



ALKEM

ALKEM LABORATORIES LIMITED

Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra, India.

Tel No:+91 22 3982 9999; **Fax No:**+91 22 2492 2955

E-mail: investors@alkem.com; **Website:** www.alkemlabs.com;

Corporate Identity Number: L00305MH1973PLC174201

POSTAL BALLOT NOTICE

To
The Member(s),
Alkem Laboratories Limited

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modifications or re-enactments thereof for the time being in force) and other applicable laws and regulations, to transact the following Special Businesses by the Members of Alkem Laboratories Limited (“the Company”) by passing the Resolutions through Postal Ballot which includes e-voting (voting by electronic means). The Explanatory Statement under Section 102(1) of the Act, setting out the material facts and reasons for the proposed Resolutions is also appended herewith and is being sent along with Postal Ballot Form for your consideration.

The Board of Directors of the Company has appointed CS Manish L. Ghia, Partner, M/s Manish Ghia & Associates, Company Secretaries, Mumbai (COP No. 3531) as Scrutinizer for conducting the voting process through Postal Ballot / e-voting in accordance with the law and in a fair and transparent manner.

Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed on the Postal Ballot Form and return the completed form in the enclosed self-addressed business reply envelope (if posted in India) so as to reach the Scrutinizer on or before 5.00 p.m. on Saturday, 6th January, 2018, the last date for receipt of the completed Postal Ballot Forms, failing which, it will be strictly considered that no reply has been received from the Member. Postal Ballot Form(s), if sent by courier or by registered post / speed post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given on the self – addressed business reply envelope.

In compliance with Regulation 44 of the Listing Regulations and Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide an option to the Members to cast vote by way of e-voting instead of sending physical Postal Ballot Form. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facilities to the Members of the Company. The e-voting facility is available at the link www.evotingindia.com till 5.00 p.m. on Saturday, 6th January, 2018. It may be noted that e-voting is optional. Please carefully read and follow the instructions on e-voting printed in the Notice. In case the Member has exercised the vote in physical as well as electronic mode, the vote by electronic mode will only be considered valid.

The Scrutinizer will submit his Report to the Chairman of the Company, upon completion of scrutiny of Postal Ballot forms and e-voting data provided by CDSL in a fair and transparent manner. The result of the Postal Ballot will be declared on Monday, 8th January, 2018 by 5.00 p.m. at the Registered Office of the Company located at Alkem House, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 and communicated to the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) and posted on the Company's website <https://alkemlabs.com/notices-forms-and-voting-result> and on the Notice Board of the Company at its Registered Office after the declaration of the results.

The Resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date for receipt of duly completed postal ballot forms or e-voting.

POSTAL BALLOT – SHAREHOLDERS’ PROPOSED RESOLUTIONS:

1. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196,197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the relevant provisions of the Articles of Association of the Company, consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Sandeep Singh (DIN 01277984) as Managing Director of the Company for a term of 5 years with effect from 17th October, 2017 upto 16th October, 2022, at a remuneration of Rs 39,50,000/- (Rupees Thirty Nine Lakh Fifty Thousand Only) per month and that he shall also be entitled for the following benefits:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.
- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.
- (v) Gratuity:
As per rules of the Company.
- (vi) Encashment of Leave:
As per rules of the Company.
- (vii) Company's Car and Driver:
He shall be entitled for two Company cars with two drivers use on actual basis.
- (viii) Club Fees:
He shall be entitled for Entrance and Annual membership fees of any one club.
- (ix) Domestic Help:
He shall be entitled for two domestic help personnel.

Other terms

- (a) Leave
As per rules of the Company.
- (b) Sitting fees
He shall not be entitled for sitting fees for attending the Meeting of the Board of Directors of the Company or any Committee thereof.
- (c) He shall be entitled to re-imbursement of expenses incurred in the course of legitimate business purpose of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT subject to the control and supervision of the Board of Directors and subject to the provisions of the Act, Mr. Sandeep Singh shall have the general conduct and management of the affairs of the Company and that he shall be entitled to exercise all such powers and to do all such acts and things, the Company is authorised to exercise and all such powers, acts or things which are directed or required by the Act or any other Law or by the Articles of Association of the Company except such powers/acts/things which can be exercised or done by the Company in General Meeting or by the Board of Directors at its Meeting only and that he shall perform such duties and exercise such powers as are additionally entrusted to him by the Board and/or the Chairpersons and that he is further authorised to do all such acts, deeds, things and matters as he may be required or permitted to do, as a Managing Director.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

2. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the relevant provisions of the Articles of Association of the Company, consent of the Shareholders of the Company be and is hereby accorded to re-appoint Mr. Dhananjay Kumar Singh (DIN 00739153) as Joint Managing Director of the Company for a term of 5 years with effect from 1st January, 2018 upto 31st December, 2022, at a remuneration of Rs.39,50,000/- (Rupees Thirty Nine Lakh Fifty Thousand only) per month, and that he shall also be entitled for the following benefits:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.
- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.
- (v) Gratuity:
As per rules of the Company.
- (vi) Encashment of Leave:
As per rules of the Company.
- (vii) Company's Car and Driver:
He shall be entitled for two Company cars with two drivers use on actual basis.
- (viii) Club Fees:
He shall be entitled for Entrance and Annual membership fees of any one club.
- (ix) Domestic Help:
He shall be entitled for two domestic help personnel.

