



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 dated November 25, 2016 (the "Red Herring Prospectus").

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 RED HERRING PROSPECTUS), 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 RED HERRING PROSPECTUS) 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.

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.

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>.

ADDENDUM – NOTICE FOR INVESTORS

This is with reference to the Red Herring Prospectus filed with the RoC and the Securities and Exchange Board of India ("SEBI") in relation to the Offer. All capitalized terms used in this notice shall, unless the context otherwise requires, have the meanings ascribed in the Red Herring Prospectus.

As scheduled, the US FDA, conducted an inspection at our Unit 2 facility at Visakhapatnam between November 28, 2016 and December 1, 2016, details of which are included in "Our Business – Generic – FDF Business" and "Our Business - Manufacturing Facilities and Approvals" on pages 172 and 174, respectively of the Red Herring Prospectus. The inspection has been completed with one Form 483 observation relating to a change in procedures (requiring mention of target weight along with actual weight, an additional test in the intermediate stage in packaging, calibration of pumps and extending preventive maintenance of certain equipment) and we are in the process of implementing changes and replying to US FDA within the three weeks provided to us. In the event we respond to the observation letter before filing of the Prospectus with the RoC, we will include relevant updates in the Prospectus. We do not believe these measures will require the incurrence of any material expenditure or have a material adverse effect on our business, results of operations, financial conditions and cash flows.

Accordingly, relevant changes shall be reflected in the sections "Risk Factors", "Our Business – Generic – FDF Business" and "Our Business – Manufacturing Facilities and Approvals" of the Prospectus to be filed with the RoC. The Red Herring Prospectus, the Bid cum Application Forms and the Abridged Prospectus shall be read in conjunction with this notice. The information in this notice supplements the Red Herring Prospectus and supersedes the information in the Red Herring Prospectus to the extent inconsistent with the information in the Red Herring Prospectus.

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 Red Herring Prospectus 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 Red Herring Prospectus.

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 Red Herring Prospectus.

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.

For Laurus Labs Limited

On behalf of the Board of Directors

Sd/-

Company Secretary & Compliance Officers

Place: Hyderabad
Date: December 4, 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 Red Herring Prospectus dated November 25, 2016 with the Registrar of Companies, Andhra Pradesh and Telangana, located at Hyderabad. The Red Herring Prospectus 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.sbcaps.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 Red Herring Prospectus.

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.