained from the list of banks that is available on the website of SEBI at www.sebi.gov.in. ASBA Form can be obtained from Syndicate, SCSBs, Registered Brokers, RTAs and CDPs, the list of which is available on the website of SEBI at http://www.sebi.gov.in/sebiweb/home/5/33/0/0/Recognised-Intermediaries.
ESCROW COLLECTION BANK AND PUBLIC OFFER ACCOUNT BANK: HDFC Bank Limited, Tel: +91 22 3075 2928, Fax: +91 22 2579 9801
REFUND BANK: HDFC Bank Limited, Tel: +91 22 3075 2928, Fax: +91 22 2579 9801
All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For **Laurus Labs Limited**
On behalf of the Board of Directors
Sd/-
Company Secretary & Compliance Officer

Place: Hyderabad
Date: November 28, 2016

LAURUS LABS LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the RHP dated November 25, 2016 with the Registrar of Companies, Andhra Pradesh and Telangana, located at Hyderabad. The RHP is available on the website of the SEBI at www.sebi.gov.in, the websites of the Book Running Lead Managers at www.investmentbank.kotak.com, http://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm, www.jefferies.com and www.sbicaps.com and the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com. Any potential investor should note that investment in Equity Shares involves a high degree of risk, for details potential investors should refer to the section entitled "Risk Factors" beginning on page 18 of the RHP.
Not for distribution in the United States. This material is not an offer for sale of the equity shares in the United States. The equity shares being offered in the initial public offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and the applicable state securities laws. Accordingly, such equity shares are being offered and sold (i) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of jurisdictions where those offers and sales occur; and (ii) to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act), pursuant to the private placement exemption set out in Section 4(a) of the U.S. Securities Act.

CONCEPT

Size: 32.9x50cm