Other terms

- a) Leave
As per rules of the Company.
- b) Sitting fees
He shall not be entitled for sitting fees for attending the Meeting of the Board of Directors of the Company or any Committee thereof.
- c) He shall be entitled to re-imbursement of expenses incurred in the course of legitimate business purpose of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time, not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

3. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the relevant provisions of the Articles of Association of the Company, consent of the Shareholders of the Company be and is hereby accorded to re-appoint Mr. Balmiki Prasad Singh (DIN 00739856) as Executive Director of the Company for a term of 5 years with effect from 1st January, 2018 upto 31st December, 2022, at a remuneration of Rs 31,00,000/- (Rupees Thirty One Lakh only) per month, and that he shall also be entitled for the following benefits:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.

- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.
- (v) Gratuity:
As per rules of the Company.
- (vi) Encashment of Leave:
As per rules of the Company.
- (vii) Company's Car and Driver:
He shall be entitled for two Company cars with two drivers use on actual basis.
- (viii) Club Fees:
He shall be entitled for Entrance and Annual membership fees of any one club.
- (ix) Domestic Help:
He shall be entitled for two domestic help personnel.

Other terms

- a) Leave
As per rules of the Company.
- b) Sitting fees
He shall not be entitled for sitting fees for attending the Meeting of the Board of Directors of the Company or any Committee thereof.
- c) He shall be entitled to re-imburement of expenses incurred in the course of legitimate business purpose of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time, not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

4. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the relevant provisions of the Articles of Association of the Company, consent of the Shareholders of the Company be and is hereby accorded to re-appoint Mr. Mritunjay Kumar Singh (DIN 00881412) as Executive Director of the Company for a term of 5 years with effect from 1st January, 2018 upto 31st December, 2022, at a remuneration of Rs. 39,50,000/- (Rupees Thirty Nine Lakh Fifty Thousand only) per month, and that he shall also be entitled for the following benefits:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.
- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.
- (v) Gratuity:
As per rules of the Company.
- (vi) Encashment of Leave:
As per rules of the Company.

- (vii) Company's Car and Driver:
He shall be entitled for two Company cars with two drivers use on actual basis.
- (viii) Club Fees:
He shall be entitled for Entrance and Annual membership fees of any one club.
- (ix) Domestic Help:
He shall be entitled for two domestic help personnel.

Other terms

- a) Leave
As per rules of the Company.
- b) Sitting fees
He shall not be entitled for sitting fees for attending the Meeting of the Board of Directors of the Company or any Committee thereof.
- c) He shall be entitled to re-imbursment of expenses incurred in the course of legitimate business purpose of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time, not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

5. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 188 read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Shareholders of the Company be and is hereby accorded for increase in remuneration of Mr. Satish Kumar Singh, Head Operations of the Company, holding office/place of profit, he being son of Mr. Samprada Singh, Chairman Emeritus, brother of Mr. Balmiki Prasad Singh, Executive Director and father of Mr. Sandeep Singh, Managing Director of the Company, to Rs. 31,00,000/- per month (Rupees Thirty One Lakh Only) w.e.f. 1st January, 2018 and that he shall also be entitled to other benefits as detailed below:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.
- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.
- (v) Gratuity:
As per rules of the Company.
- (vi) Encashment of Leave:
As per rules of the Company.
- (vii) Company's Car and Driver:
He shall be entitled to one Company car with one driver use on actual basis.
- (viii) Club Fees:
He shall be entitled for Entrance and Annual membership fees of any one club.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT Mr. Satish Kumar Singh shall also be entitled to all the allowances, benefits and perquisites, as are provided to the senior executives of the Company and/or which may become applicable in the future and/or any other allowance, perquisites as Board may decide from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

6. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 188 read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Shareholders of the Company be and is hereby accorded for increase in remuneration of Mr. Sarvesh Singh, Vice President – Marketing and Sales of the Company, holding office / place of profit, he being grandson of Mr. Samprada Singh, Chairman Emeritus and brother of Mr. Sandeep Singh, Managing Director of the Company to Rs. 19,10,200/- per month (Rupees Nineteen Lakh Ten Thousand Two Hundred Only) w.e.f. 1st January, 2018, and that he shall also be entitled to other benefits as detailed below:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.
- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.
- (v) Gratuity:
As per rules of the Company.
- (vi) Encashment of Leave:
As per rules of the Company.
- (vii) Company's Car and Driver:
He shall be entitled to one Company car with one driver use on actual basis.
- (viii) Club Fees:
He shall be entitled for Entrance and Annual membership fees of any one club.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT Mr. Sarvesh Singh shall also be entitled to all the allowances, benefits and perquisites, as are provided to the senior executives of the Company and/or which may become applicable in the future and/or any other allowance, perquisites as Board may decide from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

7. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 188 read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015, consent of the Shareholders of the Company be and is hereby accorded for increase in remuneration of Mr. Sarandhar Singh, Vice President – Marketing and Sales of the Company, holding office / place of profit, he being grandson of Mr. Samprada Singh, Chairman Emeritus and son of Mr. Balmiki Prasad Singh, Executive Director of the Company, to Rs. 19,10,200/- per month (Rupees Nineteen Lakh Ten Thousand Two Hundred Only) w.e.f. 1st January, 2018, and that he shall also be entitled to other benefits as detailed below:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.
- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.
- (v) Gratuity:
As per rules of the Company.
- (vi) Encashment of Leave:
As per rules of the Company.
- (vii) Company's Car and Driver:
He shall be entitled to one Company car with one driver use on actual basis.
- (viii) Club Fees:
He shall be entitled for Entrance and Annual membership fees of any one club.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT Mr. Sarandhar Singh shall also be entitled to all the allowances, benefits and perquisites, as are provided to the senior executives of the Company and/or which may become applicable in the future and/or any other allowance, perquisites as Board may decide from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

8. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 188 read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Shareholders of the Company be and is hereby accorded for increase in remuneration of Mr. Srinivas Singh, Vice President – Marketing and Sales of the Company, holding office/place of profit, he being grandson of Mr. Samprada Singh, Chairman Emeritus and son of Mr. Balmiki Prasad Singh, Executive Director of the Company, to Rs. 19,10,200/- per month (Rupees Nineteen Lakh Ten Thousand Two Hundred Only) w.e.f. 1st January, 2018 and that he shall also be entitled to other benefits as detailed below:

- (i) Medical Reimbursement:
He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500/- per month.
- (ii) Leave Travel Allowance:
He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.
- (iii) Personal Accident Insurance Premium:
The Company shall also reimburse the Personal Accident Insurance Premium.
- (iv) Provident Fund and Employees' Pension Scheme:
He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.

- (v) Gratuity
As per rules of the Company.
- (vi) Encashment of Leave
As per rules of the Company.
- (vii) Company's Car and Driver
He shall be entitled to one Company car with one driver use on actual basis.
- (viii) Club Fees
He shall be entitled for Entrance and Annual membership fees of any one club.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time not exceeding 20% p.a. of his last drawn annual remuneration after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT Mr. Srinivas Singh shall also be entitled to all the allowances, benefits and perquisites, as are provided to the senior executives of the Company and/or which may become applicable in the future and/or any other allowance, perquisites as Board may decide from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

By Order of the Board of Directors

Manish Narang
President - Legal, Company Secretary & Compliance Officer
(ICSI Membership No. F4365)

Place: Mumbai
Date: 10th November, 2017

NOTES

1. Explanatory Statement stating the material facts and reasons for the proposed Resolutions, Nos. 1 to 8, pursuant to Section 102(1) of the Act is annexed herewith.
2. The Notice of Postal Ballot is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 1st December, 2017. The Postal Ballot Notice is being sent to Members in electronic form to the e-mail addresses registered with their Depository Participants (in case of electronic shareholding)/ the Company's Registrar and Share Transfer Agents (in case of physical shareholding). For Members, whose email Ids are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with a self – addressed business reply envelope.
3. There will be only one Postal Ballot Form for every folio irrespective of the number of Joint Shareholder(s).
4. A Member cannot exercise his vote by proxy on postal ballot.
5. Members desiring to exercise vote by physical Postal Ballot are requested to carefully read the instructions printed overleaf the Postal Ballot form and return the form duly completed and signed in the attached self – addressed business reply envelope so as to reach the Scrutinizer not later than 5.00 p.m. on Saturday, 6th January, 2018. Envelopes containing Postal Ballot Form(s), if deposited in person or sent by courier or registered / speed post at the expense of the shareholder will also be accepted.
6. In compliance with Section 108 and 110 of the Act read with Companies (Management and Administration) Rules, 2014 made thereunder and Regulation 44 of Listing Regulations, the Company is offering e-voting facility to all the Members of the Company to enable them to cast their votes electronically and has engaged the services of CDSL for the same. The e-voting facility is available at the link <https://www.evotingindia.com>. The instructions for electronic voting form part of this Notice.
7. The shareholders can opt for only one mode of voting, i.e. either by physical Postal Ballot or e-voting. If you are opting for e-voting, then do not vote by physical Postal Ballot also and vice versa, however, in case shareholders cast their vote by both physical Postal Ballot and e-voting, then voting done through valid e-voting shall prevail and voting by Physical Postal Ballot will be treated as invalid.
8. Voting rights shall be reckoned on the paid-up value of shares registered in the names of the Members as on Friday, 1st December, 2017. The voting period begins on Friday, 8th December, 2017 at 9.00 am and ends on Saturday, 6th January, 2018 at 5.00 pm.
9. The Company has appointed CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai (COP No. 3531) as Scrutinizer for conducting the Postal Ballot process including e-voting in a fair and transparent manner.
10. The Scrutinizer will submit his report to the Chairman of the Company after completion of scrutiny and the result of the voting by postal ballot will be announced by the Chairman or any Director of the Company duly authorized by him in writing on or before Monday, 8th January, 2018 by 5.00 p.m. at the Registered Office of the Company and shall also be displayed on the Company's website (www.alkemlabs.com) and communicated to BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed, CDSL and Registrar and Share Transfer Agents.
11. The Resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting i.e. Saturday, 6th January, 2018.

INSTRUCTIONS FOR E-VOTING:

- (i) The voting period begins on Friday, 8th December, 2017 at 9.00 a.m. and ends on Saturday, 6th January, 2018 at 5.00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 1st December, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders / Members

- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN "**171128002**" of **Alkem Laboratories Limited** on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

Item No. 1

The Shareholders of the Company at the Extra-ordinary General Meeting held on 7th March, 2014 had appointed Mr. Sandeep Singh as a Whole-time Director of the Company for a term of 5 years w.e.f. 1st January, 2014. Further the Shareholders at the Extra-ordinary General Meeting held on 16th March, 2015 re-designated him as Joint Managing Director of the Company and increased his monthly remuneration to Rs. 25,00,000/- for the remaining term expiring on 31st December, 2018.

The Board of Directors of the Company at its meeting held on 17th October, 2017, based on the recommendation of the Nomination & Remuneration Committee and subject to the approval of the Shareholders of the Company, had appointed and re-designated Mr. Sandeep Singh as the Managing Director of the Company w.e.f. 17th October, 2017 for a term of five years i.e. upto 16th October, 2022. Mr. Sandeep Singh was earlier the Joint Managing Director of the Company. The new Joint Managing Director of the Company will be Mr. Dhananjay Kumar Singh. As a result of the appointment as Managing Director now the role and responsibility of Mr. Sandeep Singh will change from his previous role.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and the Articles of Association of the Company and on the basis of the recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 approved remuneration and other terms and conditions as mentioned in the resolution set out under Item no. 1 with effect from 17th October, 2017 upto 16th October, 2022.

Mr. Sandeep Singh aged about 35 years, graduated as Bachelor of Commerce from University of Mumbai and has over 10 years of experience in the Pharmaceutical industry. Mr. Sandeep Singh joined the Board in 2013 and has been associated with the Company since July 2004. He has been responsible for domestic as well as international operations of the Company. It is because of his stupendous performance that he has received “Emerging Pharma Leader of 2016” award by Pharma Leaders in association with Ministry of Health & Family Affairs, Government of India. His consistent leadership qualities has helped the Company to grow manifold in Domestic as well as International markets. Considering this, it is proposed to appoint Mr. Sandeep Singh as Managing Director of the Company.

The Board recommends the Resolution as set out in Item No. 1 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Sandeep Singh and Mr. Samprada Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

Item No. 2

The Shareholders of the Company in the Extra Ordinary General Meeting held on 7th March, 2014 had approved the re-appointment of Mr. Dhananjay Kumar Singh as Whole Time Director designated as Director of the Company for a period of five years w.e.f. 1st January, 2014. The Board is further informed that in the Extra Ordinary General Meeting of the Company held on 16th March, 2015, the shareholders approved the re-designation of Mr. D. K. Singh as Joint Managing Director of the Company and increased his monthly remuneration to Rs. 25,00,000/- for the remaining term expiring on 31st December, 2018.

It is now proposed to increase the remuneration of Mr. D. K. Singh, Joint Managing Director of the Company w.e.f. 1st January, 2018. Considering the fact that the existing term of appointment of Mr. D. K. Singh would expire on 31st December, 2018, it is proposed to approve a fresh term of 5 years w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 2.

Mr. D. K. Singh aged about 55 years, graduated as Bachelor of Commerce from University of Patna and has over 30 years of experience in the Indian Pharmaceutical industry. Mr. D. K. Singh joined the Board in 1988 and has been associated with the Company since then. He heads the Bergen, Arise, Forgen and Pharma divisions of the Company's domestic business. He also heads the Distribution & Logistics, Purchases, Commercials, Human Resource, Legal, Secretarial & Compliance departments of the Company. Considering his long association with the Company, industry expertise and his contribution to the Company's growth, the Board of Directors has recommended for consideration of Members to re-appoint Mr. D. K. Singh as Joint Managing Director of the Company.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and the Articles of Association of the Company and on the basis of the recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 have re-appointed Mr. D. K. Singh, Joint Managing Director of the Company w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 2.

The Board recommends the Resolution as set out in Item No. 2 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Dhananjay Kumar Singh, Mr. Basudeo N. Singh, and Mr. Mritunjay Kumar Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

Item No. 3

The Shareholders of the Company in the Extra Ordinary General Meeting held on 7th March, 2014 had approved the re-appointment of Mr. Balmiki Prasad Singh as Whole Time Director designated as Director of the Company for a period of five years w.e.f. 1st January, 2014. Further at the Extra Ordinary General Meeting of the Company held on 16th March, 2015, the shareholders approved the increase in remuneration of Mr. B. P. Singh, Executive Director upto Rs. 20,00,000/- per month w.e.f. 1st April, 2015 for the remaining term expiring on 31st December, 2018.

It is now proposed to further increase the remuneration of Mr. B. P. Singh, Executive Director of the Company w.e.f. 1st January, 2018. Considering the fact that the existing term of appointment of Mr. B. P. Singh would expire on 31st December, 2018, it is proposed to approve re-appointment of Mr. B. P. Singh for a fresh term of 5 years w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 3.

Mr. B. P. Singh aged about 63 years and has over 30 years of experience in the Indian Pharmaceutical industry. Mr. B. P. Singh joined the Board in 1988 and prior to being appointed on the Board he was employed in the Company in various capacities. Mr. B. P. Singh heads the generics and OTC business of the Company. He has significantly contributed towards Company's development from its nascent stage and his efforts have helped the Company in its core generics business. Under his guidance the Company has successfully entered the OTC segments. His long association of over 30 years has been fruitful for the Company's strong foothold in generics segment. Accordingly, it is proposed to re-appoint Mr. B. P. Singh as Executive Director of the Company.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and the Articles of Association of the Company and on the basis of the recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 have re-appointed Mr. B. P. Singh, Executive Director of the Company w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 3.

The Board recommends the Resolution as set out in Item No. 3 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Balmiki Prasad Singh and Mr. Samprada Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

Item No. 4

The Shareholders of the Company in their Extra Ordinary General Meeting held on 7th March, 2014 had approved the re-appointment of Mr. Mritunjay Kumar Singh as Whole Time Director designated as Director of the Company for a period of five years w.e.f. 1st January, 2014. Further, in the Extra Ordinary General Meeting of the Company held on 16th March, 2015, the shareholders approved the increase in remuneration of Mr. M. K. Singh, Executive Director upto Rs. 25,00,000/- per month w.e.f. 1st April, 2015 for the remaining term expiring on 31st December, 2018.

It is now proposed to further increase the remuneration of Mr. M. K. Singh, Executive Director of the Company w.e.f. 1st January, 2018. Considering the fact that the existing term of appointment of Mr. M. K. Singh would expire on 31st December, 2018, it is proposed to re-appoint Mr. M. K. Singh for a fresh term of 5 years w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 4.

Mr. M. K. Singh aged about 54 years, graduated as Bachelor of Science from University of Mumbai and has a diploma in administration management from Jamnalal Bajaj Institute of Management Studies. Mr. M. K. Singh joined the Board in 1988. He has over 24 years of experience in the Indian Pharmaceutical industry. Mr. M. K. Singh heads Alpha, Ace, Cytomed and Hospicare divisions of the Company's domestic business. Additionally he looks after the Domestic Formulations Facility, Domestic Marketing and Sales, Domestic Business Development & Strategy and Production Planning for domestic business. He has strong hold on the pharmaceutical industry. He spearheads business strategy development and product planning for the domestic business of the Company. His innovative ideas and foresight about the industrial trends have always brought competitive advantage to the Company. Accordingly, Board proposes to re-appoint Mr. M. K. Singh as Executive Director of the Company.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and the Articles of Association of the Company and on the basis of the recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 have re-appointed Mr. M. K. Singh, Executive Director of the Company w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in there solution set out under Item no. 4.

The Board recommends the Resolution as set out in Item No. 4 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Mritunjay Kumar Singh, Mr. Basudeo N. Singh and Mr. Dhananjay Kumar Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

Item No. 5

The Shareholders of the Company in their Extra Ordinary General Meeting held on 16th March, 2015 had approved the appointment of Mr. Satish Kumar Singh as Head Operations of the Company to an office / place of profit at a remuneration of Rs. 21,00,000/- (Rupees Twenty One Lakhs only) per month with effect from 1st April, 2015. Mr. S. K. Singh is son of Mr. Samprada Singh, Chairman Emeritus of the Company, brother of Mr. Balmiki Prasad Singh, Executive Director of the Company and father of Mr. Sandeep Singh, Managing Director of the Company.

It is now proposed to increase the remuneration of Mr. S. K. Singh, Head Operations of the Company, to Rs. 31, 00,000/- w.e.f. 1st January, 2018 on such terms and conditions as mentioned in the resolution set out under Item no. 5.

Mr. S. K. Singh, aged about 61 years has over 33 years of experience in the Indian Pharmaceutical industry. His strong pharmaceutical background has contributed to the growth of the Company. His pharma expertise has brought in strong execution rigor within his domain of work and has considerably strengthened Company's operations over the years.

In terms of Section 188 of the Companies Act, 2013 read with Rules made thereunder, appointment to any office or place of profit in the Company of a relative of a Director at a monthly remuneration exceeding Rs. 2,50,000/- is subject to prior approval of the shareholders of the Company. On the basis of the recommendation of the Audit Committee and Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 has approved the increase in remuneration of Mr. S. K. Singh w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 5.

Information required to be disclosed pursuant to Rule 15 of the Companies (Meetings of the Boards and its Powers) Rules, 2014:

(a)	Name of the related party	Mr. Satish Kumar Singh
(b)	Name of the Director or Key Managerial Personnel who is related, if any	Mr. Samprada Singh, Chairman Emeritus Mr. Balmiki Prasad Singh, Executive Director Mr. Sandeep Singh, Managing Director
(c)	Nature of Relationship	Mr. Satish Kumar Singh is son of Mr. Samprada Singh, Chairman Emeritus, brother of Mr. Balmiki Prasad Singh, Executive Director and father of Mr. Sandeep Singh, Managing Director
(d)	Nature, material terms, monetary value of the contract or arrangement	<p>Nature: Mr. Satish Kumar Singh is Head – Operations of the Company. It is proposed to increase his remuneration to Rs. 31,00,000/- w.e.f. 1st January, 2018.</p> <p>Material Terms & monetary value:</p> <p>Remuneration of Rs. 31,00,000/- per month (Rupees Thirty One Lakh Only) and other benefits as detailed below</p> <p>(i) <u>Medical Reimbursement:</u></p> <p>He shall get medical reimbursement for himself and his family subject to a ceiling of Rs.12,500 per month.</p> <p>(ii) <u>Leave Travel Allowance:</u></p> <p>He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.</p> <p>(iii) <u>Personal Accident Insurance Premium:</u></p> <p>The Company shall also reimburse the Personal Accident Insurance Premium.</p> <p>(iv) <u>Provident Fund and Employees' Pension Scheme:</u></p> <p>He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.</p> <p>(v) <u>Gratuity</u></p> <p>As per rules of the Company.</p> <p>(vi) <u>Encashment of Leave</u></p> <p>As per rules of the Company.</p> <p>(vii) <u>Company's Car and Driver</u></p> <p>He shall be entitled for one Company car with one driver use on actual basis.</p> <p>(viii) <u>Club Fees</u></p> <p>He shall be entitled for Entrance and Annual membership fees of any one club.</p> <p>Annual Increment not exceeding 20% p.a. of his last drawn annual remuneration subject to the approval of the Board of Directors.</p>
(e)	Any other information relevant or important for the members to take a decision on the proposed resolution	N.A.

The Board recommends the Resolution as set out in Item No. 5 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Samprada Singh, Mr. Balmiki Prasad Singh and Mr. Sandeep Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

Item No. 6

The Shareholders of the Company in the Extra Ordinary General Meeting held on 16th March, 2015 had approved the increase in remuneration of Mr. Sarvesh Singh, Vice President – Marketing and Sales to remuneration of Rs. 15,00,000/- (Rupees Fifteen Lakhs only) per month with effect from 1st April 2015 to an office / place of profit. Mr. Sarvesh Singh is grandson of Mr. Samprada Singh, Chairman Emeritus of the Company and brother of Mr. Sandeep Singh, Managing Director of the Company.

It is now proposed to further increase the remuneration of Mr. Sarvesh Singh, Vice President – Marketing and Sales of the Company, to Rs 19,10,200/- w.e.f. 1st January, 2018 on such terms and conditions as mentioned in the resolution set out under Item no. 6.

Mr. Sarvesh Singh, aged about 36 years, is associated with the Company since last 13 years at various positions. He has been closely handling the Marketing and Sales Function in the Company. His innovative marketing strategies coupled with continuous efforts to meet sales targets have complimented the Company's overall performance year-on-year. Accordingly, the Board recommends an increase in his remuneration as per the details given below.

In terms of Section 188 of the Companies Act, 2013 read with Rules made thereunder, appointment to any office or place of profit in the Company of a relative of a Director at a monthly remuneration exceeding Rs. 2,50,000/- is subject to prior approval of the shareholders of the Company. On the basis of the recommendation of the Audit Committee and Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 has approved the increase in remuneration of Mr. Sarvesh Singh w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 6.

Information required to be disclosed pursuant to Rule 15 of the Companies (Meetings of the Board and its Powers) Rules, 2014:-

(a)	Name of the related party	Mr. Sarvesh Singh
(b)	Name of the Director or Key Managerial Personnel who is related, if any	Mr. Samprada Singh, Chairman Emeritus Mr. Sandeep Singh, Managing Director
(c)	Nature of Relationship	Mr. Sarvesh Singh is grandson of Mr. Samprada Singh, Chairman Emeritus and brother of Mr. Sandeep Singh, Managing Director
(d)	Nature, material terms, monetary value of the contract or arrangement	<p>Nature: Mr. Sarvesh Singh is Vice President – Marketing and Sales of the Company. It is proposed to increase his remuneration to Rs. 19,10,200/- effective from 1st January, 2018.</p> <p>Material Terms & monetary value:</p> <p>Remuneration of Rs. 19,10,200/- per month (Rupees Nineteen Lakh Ten Thousand Two Hundred Only) and other benefits as detailed below.</p> <p>(i) <u>Medical Reimbursement:</u> He shall get medical reimbursement for himself and his family subject to a ceiling of Rs.12,500 per month.</p> <p>(ii) <u>Leave Travel Allowance:</u> He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.</p> <p>(iii) <u>Personal Accident Insurance Premium:</u> The Company shall also reimburse the Personal Accident Insurance Premium.</p>

		<p>(iv) <u>Provident Fund and Employees' Pension Scheme:</u></p> <p>He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.</p> <p>(v) <u>Gratuity</u></p> <p>As per rules of the Company.</p> <p>(vi) <u>Encashment of Leave</u></p> <p>As per rules of the Company.</p> <p>(vii) <u>Company's Car and Driver</u></p> <p>He shall be entitled for one Company car with one driver use on actual basis.</p> <p>(viii) <u>Club Fees</u></p> <p>He shall be entitled for Entrance and Annual membership fees of any one club.</p> <p>Annual Increment not exceeding 20% p.a. of his last drawn annual remuneration subject to the approval of the Board of Directors.</p>
(e)	Any other information relevant or important for the members to take a decision on the proposed resolution	N.A.

The Board recommends the Resolution as set out in Item No. 6 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Samprada Singh and Mr. Sandeep Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

Item No. 7

The Shareholders of the Company in their Extra Ordinary General Meeting held on 16th March, 2015 had approved the increase in remuneration of Mr. Sarandhar Singh, Vice President – Marketing and Sales to remuneration of Rs. 15,00,000/- (Rupees Fifteen Lakhs only) per month with effect from 1st April, 2015 to an office / place of profit. Mr. Sarandhar Singh is grandson of Mr. Samprada Singh, Chairman Emeritus of the Company and son of Mr. Balmiki Prasad Singh, Executive Director of the Company.

It is now proposed to further increase the remuneration of Mr. Sarandhar Singh, Vice President – Marketing and Sales of the Company, to Rs. 19,10,200/- w.e.f. 1st January, 2018 on such terms and conditions as mentioned in the resolution set out under Item no. 7.

Mr. Sarandhar Singh aged about 31 years, has been associated with the Company since April, 2007 at various positions. He is responsible for handling the Marketing and Sales Function in the Company. He drives the marketing and sales function with his dynamic strategies which have helped the Company to sustain and grow in the competitive environment. Accordingly, the Board recommends an increase in his remuneration who holds office / place of profit in the Company.

In terms of Section 188 of the Companies Act, 2013 read with Rules made thereunder, appointment to any office or place of profit in the Company of a relative of a Director at a monthly remuneration exceeding Rs. 2,50,000/- is subject to prior approval of the shareholders of the Company. On the basis of the recommendation of the Audit Committee and Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 has approved the increase in remuneration of Mr. Sarandhar Singh w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 7.

Information required to be disclosed pursuant to Rule 15 of the Companies (Meetings of the Board and its Powers) Rules, 2014:-

(a)	Name of the related party	Mr. Sarandhar Singh
(b)	Name of the Director or Key Managerial Personnel who is related, if any	Mr. Samprada Singh, Chairman Emeritus Mr. Balmiki Prasad Singh, Executive Director
(c)	Nature of Relationship	Mr. Sarandhar Singh is grandson of Mr. Samprada Singh, Chairman Emeritus and son of Mr. Balmiki Prasad Singh, Executive Director
(d)	Nature, material terms, monetary value of the contract or arrangement	<p>Nature: Mr. Sarandhar Singh is Vice President – Marketing and Sales of the Company. It is proposed to increase his remuneration to Rs. 19,10,200/- effective from 1st January, 2018.</p> <p>Material Terms & monetary value:</p> <p>Remuneration of Rs. 19,10,200/- per month (Rupees Nineteen Lakh Ten Thousand Two Hundred Only) and other benefits as detailed below.</p> <p>(i) <u>Medical Reimbursement:</u></p> <p>He shall get medical reimbursement for himself and his family subject to a ceiling of Rs.12,500 per month.</p> <p>(ii) <u>Leave Travel Allowance:</u></p> <p>He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.</p> <p>(iii) <u>Personal Accident Insurance Premium:</u></p> <p>The Company shall also reimburse the Personal Accident Insurance Premium.</p> <p>(iv) <u>Provident Fund and Employees' Pension Scheme:</u></p> <p>He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.</p> <p>(v) <u>Gratuity</u></p> <p>As per rules of the Company.</p> <p>(vi) <u>Encashment of Leave</u></p> <p>As per rules of the Company.</p> <p>(vii) <u>Company's Car and Driver</u></p> <p>He shall be entitled for one Company car with one driver use on actual basis.</p> <p>(viii) <u>Club Fees</u></p> <p>He shall be entitled for Entrance and Annual membership fees of any one club.</p> <p>Annual Increment not exceeding 20% p.a. of his last drawn annual remuneration subject to the approval of the Board of Directors.</p>
(e)	Any other information relevant or important for the members to take a decision on the proposed resolution	N.A.

The Board recommends the Resolution as set out in Item No. 7 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Samprada Singh and Mr. Balmiki Prasad Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

Item No. 8

The Shareholders of the Company in the Extra Ordinary General Meeting held on 16th March, 2015 had approved the increase in remuneration of Mr. Srinivas Singh, Vice President – Marketing and Sales to remuneration of Rs. 15,00,000/- (Rupees Fifteen Lakhs only) per month with effect from 1st April, 2015 to an office / place of profit. Mr. Srinivas Singh is grandson of Mr. Samprada Singh, Chairman Emeritus of the Company and son of Mr. Balmiki Prasad Singh, Executive Director of the Company.

It is now proposed to further increase the remuneration of Mr. Srinivas Singh, Vice President – Marketing and Sales of the Company, to Rs. 19,10,200/- w.e.f. 1st January, 2018 on such terms and conditions as mentioned in the resolution set out under Item no. 8.

Mr. Srinivas Singh, aged about 29 years, has been working with the Company since 2012. He is responsible for handling the Marketing and Sales Function in the Company. He brings in unconventional approach in the marketing strategies of the Company. He has gained expertise in pharmaceutical industry over a shorter period of time. He also excels in management skills which can help the Company over the years to come. Accordingly, the Board recommends an increase in his remuneration who holds office / place of profit in the Company.

In terms of Section 188 of the Companies Act, 2013 read with Rules made thereunder, appointment to any office or place of profit in the Company of a relative of a Director at a monthly remuneration exceeding Rs. 2,50,000/- is subject to prior approval of the shareholders of the Company. On the basis of the recommendation of the Audit Committee and Nomination & Remuneration Committee, the Board of Directors at its meeting held on 10th November, 2017 has approved the increase in remuneration of Mr. Srinivas Singh w.e.f. 1st January, 2018 on such terms and conditions including remuneration as mentioned in the resolution set out under Item no. 8.

Information required to be disclosed pursuant to Rule 15 of the Companies (Meetings of the Board and its Powers) Rules, 2014 :-

(a)	Name of the related party	Mr. Srinivas Singh
(b)	Name of the Director or Key Managerial Personnel who is related, if any	Mr. Samprada Singh, Chairman Emeritus Mr. Balmiki Prasad Singh, Executive Director
(c)	Nature of Relationship	Mr. Srinivas Singh is grandson of Mr. Samprada Singh, Chairman Emeritus and son of Mr. Balmiki Prasad Singh, Executive Director
(d)	Nature, material terms, monetary value of the contract or arrangement	<p>Nature: Mr. Srinivas Singh is Vice President–Marketing and Sales of the Company. It is proposed to increase his remuneration to Rs. 19,10,200/- effective from 1st January, 2018.</p> <p>Material Terms & monetary value:</p> <p>Remuneration of Rs. 19,10,200/- per month (Rupees Nineteen Lakh Ten Thousand Two Hundred Only) and other benefits as detailed below.</p> <p>(i) <u>Medical Reimbursement:</u> He shall get medical reimbursement for himself and his family subject to a ceiling of Rs. 12,500 per month.</p> <p>(ii) <u>Leave Travel Allowance:</u> He shall get Leave Travel Allowance for himself and his family once in a year which shall not exceed one month's salary.</p> <p>(iii) <u>Personal Accident Insurance Premium:</u> The Company shall also reimburse the Personal Accident Insurance Premium.</p>

		<p>(iv) <u>Provident Fund and Employees' Pension Scheme:</u></p> <p>He shall get benefit of Provident Fund and Employees' Pension Scheme as per the Company's rules.</p> <p>(v) <u>Gratuity</u></p> <p>As per rules of the Company.</p> <p>(vi) <u>Encashment of Leave</u></p> <p>As per rules of the Company.</p> <p>(vii) <u>Company's Car and Driver</u></p> <p>He shall be entitled for one Company car with one driver use on actual basis.</p> <p>(viii) <u>Club Fees</u></p> <p>He shall be entitled for Entrance and Annual membership fees of any one club.</p> <p>Annual Increment not exceeding 20% p.a. of his last drawn annual remuneration subject to the approval of the Board of Directors.</p>
(e)	Any other information relevant or important for the members to take a decision on the proposed resolution	N.A.

The Board recommends the Resolution as set out in Item No. 8 in the accompanying Postal Ballot Notice, for approval of the Members.

Except Mr. Samprada Singh and Mr. Balmiki Prasad Singh and their respective relatives, none of the other promoters, directors, key managerial personnel and their respective relatives is concerned or interested in the proposed resolution.

By Order of the Board of Directors

Manish Narang
President - Legal, Company Secretary & Compliance Officer
(ICSI Membership No. F4365)

Place: Mumbai
Date: 10th November, 2017

ANNEXURE TO ITEMS 1 to 4 OF THE NOTICE

(in pursuance of Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Secretarial Standard – 2 on General Meetings)

Item no. 1 to 4

Name of Director	Mr. Sandeep Singh	Mr. Dhananjay Kumar Singh	Mr. Balmiki Prasad Singh	Mr. Mritunjay Kumar Singh
DIN	01277984	00739153	00739856	00881412
Date of Birth	23 rd July, 1982	29 th July, 1962	26 th December, 1954	4 th November, 1963
Age	35 years	55 years	63 years	54 years
Qualifications	Bachelor of Commerce	Bachelor of Commerce	Intermediate in Commerce	Bachelor of Science and a Diploma in administration management.
Experience	Over 10 years	Over 30 years	Over 30 years	Over 24 years
Expertise in specific functional area	Pharmaceutical (Domestic and International) and Finance	Marketing (Domestic), Purchase, HRD, Audit, Administration, Legal, CSR and branding functions	Pharmaceutical	Pharmaceutical (Business Development & Strategy and Production Planning, Marketing and Sales for Domestic Business)
Date of Appointment on the Board	Original Appointment: 9 th August, 2013 Appointment at current designation: 1 st April, 2015 (The proposed re-appointment under Item no. 1 shall be effective from 17 th October, 2017)	Original Appointment: 25 th October, 1988 Appointment at current designation: 1 st April, 2015 (The proposed re-appointment under Item no. 2 shall be effective from 1 st January, 2018)	Original Appointment: 25 th October, 1988 Appointment at current designation: 1 st April, 2010 (The proposed re-appointment under Item no. 3 shall be effective from 1 st January, 2018)	Original Appointment: 1 st April, 2008 Appointment at current designation: 1 st April, 2008 (The proposed re-appointment under Item no. 4 shall be effective from 1 st January, 2018)
Terms and conditions of appointment	As detailed in resolution no. 1	As detailed in resolution no. 2	As detailed in resolution no. 3	As detailed in resolution no. 4
Remuneration last drawn	Rs. 33.1 million for FY 2016-17	Rs. 34.9 million for FY 2016-17	Rs. 27.2 Million for FY 2016-17	Rs. 32.2 Million for FY 2016-17
Remuneration proposed to be given	As detailed in resolution no. 1	As detailed in resolution no. 2	As detailed in resolution no. 3	As detailed in resolution no. 4
Number of shares held in the Company as on 30 th September, 2017	1,08,867 Equity Shares of Rs. 2/- each	57,66,260 Equity Shares of Rs. 2/- each	71,595 Equity Shares of Rs. 2/- each	58,11,875 Equity Shares of Rs. 2/- each
List of Directorships held in other companies (excluding foreign, private and Section 8 companies)	1. Director of Enzene Biosciences Limited	NIL	NIL	1. Director of Indchemie Health Specialities Private Limited
Chairmanship/Membership of Committees: Audit and Stakeholders' Relationship Committees across Public Companies including Alkem Laboratories Limited	1. Member of Stakeholders' Relationship Committee and Audit Committee of Alkem Laboratories Limited 2. Member of Audit Committee of Enzene Biosciences Limited	1. Member of Stakeholders' Relationship Committee of Alkem Laboratories Limited	NIL	1. Member of Audit Committee of Alkem Laboratories Limited 2. Member of Audit Committee of Indchemie Health Specialities Private Limited

Relationship between Directors inter se	Grandson of Mr. Samprada Singh, Chairman Emeritus	Son of Mr. Basudeo N. Singh, Executive Chairman and Brother of Mr. Mritunjay Kumar Singh, Executive Director	Son of Mr. Samprada Singh, Chairman Emeritus	Son of Mr. Basudeo N. Singh, Executive Chairman and Brother of Mr. Dhananjay Kumar Singh, Joint Managing Director
Number of Board Meetings attended during the year 2016-2017 (Out of total 6 Board Meetings held)	5	5	3	6

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